GODAVARI DRUGS LIMITED
Regd. Off.:'Mayfair', S.P. Road, Secunderabad - 500 003. TS, India.
Voice: +91-40-2784 9700/ 2784 2602/ 2784 4557
Email: info@godavaridrugs.com / Website: www.godavaridrugs.com

To, **Date: 01.09.2026**
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai – 400001

Unit: Godavari Drugs Limited (Scrip Code: 530317)

Sub: Notice of the 38th Annual General Meeting and Annual Report for the Financial Year ended March 31, 2026

The Company informs that the 38th Annual General Meeting ("AGM") of the Company is scheduled to be held on Friday, September 25, 2026, at 03.00 p.m. through Video Conferencing / Other Audio-Visual Means, in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India ("SEBI").

In terms of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company for the financial year 2025-26 and the Notice of 38th AGM, which is being sent through electronic mode to those members whose e-mail addresses are registered with the Registrar & Share Transfer Agent / Depository Participants.

Further, pursuant to Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a letter providing the web-link of the Annual Report, being sent to those members who have not registered their e-mail address, is also attached and available on the Company's website at https://godavaridrugs.com/annual-reports/

The Annual Report containing the Notice of 38th AGM is also uploaded on the Company's website at www.godavaridrugs.com and the same shall also be available on the website of CDSL at www.evoting.nsdl.com

Other relevant details with regard to the 38th AGM are as follows:

Cut-off date for determining the eligibility of shareholders for remote e-voting or voting during the AGM	Friday, 18 September 2026
Closure of Register of Members & Share Transfer Books	From Saturday, September 19, 2026 to Friday, September 25, 2026 (both days inclusive) for the purposes of holding 38th AGM.
Period of Remote e-voting to enable the shareholders as on the cut-off date i.e., Friday, September 18, 2026 to cast their votes on proposed resolutions electronically	The remote e-voting period will commence at 09:00 A.M. (IST) Tuesday, September 22, 2026, and end at 5.00 P.M. (IST) on Thursday, September 24, 2026

This is for the information and records of the Exchange,

Thanking you.

Yours faithfully,
For Godavari Drugs Limited

Achanta Venkatesh
Digitally signed by Achanta Venkatesh
Date: 2026.09.01 16:20:02 +05'30'

Venkatesh Achanta
Company Secretary & Compliance Officer

GODAVARI DRUGS LIMITED

ANNUAL REPORT FY 2025-26

From **Molecule** to **Momentum**
Chemistry that Moves Forward

38 YEARS OF CHEMISTRY.

ANNUAL REPORT 2025-26

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CORPORATE OVERVIEW

Chairman's Message

Dear Stakeholders,

It is my pleasure to present to you the progress of Godavari Drugs Limited during FY 2025–26 and share our vision for the next phase of the Company's growth.

The year gone by has been one of transition and execution for your Company. Over the past few years, we have made significant investments in manufacturing infrastructure, product development, technology, and people. We are now entering a phase where these investments are beginning to translate into new products, new markets, and new business opportunities. Our facility for manufacturing Anti-HIV intermediates is currently under production trials and stabilization.

The pharmaceutical industry continues to experience competition and pricing pressures, particularly in the API segment. At the same time, the global pharmaceutical supply chain is undergoing a structural shift, with customers increasingly looking for dependable manufacturing partners outside traditional sourcing geographies. We believe this changing environment presents meaningful opportunities for Indian manufacturers.

Our strategy continues to focus on diversifying the Company beyond its established product portfolio. We intend to leverage our manufacturing infrastructure, technical capabilities, and experience in APIs and intermediates to pursue opportunities emerging in the pharmaceutical industry. We see considerable potential in building long-term CDMO and CMO partnerships with pharmaceutical companies looking for reliable, quality-focused, and cost-competitive manufacturing partners in India and around the globe.

The new state-of-the-art manufacturing facility marks an important milestone in our growth journey. As we ramp up production at the new facility, we expect to progressively expand our product capabilities, improve manufacturing efficiencies, and cater to larger opportunities across domestic and international markets.

Enhancing our international business remains an important pillar of our growth strategy. Continual efforts are being made to expand our presence across global markets and strengthen relationships with international customers. The ongoing China+1 movement and increasing emphasis on supply-chain resilience provide Indian API and intermediate manufacturers with significant opportunities.

As we look ahead, our priorities are clear — commercialise new products, ramp up our new manufacturing capacities, grow exports, strengthen backward integration, and continue diversifying our product portfolio. We believe these initiatives can create multiple and sustainable growth drivers for Godavari Drugs Limited.

The journey ahead will require patience, execution, and continued investment. However, we are confident that the capabilities and foundation built over the past few years position the Company well to pursue the opportunities emerging in the pharmaceutical industry.

I would like to express my sincere appreciation to our employees for their dedication and contribution, to my colleagues on the Board for their guidance, and to our shareholders for their continued faith in the Company.
I also extend my gratitude to our customers, suppliers, bankers, business partners, and all other stakeholders for their continued support and confidence in Godavari Drugs Limited.
With a stronger foundation, a more diversified product portfolio, and new avenues for growth, we look forward to the future of our company with confidence and optimism.

Ghanshyam Jaju
Chairman
Godavari Drugs Limited

CORPORATE OVERVIEW

Board of Director's

Mr. Ghanshyam Jaju

CHAIRMAN

A commerce graduate with more than 40 years of experience in business. He was earlier engaged in the family business of cotton ginning pressing industries and Oil Mills. He is a promoter Director of the Company and his the Chairman since inception.

Mr. Mukund Kakani

MANAGING DIRECTOR

A chemical engineer (B.Tech) from Osmania University and holds an experience of more than 40 years in the industry. He is one of the promoters and Managing Director of the Company since its inception. He is overall in charge of operations and development of the Company.

Mr. Mohit Jaju

WHOLETIME DIRECTOR & CFO

He is an engineer (BE) by qualification with experience of more than 30 years and is overall responsible for all technical activities, marketing and business development, accounts & finance and compliances in the Company.

Mr. Mahendra Bhalerao

NON EXECUTIVE INDEPENDENT DIRECTOR

He is an Engineer having a very vast experience in chemistry and engineering having executed many projects during his professional tenure. He is presently the Executive Director of Nichino India Pvt. Ltd. a group company of Nihon Nohyaku Corporation Japan, a multinational company engaged in discovering new innovative proprietary molecules for Pharmaceuticals and Agrochemicals.

Mr. Dinesh Udpa

NON EXECUTIVE INDEPENDENT DIRECTOR

He holds a Bachelor of Technology in Chemical Engineering from University College of Technology, Osmania University, Hyderabad and a Master of Engineering in Chemical Engineering from Indian Institute of Science, Bangalore. He has a decade of experience in the project, engineering, and company management. Extensive experience in basic engineering, detailed value engineering, procurement of equipment and materials, schedule, and cost control, doingdue diligence, coordination with design engineers, vendors, and construction teams.

Mrs. Shilpa Bung

NON EXECUTIVE INDEPENDENT DIRECTOR

She is a distinguished professional with a background in both Company Secretary (CS) and Law (LLB). As an Independent Director, she leverages her expertise in corporate governance, compliance, and legal matters to provide strategic oversight and guidance to organisations. Her role typically involves ensuring that the company adheres to legal and regulatory requirements, maintaining high standards of corporate governance, and contributing to the board's decision – making processes. Her dual qualifications in law and company secretarial practice equip her with a comprehensive understanding of both legal and corporate frameworks, making her a valuable asset to the boards she serves.

CORPORATE OVERVIEW

Corporate Information

REGISTERED OFFICE

1-8-303/34, Mayfair, S.P. Road,
Secunderabad - 500003. Telangana, India.

CIN

L24230TG1987PLC008016

ADDRESS FOR CORRESPONDENCE

1st Floor, Mayfair, Sardar Patel Road,
Secunderabad – 500003, Telangana, India.
Telephone: + 91 – 40 – 27819624
Email: info@godavaridrugs.com
Website Address -
www.godavaridrugs.com

PLANT LOCATION

A 6/2, MIDC
Nanded - 431603.
Maharashtra, India.

STOCK EXCHANGE

The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001
The equity shares of the Company are listed and traded on BSE Limited (Scrip Code: 530317).

REGISTRAR AND SHARE TRANSFER AGENTS

CIL Securities Pvt Ltd.
214, Raghava Ratna Towers,
Abids, Hyderabad - 500001
Email ID: rta@cilsecurities.com.

STATUTORY AUDITORS

M/s Ayyadevara & Co.,
Chartered Accountants
(Firm Registration No: 000278S)

SECRETARIAL AUDITOR

M/s VSS & Associates, Company Secretaries, Hyderabad

CORPORATE OVERVIEW

Vision and Mission

OUR VISION

We envision becoming one of the most respected and impactful pharmaceutical companies in India, recognised for our commitment to quality, affordability and accessibility in healthcare. We strive to drive progress by continuously innovating, embracing sustainable technologies and adopting environmentally responsible practices. Through science, integrity and passion, we aim to contribute meaningfully to global healthcare by developing solutions that make a difference in people's lives.

OUR MISSION

At Godavari Drugs Limited, our mission is to create value through unparalleled customer experience, continuous innovation and operational excellence. We are dedicated to becoming a trusted leader in the manufacturing of Active Pharmaceutical Ingredients (APIs) and Intermediates, upholding the highest standards of quality, safety and technical service. Our goal is to provide reliable, high-quality and cost-efficient products with exceptional turnaround times, while nurturing long-term, collaborative relationships with our customers and partners across the globe.

CORE VALUES

Integrity

We conduct business with transparency, ethics and accountability.

Quality

Ourcommitment to uncompromised product and process quality underpins every decision we make.

Excellence

We strive forexcellence in everything we do — from R&D to delivery.

Sustainability

Weoperatein amanner that protects the environment and ensures long-term societal benefit.

Innovation

Wefostera culture of scientific curiosity continuous improvement and progressive thinking.,

CORPORATE OVERVIEW

About Our Company

Godavari Drugs Limited is an established manufacturer of APIs, pharmaceutical intermediates and fine chemicals, catering to the stringent quality standards and requirements of the global life sciences industry. With a legacy of over three decades, the Company has developed strong capabilities across chemistry, process development, scale-up and commercial manufacturing.

Our key strength lies in our ability to translate chemistry from the laboratory into commercially viable manufacturing processes. Beginning with laboratory-scale development, processes are evaluated and optimised through pilot-scale operations before being successfully transferred to commercial manufacturing facilities operating in line with cGMP requirements.

The Company's expertise is supported by a strong combination of chemical knowledge, engineering capabilities and analytical infrastructure. This integrated approach enables efficient process development, optimisation and scale-up, while supporting consistent quality across different stages of manufacturing.

Over the years, Godavari Drugs Limited has developed a strong presence through the manufacturing and marketing of its own products. At the same time, the Company continues to explore strategic opportunities in the CDMO and CMO space through partnerships with reputed pharmaceutical and multinational companies, particularly for APIs, drug intermediates and fine chemicals.

With its established manufacturing infrastructure, technical expertise and experience built over more than three decades, Godavari Drugs Limited is well positioned to support customers across the product lifecycle — from process development and pilot-scale validation to technology transfer and commercial-scale manufacturing.

CORPORATE OVERVIEW

Culture & People

At Godavari Drugs, our people are our greatest strength. We foster a progressive and collaborative work culture that encourages:

- Innovative and out-of-the-box thinking
- Cross-functional collaboration
- Employee empowerment and continuous growth
- Ownership, accountability and responsibility
- Commitment to environmental, health and safety compliance

CORPORATE OVERVIEW

CDMO & CMO

With strong capabilities built over more than three decades in chemistry, process development, scale-up and commercial manufacturing, Godavari Drugs continues to strengthen its presence in the CDMO and CMO space.
We offer our partners:

- Customised API, intermediate and fine chemical manufacturing
- Access to fully equipped R&D laboratories and pilot-scale facilities
- Process development, optimisation and scale-up capabilities
- End-to-end scalability, with quality and compliance at the core

CORPORATE OVERVIEW

Strategic Collaborations

We actively pursue alliances and partnerships that foster innovation, technical collaboration and mutual growth. Our collaborations are built on a foundation of technical competence, operational transparency, customer focus and timely execution of commitments.

By combining our expertise in chemistry and engineering with established development and manufacturing infrastructure, we seek to build long-term, value-driven relationships with pharmaceutical and life sciences companies. These partnerships enable us to support our collaborators across product development, scale-up and commercial manufacturing while creating sustainable value for all stakeholders.

CORPORATE OVERVIEW

Global Reach

Godavari Drugs Limited has established a growing international presence, with its products reaching customers across Asia, Africa and Latin America. The Company's export footprint spans countries including Afghanistan, Bangladesh, Brazil, Bolivia, Congo, Egypt, Ghana, Indonesia, Israel, Jordan, Nepal, Nicaragua, Nigeria, Pakistan, Paraguay, Sudan, Tanzania, Turkey, the United Arab Emirates, Uganda, Uzbekistan and Vietnam, among others.

Building on its established manufacturing capabilities and commitment to quality, the Company continues to strengthen its presence in existing international markets while actively exploring opportunities to further expand its global footprint.

CORPORATE OVERVIEW

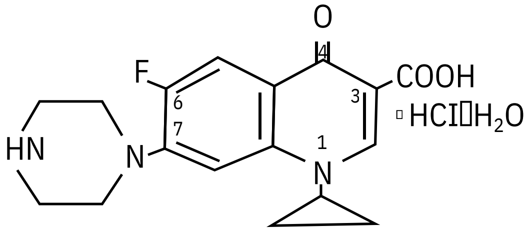
Products

CIPROFLOXACIN HYDROCHLORIDE

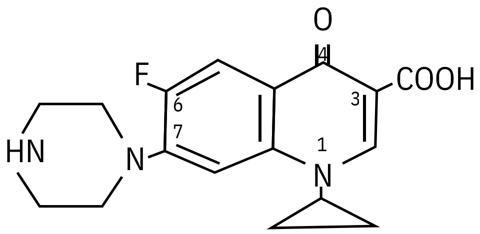
Chemical Name: 1 Cyclopropyl-6-fluoro-1,4 dihydro-4-oxo-7-(1 piperazinyl)-3-quinolinecarboxylic acid, Monohydrochloride monohydrate

CAS No. For Registry: 86393-32-0

Therapeutic Category: For Human consumption as Quinoline antibacterial



CIPROFLOXACIN



Chemical Name: 1 Cyclopropyl-6-fluoro-1,4 dihydro-4-oxo-7-(1 piperazinyl)-3-quinolinecarboxylic acid, Monohydrochloride monohydrate

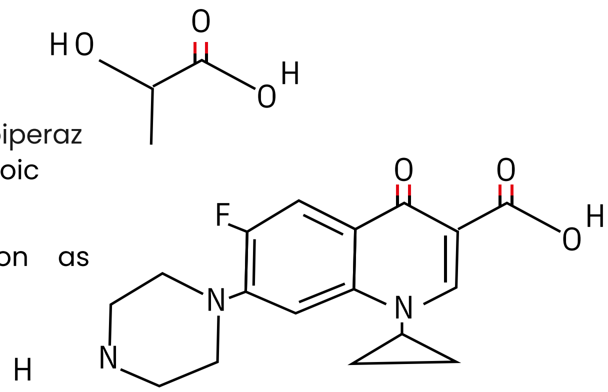
CAS No. For Registry: 85721-33-1

Therapeutic Category: For Human consumption as Quinoline antibacterial

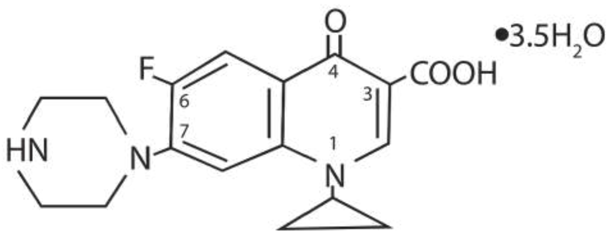
CIPROFLOXACIN LACTATE

Chemical Name: 1 Cyclopropyl-6-fluoro-1-4-oxo-7-piperazin-1-ylquinoline-3-carboxylic acid;2-hydroxypropanoic acid monohydrate

Therapeutic Category: For Human consumption as Quinoline antibacterial



CIPROFLOXACIN BETAINE



Chemical Name: 1 dro-4-oxo-7-(1-piperazinyl)-3-quinolinecarboxylic acid hydrate

Therapeutic Category: For Human consumption as Quinoline antibacterial

CORPORATE OVERVIEW

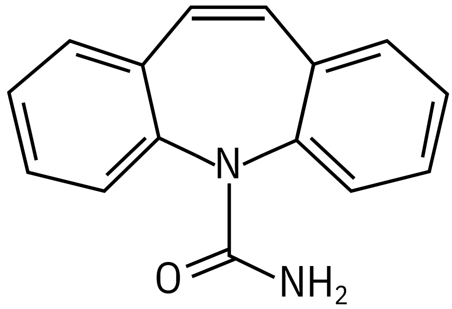
Products

CARBAMAZEPINE

Chemical Name: benzo[b][1]benzazepine-11-carboxamide

CAS No. For Registry: 298-46-4

Therapeutic Category: Anticonvulsant

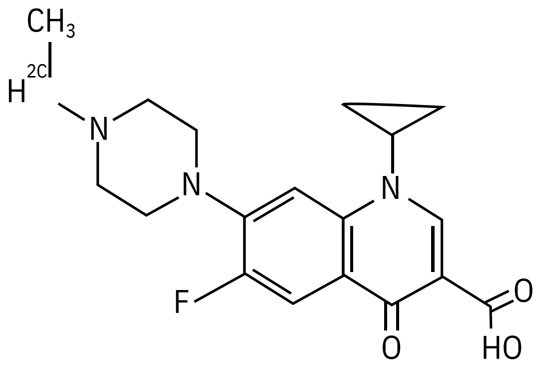


ENROFLOXACIN

Chemical Name: 1-Cyclopropyl-7-(4-ethylpiperazin-1-yl)-6-fluoro-4-ox oquinoline-3-carboxylic acid

CAS No. For Registry: 93106-60-6

Therapeutic Category: For Veterinary consumption as Quinoline antibacterial

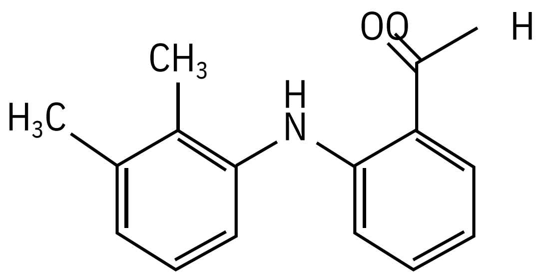


MEFENAMIC ACID

ChemicalName: 2-(2,3-dimethylanilino)benzoic acid

CAS No. For Registry: 61-68-7

Therapeutic Category: Non sterioidal antiinflamattory

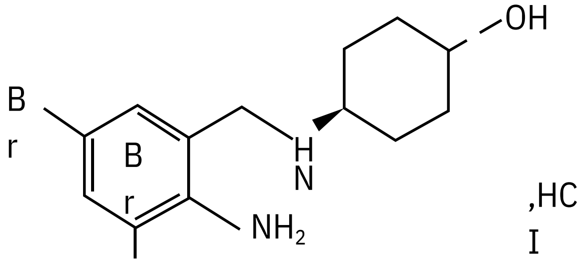


AMBROXOL HYDROCHLORIDE

ChemicalName:4-(2 Amino-3,5-dibromobenzylamino)-cyclohexanol

CAS No. For Registry: 18683-91-5

Therapeutic Category: Treatment of Respiratory Disease

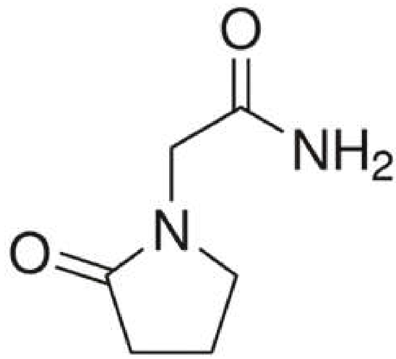


CORPORATE OVERVIEW

Products

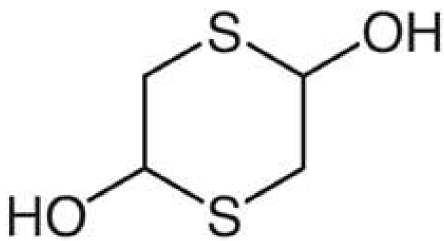
PIRACETAM

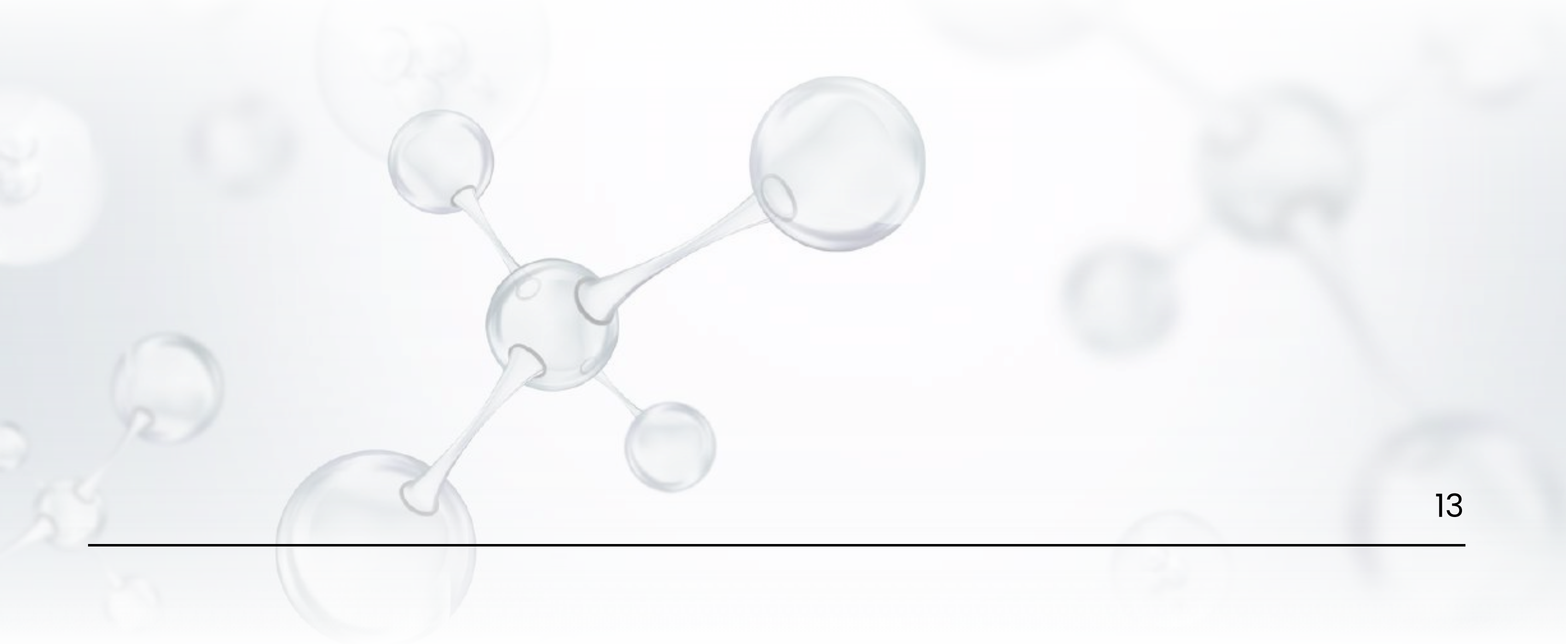
Chemical Name: 2-(2-oxopyrrolidin-1-yl)acetamide
CAS No. For Registry: 7491-74-9
Therapeutic Category: Nootropic



2,5-Dihydroxy-1,4-dithiane (DHDT)

Chemical Name: 1,4-dithiane-2,5-diol
CAS No. For Registry: 40018-26-6
Therapeutic Category: Pharmaceutical intermediate





CORPORATE OVERVIEW

Research & Development Laboratories & Pilot Plant Facilities

Godavari Drugs Limited has strong Research & Development and Pilot Plant capabilities, supported by experienced scientists, well-equipped laboratories and robust analytical infrastructure. Our capabilities span the development journey from laboratory-scale research and process development to pilot-scale validation and commercial manufacturing, enabling efficient process scale-up with a focus on quality, safety and efficiency.

Our Pilot Plant is equipped to support scale-up from laboratory quantities to kilogram-scale production and also offers flexibility for the development and manufacture of low-volume and specialised products.

CHEMICAL RESEARCH

- Cost-effective synthesis
- Non-infringing processes
- Green Chemistry

ANALYTICAL RESEARCH

- Method development
- Method Validation
- Impurity profiling

PILOT PLANT FACILITIES

- Vapour-phase high-temperature catalytic bed reactors
- Flow reactors for continuous processing
- Hydrogenation capabilities
- Glass-lined reactors
- Stainless steel reactors
- Supporting filtration, storage and measuring equipment

CORPORATE OVERVIEW

Manufacturing Facility

Godavari Drugs Limited's manufacturing facilities are located at the Maharashtra Industrial Development Corporation (MIDC) estate in Nanded, Maharashtra, India. The site comprises multiple production blocks for the manufacture of APIs and pharmaceutical intermediates, with facilities designed and operated in line with applicable cGMP requirements.

The manufacturing infrastructure supports a range of chemical processes and products and is backed by dedicated Quality Control laboratories for raw material testing, in-process analysis and finished product testing. The analytical infrastructure also supports instrumental analysis and stability studies, providing quality oversight throughout the manufacturing process.
The facility includes appropriately classified clean rooms for the handling and manufacture of various APIs, along with the utilities and supporting infrastructure required for efficient plant operations. The availability of multiple production blocks also provides operational flexibility for manufacturing different products and meeting customer requirements.

Environmental management forms an integral part of the Company's manufacturing operations. The site is supported by a full-fledged Effluent Treatment Plant (ETP) and operates as a Zero Liquid Discharge (ZLD) facility, reflecting the Company's commitment to responsible and sustainable manufacturing practices.

CORPORATE OVERVIEW

Environment, Health & Safety

At Godavari Drugs Limited, Environment, Health and Safety (EHS) considerations are an integral part of our manufacturing and operational activities. We are committed to identifying and managing environmental, health and safety risks while ensuring the well-being of our employees and other stakeholders.

The Company operates a Zero Liquid Discharge (ZLD) facility for the treatment and reuse of liquid effluents. Our approach focuses on preventing accidents, protecting people and the environment, and promoting responsible manufacturing practices.
EHS is a shared responsibility across the organisation, with employees and management expected to uphold relevant environmental, health and safety practices in all activities.

Environment, Health & Safety Objectives

- Identify and manage environmental, health and safety hazards and risks.
- Minimise waste generation and promote recycling and green chemistry.
- Improve energy and resource efficiency.
- Reduce harmful solid, liquid and gaseous emissions.
- Promote EHS awareness among employees, vendors and stakeholders.
- Continually strengthen our integrated EHS management culture across operations.

ANNUAL REPORT 2025-26

Statutory Reports

STATUTORY REPORTS

Tracking of Finances

Revenue from operations	
2021-22	16110.62
2022-23	15962.48
2023-24	15671.19
2024-25	11335.01
2025-26	10580.81

EBIDTA	
2021-22	1156.63
2022-23	1057.61
2023-24	1392.18
2024-25	1280.49
2025-26	1111.97

PAT	
2021-22	524.53
2022-23	378.58
2023-24	554.89
2024-25	438.00
2025-26	408.91

STATUTORY REPORTS

Tracking of Finances

Cash and cash equivalent

2021-22	227.64
2022-23	308.46
2023-24	262.29
2024-25	237.33
2025-26	1450.94

EPS

2021-22	6.97
2022-23	5.03
2023-24	7.37
2024-25	5.82
2025-26	5.43

PAT MARGIN / EBIDTA MARGIN

PAT MARGIN EBIDTA MARGIN

	PAT MARGIN	EBIDTA MARGIN
2021-22	3.26	7.18
2022-23	2.37	6.63
2023-24	3.54	8.88
2024-25	3.86	11.3
2025-26	3.87	10.51

CASH AND CASH EQUIVALENT

FY 2024-25	FY 2025-26
237.33	1450.94

Notice

NOTICE OF 38th ANNUAL GENERAL MEETING

NOTICE is hereby given that the **THIRTY EIGHTH ANNUAL GENERAL MEETING ("AGM")** of the members of **GODAVARI DRUGS LIMITED** will be held Friday, the 25th day of September, 2026 at 03.00 P.M through Video Conferencing / Other Audio Visual Means to transact the following businesses:

ORDINARY BUSINESS

1. **To receive, consider and adopt** the audited standalone financial statement of the Company for the year ended March 31, 2026 together with the reports of the Board of directors and Auditor's thereon; and

***"RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of directors and Auditor's thereon, as circulated to the members be and are hereby considered and adopted."*

2. **To appoint a director in place of Mr. Ghanshyam Jaju (DIN: 00104601), who retires by rotation and being eligible, offers himself for re-appointment** and in this regard to consider and if thought fit, to pass the following resolution as an '**Ordinary Resolution**':

***"RESOLVED THAT** in accordance with the provisions of section 152 and other applicable provisions of the Companies Act, 2013, Mr. Ghanshyam Jaju (DIN: 00104601), Non-Executive Non Independent Director, who retires by rotation at this meeting and being eligible has offered himself for reappointment, be and is hereby appointed as Director of the Company.''*

SPECIAL BUSINESS:

3. **To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2026** and to consider and, if thought fit, to pass the following resolution as an **'Ordinary Resolution':**

***"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications (s) or re-enactment thereof, for the time being in force), M/s. Bharathula & Associates (Membership no. 13760), Cost Accountants, were appointed by the Board of Directors on the recommendation of the Audit Committee of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2026, be paid the remuneration as set out in the Statement annexed to the notice convening this meeting.*

***RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company be and are hereby authorized severally to perform all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."*

4. **Alteration of Main Objects Clause III(A) of the Memorandum of Association of the Company** and to consider and, if thought fit, to pass the following resolution as an **'Special Resolution':**

"RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and subject to such approvals, consents and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to alter the Main Objects Clause III(A) of the Memorandum of Association of the Company by inserting the following as a new **Main Object No. 4** after the existing Main Object No. 3:

"To manufacture, process, formulate, purchase, sell, import, export, market and distribute nutraceuticals, dietary supplements, health supplements, natural extracts, herbal extracts, botanical extracts, standardised plant extracts, food ingredients, food additives, functional foods and allied products, whether through own manufacturing, third-party/contract manufacturing or on loan license basis."

RESOLVED FURTHER THAT *the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds and things and to take all such steps as may be required to give effect to this resolution, including filing of the requisite forms with the Registrar of Companies, Telangana, and to do all things as may be necessary, proper or expedient for the purpose of giving effect to this resolution."*

By the order of the Board of Directors
For Godavari Drugs Limited

sd/-
Mukund Kakani
Managing Director
DIN: 00104646

Place: Secunderabad
Date: 31/08/2026

NOTES:

(a) In terms of General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("MCA") in continuation of its previous circulars (*including General Circular No. 20/2020 dated May 5, 2020, and General Circular No. 09/2024 dated September 19, 2024*), and in compliance with the provisions of the Companies Act, 2013 ("the Act") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Companies are permitted to conduct their Annual General Meeting (AGM) through Video Conferencing (VC) / other audio visual means (OAVM), till further orders. Therefore the 38th AGM of the Company is being held through VC / OAVM. Hence, the physical presence of the Members at a common venue is not required, and the proceedings of the 38th AGM shall be deemed to be conducted at the Registered Office of the Company, which shall be the deemed venue of the Meeting.

(b) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to Special Businesses is annexed hereto.

(c) 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 the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, May 05, 2022, December 28, 2022, September 25, 2023, September 19, 2024 & September 22, 2025 the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the 38th AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (**NSDL**) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-voting as well as e-voting at the time of conducting AGM through video conferencing (VC) or other audio visual means (OAVM) will be provided by NSDL.

(d) Pursuant to the MCA Circular No. 14/2020 dated April 08, 2020 issued by the Ministry of Corporate Affairs and SEBI circular dated May 13, 2022, 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.

(e) The members can join the 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 for 1,000 members on first come first served basis. This will not include large members (members 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, Scrutinizers etc., who are allowed to attend the AGM without restriction on account of first come first served basis.

(f) The attendance of the members attending the 38th AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

(g) Pursuant to Circular nos. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022, 03/2022, 10/2022 & 09/2023 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, May 05, 2022, December 28, 2022, September 25, 2023, September 19, 2024 & September 22, 2025 respectively issued by Ministry of Corporate Affairs ('MCA') and Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, October 07, 2023 & October 03, 2024 issued by SEBI, the 38th AGM of the Company will be held through VC/OAVM. The electronic copy of the Annual Report for the year ended March 31, 2026 and Notice of the 38th AGM are being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes by way of link. The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e., www.evoting.nsdl.com. A copy of the notice of the AGM and annual report are also available for download from the website of the Company at www.godavaridrugs.com.

(h) DISPATCH OF NOTICE AND 38TH ANNUAL REPORT TO SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED:

i. In compliance with the provisions of **Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** read with applicable MCA and SEBI Circulars, the requirement to dispatch physical copies of the abridged Annual Report has been dispensed with. Accordingly, the Company has dispatched a **physical letter** via permitted postal modes to those Shareholders whose email addresses are not registered with the Company, its Registrar and Share Transfer Agent (RTA), or the Depository Participants.

ii. The said physical letter contains the specific **Web-link and a QR Code** providing direct access to view and download the Notice of the 38th AGM and the 38th Annual Report for the Financial Year 2025-26. It also outlines the necessary procedure to enable such Shareholders to permanently register/update their email addresses for all future electronic communications.

iii. Shareholders who wish to maintain a physical copy of the full Annual Report for the Financial Year 2025-26 may submit a written request to the Company at its Registered Office or via email at **info@godavaridrugs.com** quoting their Folio No. / DP ID & Client ID, and the Company shall arrange to send the same free of cost.

(i) For the purpose of AGM, the Register of Members of the Company will remain closed from **Friday, 19th September, 2026 to Friday, 25th September, 2026 (both days inclusive)**.

(j) Documents relating to any of the items mentioned in the Notice and the Explanatory Statement thereto are open for inspection at the registered office of the Company on any working day during the business hours of the Company.

(k) Members requiring information on the accounts and operations of the Company are requested to write to the Company at info@godavaridrugs.com at least seven days before the date of the AGM to enable the management to keep the information ready.

(l) Members holding share(s) either singly or jointly in identical order in more than one folio are requested to write to the Company enclosing the share certificates to enable the Company to consolidate their holdings in one folio.

(m) Members holding shares in physical form are requested to notify any change of their addresses timely to the Company's Registrar and Share Transfer Agent ("RTA"), i.e., **CIL Securities Pvt Ltd**, 214, Raghava Ratna Towers, Abids, Hyderabad - 500001. Members holding shares in the electronic form are advised to notify any change in their address to the concerned depository participants.

(n) Members desirous of making a nomination in respect of their shareholdings in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to submit the prescribed Form No SH.13 duly completed to the secretarial department of the Company.

(o) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their DEMAT accounts. Members holding shares in physical form can submit their PAN details to the Company.

(p) Voting through electronic means in compliance with the provisions of section 108 of the Companies Act, 2013, Rule 20 of Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Company has provided a facility to its members to exercise their votes electronically through e - voting service arranged through National Securities Depository Limited (**NSDL**). The facility to cast votes through e-voting will also be made available during the AGM and members attending the AGM through Video Conference, but who have not cast/ exercised their rights to vote by remote e-voting shall be able to exercise their right to vote through e-voting during the AGM. Members who have cast their votes through remote e-voting prior to the AGM may attend the AGM through video conference but shall not be entitled to cast their votes again during the AGM. The instructions for remote e-voting are provided herein.

(q) Mrs. Vidya Harkut, Practicing Company Secretary (FCS No. 7086/ COP No. 7534), has been appointed as scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.

(r) The results of the e-voting along with the scrutinizer's report shall be placed in the Company's website www.godavaridrugs.com and on the website of NDSL within two working days of the conclusion of AGM. The results will also be communicated to the stock exchanges where the shares of the Company are listed.

(s) **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on 22nd September, 2026 at 09:00 A.M. and ends on 24th September, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18th September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 18th September, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

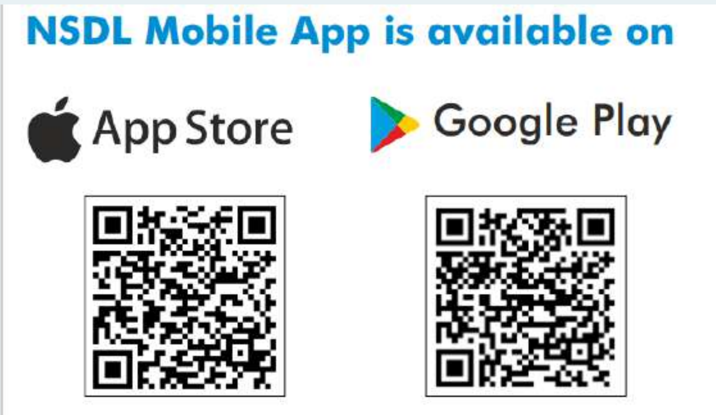
Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://

Type of shareholders	Login Method
	eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are 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 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in	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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

Type of shareholders	Login Method
demat mode with CDSL	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. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

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, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

Password details for shareholders other than Individual shareholders are given below:

If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
How to retrieve your 'initial password'?
If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits

of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'. If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
If you are unable to retrieve or have not received the "Initial password" or have forgotten your password: Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com. **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
Now, you will have to click on "Login" button.
After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to vss.associate@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF,

NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 info@godavaridrugs.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to info@godavaridrugs.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

(t) THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the EGM/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 in the EGM/AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/ AGM. However, they will not be eligible to vote at the EGM/AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

(u) INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. 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.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@godavaridrugs.com. The same will be replied by the company suitably.

6. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at info@godavaridrugs.com between 21.09.2026 (9.00 a.m. IST) and 24.09.2026 (5.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM

Information about directors seeking appointment / reappointment given in the annexure appended hereto and forms part of this report.

By the order of the Board of Directors
For Godavari Drugs Limited

sd/-
Mukund Kakani
Managing Director
DIN: 00104646

Place: Secunderabad
Date: 31/08/2026

Information at Glance:

Particulars	Details
Time and date of AGM	03:00 P.M (IST), Friday, September 25, 2026
Mode	Video conference and other audio-visual means
Participation through video-conferencing	Facility provided by NSDL
Cut-off date for e-voting	Friday, September 18, 2026
E-voting start time and date	09:00 A.M. (IST), Tuesday, September 22, 2026
E-voting end time and date	05:00 P.M. (IST) Monday, September 24, 2026
E-voting website of NSDL	evoting@nsdl.com
Name, address and contact details of e-voting service provider	Ms. Pallavi Mhatre – Senior Manager National Securities Depository Limited 301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051 Contact details - 022 - 4886 7000
Name, address and contact details of Registrar and Transfer Agent	Mr. V.S.M. Yadav Raju - Dy. Manager CIL SECURITIES LIMITED. 214, Raghavaratna Towers, Chiragali lane, Abids, Hyderabad - 500001.. e-mail: rta@cilsecurities.com

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to Special Business is annexed hereto.

Item no. 3:

The Board on the recommendation of the Audit Committee had approved the appointment of M/s. Bharathula & Associates, Cost Auditors at remuneration of ₹ 40,000/- (Rupees Forty Thousand only) to conduct the audit of the cost records of the Company for the financial year ended March 31, 2026. In accordance with the provisions of the Section 148 of the Act read with the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMP, are in any way concerned with or interested, financially or otherwise, in the in the proposed Resolution under Item no. 3 of the accompanying notice.

The Board of Directors of your Company recommends that the Resolution under Item no. 7 be passed in the interest of your Company. The documents, if any, referred above, will be made available for inspection in electronic mode.

Item no. 4:

Godavari Drugs Limited was incorporated on 23rd November, 1987, and is engaged in the manufacture, sale, import and export of drugs, pharmaceutical preparations, formulations, and allied chemical products. The Company's main objects as currently set out in Clause III(A) of the Memorandum of Association cover the business of drugs and pharmaceuticals, including research and development activities in that field.

The Board of Directors of the Company, at its meeting held on 31st August, 2026, has considered and approved the Company's proposal to enter into the business of domestic and export marketing, third-party/contract manufacturing and own manufacturing of bulk ingredients and formulations of Nutraceuticals, Natural Extracts and Food Ingredients. This is a strategic expansion of the Company's business, leveraging its existing manufacturing capabilities, regulatory expertise and distribution network in the life sciences space.

Nutraceuticals, natural extracts and food ingredients, though allied to the pharmaceutical sector, are governed by a distinct regulatory framework, primarily the Food Safety and Standards Act, 2006 and the regulations made thereunder, and do not fall within the ambit of drugs and pharmaceuticals as defined under the Drugs and Cosmetics Act, 1940. Accordingly, the existing Main Objects Clause III(A) of the Memorandum of Association does not explicitly authorise the Company to carry on this proposed business.

In order to enable the Company to validly carry on the proposed business activities, it is necessary to alter the Main Objects Clause III(A) of the Memorandum of Association by inserting a new Main Object No. 4. The proposed alteration, if approved, will expand the Company's stated main objects to include:

"To manufacture, process, formulate, purchase, sell, import, export, market and distribute nutraceuticals, dietary supplements, health supplements, natural extracts, herbal extracts, botanical extracts, standardised plant extracts, food ingredients, food additives, functional foods and allied products, whether through own manufacturing, third-party/contract manufacturing or on loan license basis."

Pursuant to Section 13 of the Companies Act, 2013, any alteration of the Objects Clause of the Memorandum of Association of a company requires the approval of its Members by way of a Special Resolution. Accordingly, the approval of the Members is being sought by way of the Special Resolution set out in the Notice of the 38th Annual General Meeting.

The alteration does not in any manner affect the existing rights of the Members of the Company or the nature of liability of any Member. The Company does not intend to, by reason of this alteration, change or abandon any of its existing business activities; the alteration is purely additive in nature.

Upon passing of the Special Resolution by the Members, the Company shall file the requisite Form MGT-14 with the Registrar of Companies, Telangana, within 30 days of the passing of the resolution, and shall make the necessary disclosures to BSE Limited under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Nature of Interest of Directors, Key Managerial Personnel and their relatives:

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any manner, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 4 of this Notice, except to the extent of their shareholding, if any, in the Company.

Recommendation:

The Board of Directors recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the Members of the Company.

Documents available for inspection:

The Memorandum and Articles of Association of the Company shall be available for inspection by the Members at the Registered Office of the Company on all working days between 11:00 A.M. and 1:00 P.M. up to and including the date of the 38th Annual General Meeting. The same shall also be made available on the website of the Company.

By the order of the Board of Directors
For Godavari Drugs Limited

sd/-

Place: Secunderabad
Date: 31/08/2026

Mukund Kakani
Managing Director
DIN: 00104646

Annexure-1

Details of Directors appointment/re-appointment/retiring by rotation, as required to be provided pursuant to the provisions of (i) Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings (" SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government are provided herein below

Name of director	**Mr. Ghanshyam Jaju**
Age	**78 years**
Relationship with other directors / KMP	Mr. Ghanshyam Jaju is Father to Mr. Mohit Jaju. None of the other directors or key managerial personnel (KMP) or relatives of directors and KMP is concerned or interested in the resolution at item no. 2.
Qualification & experience	**Commerce graduate with over 40 years of business experience. He has a background in cotton ginning, pressing industries and oil mills. He is the Promoter and Non-Executive Chairman of the Company since inception.**
Directorship in other listed companies	**Nil**
Shareholding in the Company	**3,50,000 Equity shares**
Chairperson of committees	**Nil**
Member of committees	**Nil**

By the order of the Board of Directors
For Godavari Drugs Limited

sd/-
Mukund Kakani
Managing Director
DIN: 00104646

Place: Secunderabad
Date: 31/08/2026

Director's Report

Board's report

Dear Shareholders,

The Board of Directors ('the Board') is pleased to present the 38th Annual Report of **Godavari Drugs Limited** together with the audited Standalone Financial Statements for the financial year ended March 31, 2026. This report covers the Company's financial and operational performance, significant developments during the year, corporate governance practices, and other disclosures as required under the Companies Act, 2013 ('the Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

Review of performance and state of Company's affairs:

During the year under report, your Company achieved a total turnover of ₹ 10,661.32 /-Lakhs (previous year ₹ 11,432.73/- Lakhs). The operations have resulted in profit of ₹ 408.91/- Lakhs (previous year profit was ₹ 438.00/- Lakhs) i.e., total comprehensive income for the period.

The financial summary and highlights are as follows:

(₹ in Lakhs)

PARTICULARS	Standalone	
	2025-26	**2024-25**
Revenue from operations	**10,580.81**	11,335.01
Other income (Net)	**80.51**	97.72
Total Revenue	**10,661.32**	11,432.73
Total Expense	**10190.53**	10,870.19
Profit before Exceptional items	**470.79**	562.54
Exceptional Items	**35.51**	-
Profit / (Loss) before tax	**506.30**	562.54
Tax Expense	**97.39**	124.54
Profit / (Loss) after tax	**408.91**	438.00
Total other comprehensive income	**-**	**-**
Total comprehensive income for the period	**408.91**	**438.00**

Note: *The above figures are extracted from the audited standalone financial statements as per Indian Accounting Standards (Ind AS).*

Change in the nature of business:

There was no change in nature of the business of the Company during the financial year ended on March 31, 2026.

Dividend:

With a view to conserve resources for future business requirements, the Board of Directors has not recommended any dividend for the year under review.

Transfer to reserves:

In view of the accumulated losses, the Board of Directors of your Company has not transferred any amount to the reserves for the year under review.

Transfer to Investor Education and Protection Fund:

During the year under review, no unclaimed / unpaid dividend and the corresponding shares were transferred to Investor Education and Protection Fund ("IEPF").

The details of Nodal Officer of the Company, in line with the provisions of IEPF Regulations are available on the website of the Company at www.godavaridrugs.com.

Share Capital:

As on March 31, 2026, the paid up share capital of your Company stood at ₹ 10,12,74,350/- divided into 1,01,27,435 equity shares of ₹ 10/- each.

Disclosure under Section 62(1)(c) of the Companies Act, 2013:

During the financial year under review, the Company has allotted **23,60,065 Fully Convertible Warrants** to the Promoter group on a preferential basis, pursuant to the Special Resolution passed by the members at the 1st Extra-Ordinary General Meeting held on **12th February, 2026**, in accordance with the provisions of Section 62(1)(c) of the Companies Act, 2013 read with the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Each Warrant carries a right to subscribe to **one (1) equity share** of face value ₹ 10/- each at a price of ₹ **89/-** per share (including a premium of ₹ 79/- per share), exercisable at any time within a period of **18 (Eighteen) months** from the date of allotment. As on March 31, 2026, none of the said Warrants have been converted into equity shares. Upon full conversion, the said Warrants would result in the issuance of 23,60,065 additional equity shares of the Company.

Disclosure under section 43(a)(ii) of the Companies Act, 2013:

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 has been furnished.

Disclosure under section 54(1)(d) of the Companies Act, 2013:

The Company has not issued any sweat equity shares during the financial year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 has been furnished.

Disclosure under section 55(2) & 77 of the Companies Act, 2013:

The Company has not redeemed any shares / debentures during the financial year under review and hence no information as per provisions of Section 55(2) & 77 of the Act read with the Companies (Share Capital and Debenture) Rules, 2014 has been furnished.

Disclosure under section 62(1)(b) of the Companies Act, 2013:

The Company has not issued any equity shares under Employees Stock Option Scheme ('ESOS') during the financial year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 has been furnished.

Disclosure under section 67(3) of the Companies Act, 2013:

During the financial year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 and hence no information has been furnished.

Fixed deposits:

(₹ in Lakhs)

Sl. No.	Particulars	
1.	Accepted / renewed during the year	Nil
2.	Remained unpaid or unclaimed at the end of the year.	Nil
3.	**Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved:-** **At the beginning of the year** **Maximum during the year** **At the end of the year**	**N/A**
4.	Details of deposits which are not in compliance with the requirements of Chapter V of the Act;	Nil

Credit Ratings:

No credit ratings obtained by the Company for the year under review.

Subsidiaries, associate companies & joint ventures:

During the Financial Year 2025-26 your company does not have any Subsidiaries, associates or joint ventures.

Directors and Key Managerial Personnel:

Your Company has a well-diversified Board comprising of Directors having skills, competencies and expertise in various areas to ensure effective corporate governance of the Company.

As on March 31, 2026, the Board comprised of six (06) Directors, out of which three (03) were Non-Executive Independent Directors, one (01) Non-Executive Non-Independent Director and two (02) Executive Directors. The Company is in compliance with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Ghanshyam Jaju (DIN: 00104601), Non-Executive Non-Independent Director, being longest in office, shall retire by rotation at the ensuing Annual General Meeting and being eligible, has offered himself for re-appointment. The resolution seeking members' approval for his re-appointment forms part of the AGM Notice.

During the year under review, Mr. Syed Anis Hussain and Mrs. Vimala Behram Madon, Independent Directors of the Company, have completed their respective second terms of five consecutive years as Independent Directors and have retired from the Board of Directors with effect from the close of business hours on June 23, 2025, pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board places on record its sincere appreciation for the valuable guidance and contributions made by Mr. Syed Anis Hussain and Mrs. Vimala Behram Madon during their tenure as Independent Directors of the Company.

Mrs. Shilpa Bung (DIN: 08257931) was appointed as an Additional Independent Director on the Board of Directors of the Company with effect from May 29, 2025 and was subsequently appointed as an Independent Director by the members of the Company at the 37th Annual General Meeting held on September 27, 2025, to hold office for a term of five consecutive years with effect from May 29, 2025.

During the year under review, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees and reimbursement of expenses incurred by them, if applicable, for the purpose of attending Board / Committee Meetings of the Company.

The Key Managerial Personnel (KMP) of the Company as on March 31, 2026 were:

- Mr. Mukund Kakani (DIN: 00104646) — Managing Director
- Mr. Mohit Jaju (DIN: 03405414) — Whole-Time Director & Chief Financial Officer
- Mr. Venkatesh Achanta — Company Secretary & Compliance Officer

Declaration by Independent Directors

The Company has received declarations from all the Independent Directors pursuant to the provisions of Section 149(7) of the Companies Act, 2013, confirming that they meet the criteria of independence prescribed under Section 149(6) of the Act read with the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations.

The Independent Directors have also confirmed compliance with the provisions of Regulation 25(8) of the SEBI Listing Regulations by affirming that they are not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

Based on the declarations and confirmations received from the Independent Directors and after undertaking an assessment of the veracity of the same, the Board is of the opinion that all the Independent Directors fulfill the conditions specified under the Act and the SEBI Listing Regulations and are independent of the management.

The Independent Directors have complied with the Code for Independent Directors prescribed under Schedule IV to the Act and the Company's Code of Conduct applicable to the Directors and Senior Management Personnel.

In the opinion of the Board, the Independent Directors possess the requisite integrity, expertise, experience (including proficiency, wherever applicable) and fulfill the conditions for appointment as Independent Directors under the applicable provisions of the Act and the SEBI Listing Regulations.

Evaluation of Directors, Committees and the Board:

The evaluation process has been explained in the Corporate Governance Report which forms part of the annual report.

Number of meetings of the Board of Directors and its Committees:

The Board of directors met 06 (Six) times during the financial year 2025-26 under review through Video Conference mode / other audio visual means mode & physical mode.

The maximum interval between any two meetings was within the maximum allowed gap pursuant to the Act and SEBI Listing Regulations read with the Circulars issued by MCA and SEBI

The Board meetings were held on May 29, 2025, August 13, 2025, November 14, 2025, January 15, 2026, February 11, 2026, and March 18, 2026.

The composition and the details of the meetings of the Board and its Committee held during the year are contained in the Corporate Governance Report which forms part of the annual report.

Nomination and Remuneration Policy:

The Nomination and Remuneration Committee is responsible for recommending to the Board, a policy relating to the appointment and remuneration of the Directors, Key Managerial Personnel and other employees. The Nomination and Remuneration Policy is available on the website of the Company at https://godavaridrugs.com/policies/.

Features of Nomination and Remuneration Policy:

- **The policy has been framed in line with the Company's philosophy to ensure equitable remuneration to all the directors, key managerial personnel (KMP) and employees of the Company.**
- The policy lays down the criteria, terms and conditions including qualifications and positive attributes for identifying persons who are qualified to become directors (executive and non-executive / Independent) and persons who may be appointed in senior management and key managerial positions of the company.
- The policy determines the remuneration of Directors, Key Managerial Personnel and other employees based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies.
- **This Policy is divided in three parts:**

Part – A: covers matters to be dealt by the committee.

Part – B: covers appointments and nominations.

Part – C: covers remuneration and perquisites etc.

Risk Management Policy:

Your Company has devised and implemented a comprehensive 'Risk Management Policy' which provides for identification, assessment and control of risks that the company would face in the normal course of business and mitigation measures associated with them. The Management identifies and controls risks through a properly defined framework in terms of the aforesaid policy. The Risk management policy has been appended to this report as Annexure-I.

Conservation of energy, technology absorption, research & development and foreign exchange earnings and outgo:

The relevant data pertaining to conservation of energy, technology absorption and other details are given in the **Annexure - II,** which forms part of this report.

Management Discussion and Analysis Report:

The Management Discussion and Analysis Report ("MDAR") for the year under review, as prescribed under Part B of Schedule V read with Regulation 34 of the SEBI Listing Regulations is appended hereto as Annexure – III and forms part of this report.

Managerial remuneration:

The information required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is disclosed in the **Annexure - IV.**

Particulars of employees:

During the financial year 2025-26, no employee of the Company was in receipt of remuneration in excess of the limits prescribed under Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Annual Return:

According to the provisions of Section 134(3)(a), a copy of annual return i.e., Form MGT-7 for the year ended March 31, 2026 has been placed on the Company's website: https://godavaridrugs.com/annual-return/

Director's Responsibility Statement:

We, the Directors of your Company, confirm, to the best of our knowledge and ability that:-

(a) in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;

(b) we have selected such accounting policies and applied them consistently and made judgments and estimates that are 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 / loss of the Company for that period;

(c) we have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) we have prepared the annual accounts on a going concern basis;

(e) we have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively.

(f) we have devised proper systems to ensure compliance with the provisions of all applicable laws to the Company and that such systems were adequate and operating effectively.

Particulars of loans, guarantee, investments and securities:

There were no loans and advances, guarantees, investments made or security given to any Body Corporate by the Company during the financial year 2025-26.

Particulars of loans, advances, investments as required under the listing regulations:

The details of related party disclosures with respect to loans, advances, investment at the year end and maximum outstanding amount thereof during the year as required (under part A of Schedule V of the Listing Regulations) have been provided in the notes to the financial statements of Company.

Your directors draw attention of the members to note of 9 of the standalone financial statements which sets out the details of loan and advance, guarantee or investment.

Particulars of contracts or arrangements with related parties:

All contracts/ arrangements/ transactions entered by the Company during the FY 2025-26 with related parties were on an arm's length basis and in the ordinary course of business and approved by the Audit Committee. Certain transactions, which were repetitive in nature, were approved through omnibus route.

There were no material transactions of the Company with any of its related parties as per the Act. Therefore the disclosure of the Related Party Transactions as required under Section 134(3)(h) of the Act in AOC-2 is not applicable to the Company for FY 2025-26 and hence, the same is not required to be provided.

During the FY 2025-26, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company other than sitting fees and reimbursement of expenses, as applicable. The Policy on Related Party Transaction is available on the Company's website: https://godavaridrugs.com/policies/

Your Directors draw attention of the members to note no. M to the standalone financials statement which sets out the related party disclosures.

Corporate Social Responsibility:

The brief outline of the Corporate Social Responsibility ('CSR') Policy of the Company and the initiatives undertaken by the Company on CSR activities during the year in the format prescribed in the Companies ('CSR Policy') Rules, 2014 are set out in **Annexure - V** of this Report. The Board in compliance with the provisions of Section 135(9) of the Companies Act, 2013, and rules made thereunder has not constituted CSR Committee as the amount required to be spent on CSR activities does not exceed 50 Lakh rupees and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of the company. The policy can be accessed at the following URL: https://godavaridrugs.com/policies/#

Material Changes affecting the Company:

There have been no material changes and commitments affecting the financial positions of the Company between the end of the financial year and date of this report. There has been no change in the nature of business of the Company.

Significant and Material orders passed by the Regulators or Courts:

- Appeal Pending with CESTAT, Mumbai amounting Rs. 16, 29,999/-
- In Respect of Service Tax and Appeal Pending with CESTAT, Mumbai amounting Rs. 3,97,766/-

Apart from this there were no significant and material orders passed against the Company by the regulators or courts or tribunals during financial year 2025-26 impacting the going concern status and Company's operations in future..

Vigil mechanism for Directors and Employees:

The Company has adopted a Whistle Blower Policy establishing vigil mechanism, to provide a formal procedural course to the directors and employees to report their concerns about any poor or unacceptable practices or any event of misconduct or violation of Company’s code of conduct. The purpose of this policy is to provide a framework to secure whistle blowing incidents and to protect the employees who are willing to raise concerns about serious irregularities within the Company. The policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee. The policy of Vigil Mechanism is available on the Company’s website at https://godavaridrugs.com/policies/

Statutory auditor:

Pursuant to the provisions of section 139 and other applicable sections of the Act, read with Companies (Audit and Auditors) Rules, 2014, as amended, the Company at its 34th AGM has appointed M/s Ayyadevara & Co., Chartered Accountants (Firm Registration No: 000278S) as the Statutory Auditors for a period of 5 years till the Conclusion of 39th Annual General Meeting.

Auditors’ Report:

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Act.

The Auditors’ Report is enclosed with the financial statements in this Report. The Statutory Auditors were present in the last AGM.

Internal auditor:

The Company has appointed M/s. S.K. Lahoti Associates, Chartered Accountants (FRN: 001819S), Hyderabad as its internal auditors for the year 2025-26.

Cost auditor:

M/s. Bharathula & Associates, Cost Accountants (Membership no. 13760), were appointed as cost auditors of the Company for the financial year ended March 31, 2026. The Board of Directors of your Company has fixed ₹40,000/- (Rupees Forty Thousand only) as audit fees, which requires ratification by the members of the Company in terms of the applicable provisions of the Act. Accordingly, a resolution seeking members’ approval has been set forth in the notice of the 38th Annual General Meeting of the Company.

Disclosure under section 148(1) of the Act:

During the period under review, the Company has conducted the audit of cost records and maintained the cost records as specified by the Central Government under section 148(1) of the Act.

Secretarial Auditor:

M/s VSS & Associates, Company Secretaries, Hyderabad as the Secretarial Auditors of the Company for a period of five (5) consecutive years, commencing on from financial year 2025-26 till financial year 2029-30, to conduct Secretarial Audit of the Company and to furnish the Secretarial Audit Report. The audit report is enclosed as **Form MR - 3.**

Explanations or comments on auditors' qualifications / adverse remarks / emphasis on matters:

There are no auditor's Qualification / adverse remarks / Emphasis on matters.

Secretarial Standards:

During the financial year 2025-26, the Company has complied with provisions of applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

Instances of fraud, reported by Auditors:

During the year, under section 143(12) of the Companies Act 2013, neither the Internal Auditors, Statutory Auditors or Secretarial Auditors have reported to the Audit Committee or the Board of the Company any material fraud by its officers or employees therefore no details are required to be disclosed under Section 134(3)(ca) of the Act.

Details in respect of adequacy of internal financial controls with reference to the financial statements:

The Company has a robust system of internal financial control, which is in operation. The internal financial controls have been documented, digitized and embedded in the day to day affairs of the business process of the Company. The effectiveness of the internal financial controls are obtained through management reviews at regular intervals, assessments, monitoring by the functional experts as well as auditing of the internal control systems by the internal auditors during the course of their audits. We believe that these systems provide better assurance that our internal financial control systems are well designed and are operating effectively.

Corporate Governance:

Your Company is committed to maintain the highest standards of Corporate Governance and adheres to the Corporate Governance requirements set out by the Securities and Exchange Board of India ("SEBI").

Your Company's corporate governance report for the financial year 2025-26 is appended to this annual report. A certificate on the status of compliance on corporate governance is also appended and forms part of this annual report.

Prevention of Sexual Harassment at Workplace:

Your Company has zero tolerance policy in case of sexual harassment at workplace and committed to provide a healthy environment to each and every employee of the Company. Your Company has in place 'Policy on Sexual Harassment Redressal' and all employees (permanent, contractual, temporary, trainees) are covered under this policy.

Your Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and in terms of section 22 of the Sexual Harassment of Women at workplace (Prevention Prohibition and Redressal) Act, 2013 read with Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Rules, 2013, we report as follows for the year ended on March 31, 2026:

Sl. No	Particulars	Status
1	No of complaints received in the year	Nil
2	No of complaints disposed off in the year	Nil
3	Cases pending for more than 90 days	Nil
4	No of workshops and awareness programme(s) conducted in the year	02
5	Nature of action by employer or District office, if any	Nil

Statement on compliance with Maternity Benefit Act, 1961

As per the provisions of Companies (Accounts) Second Amendment Rules, 2025, it is hereby confirmed that the Company has complied with all the applicable provisions of Maternity Benefit Act, 1961.

Participation and voting at 38th AGM:

Pursuant to the General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("MCA") in continuation of its previous circulars (including General Circular No. 20/2020 dated May 5, 2020, and General Circular No. 09/2024 dated September 19, 2024), and in compliance with the provisions of the Act and Regulation 44 of the SEBI Listing Regulations, Companies are permitted to conduct their Annual General Meeting (AGM) through Video Conferencing (VC) / other audio visual means (OAVM), till further orders. The 38th AGM of the Company will be held VC/OAVM. Electronic copy of the Annual Report for the year ended March 31, 2026 and Notice of the AGM are being sent to all the members electronically whose email IDs are registered with the Company / Depository Participants(s) for communication purposes and a letter providing the web-link, where complete details of the Annual Report is available to those members who have not so registered.

A copy of the notice of the AGM and annual report are also available for download from the website of the Company at www.godavaridrugs.com.

Disclosure with respect to compliance to SEBI Listing Regulations, as amended from time to time:

The details with respect to Compliance with the SEBI Listing Regulations during the year are contained in the Corporate Governance Report which forms part of the annual report.

Corporate Insolvency Resolution Process (CIRP):

There were no proceedings either filed by the Company or against the Company, pending under the Insolvency and Bankruptcy Code, 2016, before the National Company Law Tribunal or any other court.

Other disclosures and affirmations

There was no instance of one-time settlement with any bank or financial institution during the reporting period.

Acknowledgements:

The Board of Directors take the opportunity to express their sincere appreciation for the continued support and confidence received from the Company's bankers, customers, suppliers, depositors and the shareholders.

The Company considers its employees as its most valuable asset. Employees at all levels have put in their best to the services of the Company and the Board puts on record the sincere appreciation of their dedication and loyalty.

By the order of the Board of Directors
For Godavari Drugs Limited

sd/-
Mukund Kakani
Managing Director
DIN: 00104646

Place: Secunderabad
Date: 27/05/2026

Annexure – I

RISK MANAGEMENT POLICY

Risk management is the process of indentifying, measuring and minimizing uncertain events affecting resources. Enterprise risk management is about optimizing the process with which risks are taken and managed. The Company needs to assess which method best suits its objectives and its business. Risk management oversees and ensures the integrity of the process with which risks are taken. An attempt has been made by way of this document to identify the risk associated with the Company and the policies required to be adopted to mitigate the same.

Risk Management

i) The Board, its Audit Committee and its executive management should collectively identify the risks impacting the Company's business and document their process of risk identification, risk minimization, risk optimization as a part of a risk management policy or strategy.

ii) The Board should also affirm and disclose in its report to members that it has put in place critical risk management framework across the Company, which is overseen once every six months by the Board. The disclosure should also include a statement of those elements of risk, that the Board feels, may threaten the existence of the Company.

It has therefore become mandatory for the listed companies to prepare a comprehensive framework of risk management for assessment of risks and determine the responses to these risks so as to minimize their adverse impact on the organization.

GDL recognizes that risk is an integral and unavoidable component of business and is committed to managing the risk in a proactive and effective manner

The Company believes that the Risk cannot be eliminated. However, it can be:

- Transferred to another party, who is willing to take risk, say by buying an insurance policy or entering into a forward contract;
- Reduced, by having good internal controls;
- Avoided, by not entering into risky businesses;
- Retained, to either avoid the cost of trying to reduce risk or in anticipation of higher profits by taking on more risk, and;
- Shared, by following a middle path between retaining and transferring risk.

The Risk Management policy of the Company shall primarily focus on identifying, assessing and managing risks in the following areas:

1. Company assets and property
2. Employees
3. Foreign Currency Risks
4. Operational Risks
5. Non-compliance of statutory enactments
6. Competition risks

7. Contractual risks

1. Policy for managing risks associated with Company assets and property

The policy deals with nature of risk involved in relation to assets and property, objectives of risk management and measures to manage risk. The risk management policy relating to assets aims at ensuring proper security and maintenance of assets and adequate coverage of insurance to facilitate speedy replacement of assets with minimal disruption to operations. The role and responsibilities of the departments shall be identified to ensure adequate physical security and maintenance of its assets.

2. Policy for managing risk relating to employees

The employees constitute the most important asset of the Company. The risk management policy relating to employees is therefore necessary to cover all risks related to employees and their acts/omissions.

The policy deals with the nature of risk involved in relation to employees, objectives of risk management and measures to manage risk. In particular, the objectives of employee related risk management policy aims at reducing attrition rate, providing adequate security to employees in relation to life, disability, accident and sickness, providing adequate legal safeguards to protect confidential information, and protecting the Company from any contractual liability due to misconduct/errors/omissions of employees.

3. Policy for managing foreign currency risk

The revenues of the Company are from both domestic and international sources. The Company at times may resorts to long-term and short-term borrowings in foreign currency to finance expansion plans and growth. Any such move would attract the risk associated with frequent changes in valuation of foreign currencies.

The objective of foreign currency risk management is to protect cash flows and profit margins from volatility on account of fluctuations in exchange rates. The Policy for foreign currency risk management ensures that the treasury department continuously tracks movement of foreign currencies, avails services of experts and hedges the risk through appropriate mechanism such as forwarding contracts/options.

4. Operational risks

The Company is constantly working to limit the operational risk that run through all the facets of operations. This requires the combined efforts and support from all units including branches. The startup database of loss events is populated from internal audit reports. Apparent trends are analyzed and various operating groups combine into task forces to address these. The business continuity plan is reviewed quarterly by each unit.

5. Risks associated with non-compliance of statutory enactments

The Company being a legal entity engaged in manufacturing activity and listed BSE Limited (BSE). In view of the same, the Company is required to ensure compliance of provisions of various applicable statutory enactments, failure to comply one or more such provisions may render strict penalties as may be prescribed under such statutory enactments.

The Company shall ensure that qualified professionals are employed to comply with various laws. In addition to statutory audits, the Company shall promote undertaking of internal audit/s at different levels periodically to ensure timely check on statutory compliances.

6. Competition risks

Risk of competition is inherent to all business activities. The Company faces competition from the existing players in the domestic and international levels operating in the segment in which the Company operates. There is always an inherent risk that the existing competition may further get acute with the advent of new players and foreign players.

The Company needs to continuously upgrade its technology by conducting in-house research activities and should also have an updated knowledge about the requirement as per the industry standards. The Company is providing tailor made products to its customers so as to be ahead with other competitors. Further, the Company’s strategy shall be to leverage its investments in its own high-profile brands, thereby leading to consolidation and value creation.

7. Contractual risks

There may be instances of defaults by customer/s in fulfilling contractual obligations as a result of which the Company may face financial losses. Similarly, defaults by the Company in fulfilling one or more contractual obligations due to reasons such as misrepresentations, breach of warranties etc cannot be ruled out.

The Company shall ensure that proper drafting of the contract and adequate indemnity clauses are incorporated in the contracts entered into with one or more parties, In addition, internal controls from technical team and strict supervisions and checks on execution of contracts and delivery are undertaken.

By the order of the Board of Directors
For Godavari Drugs Limited

sd/-

Place: Secunderabad
Date: 27/05/2026

Mukund Kakani
Managing Director
DIN: 00104646

Annexure – II

DISCLOSURE OF PARTICULARS REGARDING CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

a) Conservation of Energy

The company has installed energy efficient equipment's like Multiple effect evaporators to achieve more efficiency in consuming steam and thereby optimizing use of fuel.

Steps are taken on a continuous basis including conducting of energy audit to ensure optimal utilization of power. Continuous efforts are on to identify more energy efficient equipment's to achieve better operational and cost efficiencies and also to consciously contribute in our own little way towards reduction in carbon emission

Capital investment on energy conservation equipment's: Nil

Particulars	Unit	2025-26
A. Power & Fuel Consumption		
1. Electricity		
a) Purchased		
Units	000KWH	3164.75
Total Amount	Rs. In Lacs	336.18
Average cost	Rs. / KWU	10.622
2. Coal		
Quantity	Tons	Nil
Total Cost / Average Cost	Rs.In Lacs	Nil
3. Furnace Oil		
Quantity	K.L.	Nil
Total Cost / Average Cost	Rs. In Lacs	Nil
Rice Husk		
Quantity	Tons	5691.530
Total Cost	Rs. In Lacs	245.35
Average Cost	Rs./Per/ Kg	4.31
4. Others /Internal Generation	Nil	Nil

b) Technology Absorption

Efforts made for technology absorption: Focus is always on new ideas & innovations to support existing businesses. Backward integration has been taken up through innovative technology and in-house R & D has been successfully implemented. New equipment's are installed and are running to achieve commercial implementations.	
Benefits derived: Focus on efficiency optimization has contributed on obtaining the targeted operations. Achieved better consistency of operation, thereby reaching improved production process, & improved cost of production.	
Expenditure on Research & Development, if any: **Capital** **Rs. Nil** **Recurring** **Rs. 41,86,922/-** **Total** **Rs. 41,86,922/-** **Total R &D expenditure as a % of total turnovers: 0.18%**	
Details of technology imported, if any	NA
Year of import	NA
Whether imported technology fully absorbed	NA
Areas where absorption of imported technology has not taken place, if any	NA

Form for Disclosure of particulars with respect to Conservation of Energy

Foreign Exchange Earnings/ Outgo:

Earnings	**The foreign exchange earnings on account of sale of goods were USD 1.19 Lakhs (Rs.101.08 lakhs)**
Outgo	**The foreign exchange outgo on account of purchase of raw material is USD 88.17 Lakhs (Rs 7786.32 Lakhs)**

By the order of the Board of Directors
For Godavari Drugs Limited

sd/-
Mukund Kakani
Managing Director
DIN: 00104646

Place: Secunderabad
Date: 27/05/2026

Annexure - III

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of Godavari Drugs Limited ("the Company" or "GDL") is pleased to present the Management Discussion and Analysis ("MD&A") Report for the financial year ended 31 March 2026. The report provides an overview of the macroeconomic environment, industry developments, operational and financial performance, opportunities, risks and the outlook for the Company. This report should be read in conjunction with the Company's Audited Financial Statements, the Directors' Report and Notes on Accounts.

The statements contained herein,describe the Company's objectives, expectations, estimates, projections and outlook may constitute forward-looking statements within the meaning of applicable laws and regulations. These statements are based on management's current assumptions and expectations regarding future events and are subject to inherent risks and uncertainties. Actual results may differ materially from those expressed or implied owing to various factors including changes in macroeconomic conditions, government policies, fluctuations in raw material and solvent prices, exchange rate volatility, interest rate movements, geopolitical developments, supply chain disruptions, technological changes, regulatory inspections and approvals, competitive intensity, customer demand, pricing pressures and other factors beyond the Company's control.

The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required under applicable laws.

Global Economy Overview

During FY 2025-26, the global economy demonstrated tenuous resilience, navigating a complex landscape shaped by shifting trade alignments, persistent geopolitical conflicts and an accelerating technology investment cycle. Global growth is projected to moderate in the near term, remaining below the pre-pandemic historical average. The period was characterised by a distinct divergence in economic momentum between advanced economies and emerging markets, with the latter continuing to anchor global output.

The global pharmaceutical industry continued to evolve at a rapid pace, driven by innovation, regulatory transitions and changing economic dynamics. The sector has consolidated its post-pandemic recovery and is transitioning into a phase dominated by digital transformation, data-driven research and development and personalised medicine. Global healthcare expenditure continued to rise, supported by ageing demographics, increasing prevalence of chronic diseases and expanding access to healthcare in emerging economies.

Indian Economic Overview

India continued to maintain its position as one of the fastest growing major economies in the world during FY 2025-26, supported by prudent fiscal management, resilient domestic consumption, robust public capital expenditure and sustained policy reforms.

India's manufacturing sector demonstrated encouraging growth driven by increasing capacity utilisation, private capital expenditure, expansion in exports across select segments and growing investments in high-value manufacturing. The Indian pharmaceutical sector, which ranks among the largest globally by volume, continued to benefit from strong government support through Production Linked Incentive (PLI) schemes, the Atmanirbhar

Bharat initiative and focused policy interventions aimed at strengthening domestic manufacturing of Active Pharmaceutical Ingredients (APIs) and Key Starting Materials (KSMs), thereby reducing import dependence.

While inflation remained within manageable levels for the most part of the year, businesses continued to face challenges arising from fluctuations in commodity and solvent prices, imported input costs, logistics expenses and exchange rate volatility and depreciation of Indian Rupee. Nevertheless, India's strong domestic market, favourable demographics, policy continuity and infrastructure-led growth continue to provide a robust foundation for long-term industrial expansion.

Industry Outlook

The outlook for the Indian pharmaceutical and bulk drug industry remains positive, supported by sustained global demand for affordable generic medicines, increasing outsourcing of manufacturing to India, growing investments in API capacity and continued policy emphasis on domestic self-reliance.

India's cost competitiveness, technical expertise, large pool of qualified scientific manpower and improving quality compliance standards continue to make it a preferred sourcing destination for regulated and semi-regulated markets. The growing focus on backward integration, process innovation, green chemistry and energy efficiency is accelerating the modernisation of manufacturing infrastructure across the industry. While the industry continues to face challenges arising from raw material price volatility, supply chain disruptions, intense pricing pressures in generic markets and heightened regulatory surveillance, the long-term growth fundamentals remain favourable.

Industry Structure and Developments

The Indian pharmaceutical industry remained resilient during FY 2025-26, supported by sustained demand for generic formulations and APIs, expansion of manufacturing capacity, increasing healthcare access and growing export opportunities. Government initiatives such as Make in India, Atmanirbhar Bharat, the PLI Schemes for bulk drugs and the establishment of bulk drug parks continued to support demand and capacity creation across the value chain.

Key industry trends during 2025-26:

- Strong Demand for Generics and APIs: India continues to be a preferred global hub for generic drug and API manufacturing, with increasing traction in regulated markets such as the United States, European Union and Japan.
- Adoption of Flow Chemistry and Continuous Manufacturing: These technologies continue to gain prominence for improving process safety, scalability, yield consistency and cost efficiency.
- Growth of CDMO Models: Pharmaceutical companies are increasingly partnering with Contract Development and Manufacturing Organisations to optimise capital deployment and accelerate time-to-market.
- Digital and Artificial Intelligence Tools: Increasingly deployed in drug discovery, pharmacovigilance, quality assurance and supply chain management.
- Increased Regulatory Surveillance: Regulatory authorities globally have intensified inspections and compliance requirements, raising the entry barrier for manufacturers seeking access to regulated markets.

- Geopolitical Headwinds: Supply chain disruptions arising from geopolitical tensions continue to pose challenges for raw material sourcing and export logistics.

The market continues to be dominated by small molecule drugs, which account for over 50% of global pharmaceutical sales, owing to ease of manufacturing and cost-effectiveness. Simultaneously, biologics, biosimilars and complex generics are gaining increasing traction, particularly in regulated markets.

The Company continued to focus on operational excellence, customer-centric solutions, process innovation and cost optimisation to strengthen its market position.

Business Performance

Godavari Drugs Limited, one of India's established bulk drug manufacturers, has been engaged in the manufacture of Active Pharmaceutical Ingredients and pharmaceutical intermediates for over three decades. With a legacy of process chemistry expertise and a consistent focus on quality, the Company has developed capabilities across multiple therapeutic categories, catering to both domestic formulators and international customers.

The Company's product portfolio serves diverse therapeutic segments including antibiotic, antibacterial and anti-convulsant drugs, anti-HIV intermediates, veterinary drugs, nootropics, etc supplying to formulation manufacturers, traders and institutional customers across India and select overseas markets.

During the year under review, the Company remained focused on improving operational efficiencies, strengthening execution capabilities, enhancing customer engagement and optimising manufacturing processes. Revenue from operations for the year stood at ₹ 10,580.81 Lakhs as against ₹ 11,335.01 Lakhs in the previous year, reflecting the impact of pricing pressures and softer realisations in certain product categories. Notwithstanding the moderation in topline, the Company recorded a Profit After Tax of ₹ 408.91 Lakhs for the year, as against ₹ 438.00 Lakhs in the previous year, supported by disciplined cost management and improved operating efficiencies.

The management continued to emphasise prudent cost management, working capital discipline and operational excellence while maintaining focus on quality, safety, environmental compliance and customer satisfaction. The Company remains committed to strengthening its market position through technological advancement, product innovation, enhanced manufacturing capabilities and improved service offerings.

Opportunities and Business Strategy

Key Therapeutic Segments and Pipeline Development

The Company continues to leverage its technical strengths and manufacturing capabilities to focus on high-growth therapeutic categories:

- Anti-HIV Segment: Process innovation for cost-effective intermediates going into APIs that can meet global HIV treatment demand.
- Nootropic Products: Continued research on molecules enhancing cognitive performance — an emerging and rapidly growing global therapeutic category.
- Xanthines: Exploring molecules with applications in anti-inflammatory and bronchodilator therapies.
- Anticonvulsants: Expanding the product portfolio beyond Carbamazepine to address a wider range of neurological disorders.

Research & Development and Technology Initiatives

- The state-of-the-artpilot plant is fully operational, supporting accelerated product development, process validation and scale-up activities.
- The Company has deepened its adoption of flow chemistry and continuous manufacturing techniques to improve yields, reduce batch variability and enhance process safety.
- Continued investment in intermediate manufacturing infrastructure, with emphasis on efficiency, regulatory compliance and cost leadership through backward integration.

Manufacturing and Market Expansion

- Ongoing capacity expansion to accommodate future product launches and increased order volumes.
- The new facility incorporates automation, advanced instrumentation for safety and precision, and regulatory-compliant plant design.
- The Company is taking significant and concerted steps towards penetrating new export markets, with a focus on increasing the share of revenues from regulated geographies.

The Company's focus on operational excellence, product quality, process engineering capabilities and customer-centric solutions, supported by its established manufacturing base and long-standing customer relationships, enables it to respond effectively to emerging market requirements. Opportunities arising from supply chain diversification away from single-source geographies, increasing exports of pharmaceutical products and the growing emphasis on sustainable and energy-efficient manufacturing technologies are expected to support the Company's long-term growth strategy.

Threats

The Company's future financial performance will be significantly shaped by the evolving global economy. The Company anticipates moderate global growth, the continuation of protectionist trade policies and ongoing geopolitical tensions, which present a risk of volatile input costs given the industry's reliance on imported key starting materials and solvents.

The Company faces competition from both established domestic manufacturers and international suppliers, particularly in standard product segments where pricing pressures remain significant. Intense competition, coupled with customers' increasing emphasis on cost optimisation, quality and shorter delivery timelines, necessitates continuous improvements in operational efficiency, process innovation and customer service to sustain market competitiveness.

The Company's operations are dependent on the availability and cost of key raw materials, solvents and other chemical inputs. Volatility in commodity prices, coupled with fluctuations in foreign exchange rates, may impact input costs and profitability, particularly in contracts with longer execution cycles where the ability to pass on cost increases is limited. In addition, disruptions in the global supply chain, extended procurement lead times for specialised intermediates and logistics constraints may affect manufacturing schedules and timely execution of customer orders.

The Company continues to address these challenges through prudent procurement practices, continuous cost optimisation initiatives, diversification of its customer base and product portfolio, strengthening of its supply chain, enhancement of manufacturing efficiencies and a structured risk management framework. These measures are aimed at improving operational resilience and enabling the Company to respond effectively to changing market conditions while pursuing sustainable long-term growth.

Future Outlook

The Company is cautiously optimistic about growth prospects in FY 2026-27, driven by the commercialisation of new APIs and intermediates developed through ongoing research and development initiatives, better revenue realisation from export markets, benefits from backward integration and continuous cost optimisation, full utilisation of the expanded manufacturing infrastructure and a sustained focus on environmental compliance and sustainability projects.

The Company continues to navigate persistent competition, volatile raw material prices and the need for continuous technological upgradation. While committed to enhancing internal strengths, including operational efficiencies and prudent financial management, maintaining consistent profitability amidst these external pressures will remain crucial.

Risks and Risk Mitigation Measures

Despite strategic progress, the Company operates in an environment of certain inherent risks that may impact its operations and financial performance:

- Geopolitical tensions can disrupt raw material imports and affect export logistics.
- Fluctuations in foreign currency exchange rates can adversely impact revenue realisation and input costs.
- Global economic slowdowns may result in reduced healthcare spending, impacting demand.
- Increasing regulatory stringency in export markets may require additional compliance investments.
- Competitive pricing pressure in generic and bulk drug markets could impact margins.

Mitigation Measures

- Regulatory preparedness is ensured through robust internal Quality Assurance audits and continuous compliance monitoring.
- Supply chain risk is minimised through multi-vendor sourcing strategies and maintenance of strategic inventory buffers.
- Continued investment in research and development and process innovation to maintain cost competitiveness and product differentiation.
- Reduction of manufacturing costs and enhancement of operational efficiencies to enable competitive pricing.

Internal Control Systems and Their Adequacy

The Company has established a comprehensive internal control framework designed to align with the specific nature of its operations. This framework ensures the regular identification and assessment of risks that may affect the achievement of organisational objectives. The Company remains committed to maintaining the highest ethical standards and integrity across all levels of the organisation.

Well-defined policies and procedures have been implemented to ensure the effective execution of management directives. Relevant information is systematically identified, captured and communicated in a timely manner. Internal controls are subject to ongoing monitoring through consistent management oversight and supervisory reviews.

The Internal Auditors of the Company verify accounting records to safeguard Company assets against loss or misuse and to ensure the reliability of records used in preparing the financial statements. The Audit Committee of the Board of Directors periodically reviews the adequacy and effectiveness of the internal control systems and the internal audit findings, and the relevant functions are responsible for initiating resolution of audit observations and related follow-up actions. The Statutory Auditors also evaluate the internal financial controls with reference to financial statements as part of their audit procedures and report their findings to the Audit Committee.

The Company is pleased to report that no cases of fraud involving management or employees in critical positions within the internal control over financial reporting have been identified during the year under review. The Company's steadfast commitment to robust internal controls reflects its dedication to transparency, accountability and sound corporate governance.

Discussion on Financial Performance with respect to Operational Performance

(₹ in Lakhs)

PARTICULARS	2025-26	2024-25
Revenue from operations	10,580.81	11,335.01
Other income (Net)	80.51	97.72
Total Revenue	**10,661.32**	**11,432.73**
Total Expense	**10,190.53**	**10,870.19**
Profit before Exceptional items	470.79	562.54
Exceptional Items	35.51	–
Profit / (Loss) before tax	**506.30**	**562.54**
Tax Expense	97.39	124.54
Profit / (Loss) after tax	**408.91**	**438.00**
Total other comprehensive income	**–**	**–**
Total comprehensive income for the period	**408.91**	**438.00**

Note: The financial statements of the Company have been prepared in accordance with Indian Accounting Standards.

The Company's revenue from operations for the financial year 2025-26 stood at ₹ 10,580.81 Lakhs as compared to ₹ 11,335.01 Lakhs in the previous financial year. Other income for the year was ₹ 80.51 Lakhs as against ₹ 97.72 Lakhs in the previous year, taking total revenue to ₹ 10,661.32 Lakhs (previous year ₹ 11,432.73 Lakhs).

Total expenses for the year were contained at ₹ 10,190.53 Lakhs as against ₹ 10,870.19 Lakhs in the previous year. The Company recorded a profit before exceptional items of ₹ 470.79 Lakhs (previous year ₹ 562.54 Lakhs). After accounting for exceptional items of ₹ 35.51 Lakhs, profit before tax stood at ₹ 506.30 Lakhs as against ₹ 562.54 Lakhs in the previous year. After providing for tax expense of ₹ 97.39 Lakhs (previous year ₹ 124.54 Lakhs), the Company posted a profit after tax of ₹ 408.91 Lakhs for the year under review, as compared to ₹ 438.00 Lakhs in the previous financial year. Total comprehensive income for the period accordingly stood at ₹ 408.91 Lakhs (previous year ₹ 438.00 Lakhs).

Material Developments in Human Resources / Industrial Relations Front, including Number of People Employed

The Company acknowledges that its people are its core strength. The Company's Human Resources framework is designed to attract and retain technically skilled and innovative professionals, provide continuous learning and development opportunities and promote a culture of innovation, accountability and collaboration.

Key human resource initiatives undertaken during 2025-26 included competency mapping and targeted training interventions, leadership grooming programmes for mid-level management, employee engagement activities and performance-linked reward mechanisms, and strengthening of health, safety and welfare initiatives across manufacturing and office locations.

Industrial relations at all locations of the Company remained cordial and harmonious throughout the year under review. As on 31 March 2026, the Company maintained a healthy employee retention rate, reflecting its sustained efforts in building a motivated, skilled and engaged workforce.

The number of permanent employees on the rolls of the Company as on 31 March 2026 was 112 Nos.

Key Financial Ratios

In accordance with Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of significant changes in key financial ratios are given below:

Sl. No	Particulars	2025-26	2024-25
i.	Debtors Turnover	148 days	164 days
ii.	Inventory Turnover	150 days	93 days
iii.	Interest Coverage Ratio	1.68	2.73
iv.	Current Ratio	1.31	1.08
v.	Debt Equity Ratio	0.30	0.28
vi.	Operating Profit Margin (%)	13%	24%
vii.	Net Profit Margin (%)	4%	4%
viii.	Sector-specific equivalent ratios	NIL	NIL

Detailed explanation of the above ratios

a. Debtors Turnover: The above ratio is used to quantify a Company's effectiveness in collecting its receivables or money owed by customers. The ratio shows how well a Company uses and manages the credit it extends to customers and how quickly that short-term debt is collected or paid. It is calculated by dividing average debtors by turnover.

b. Inventory Turnover: Inventory Turnover is the number of times a Company sells and replaces its inventory during a period. It is calculated by dividing average inventory by turnover.

c. Interest Coverage Ratio: The Interest Coverage Ratio measures how many times a Company can cover its current interest payment with its available earnings. It is calculated by dividing PBIT by finance cost.

d. Current Ratio: The Current Ratio is a liquidity ratio that measures a Company's ability to pay short-term obligations or those due within one year. It is calculated by dividing current assets by current liabilities.

e. Debt Equity Ratio: The ratio is used to evaluate a Company's financial leverage. It is a measure of the degree to which a Company is financing its operations through debt versus wholly owned funds. It is calculated by dividing a Company's total liabilities by its shareholders' equity.

f. Operating Profit Margin: The operating profit margin is a profitability or performance ratio used to calculate the percentage of profit a Company produces from its operations. It is calculated by dividing EBIT by turnover.

g. Net Profit Margin: The net profit margin is equal to how much net income or profit is generated as a percentage of revenue. It is calculated by dividing the profit for the year by turnover.

Details of any change in Return on Net Worth as compared to the immediately previous financial year

The net worth of the Company for the financial year 2025-26 stood at ₹7,579.89 Lakhs as compared to ₹4,334.61 Lakhs in the previous financial year 2024-25. The Return on Net Worth for the financial year 2025-26 was 5.40% as against 10.10% in the previous financial year. The variation is primarily attributable to the moderation in profitability during the year under review and the increase in the net worth base consequent to the preferential issue of convertible warrants during the year.

Disclosure of Accounting Treatment

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS), as prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, and subsequent amendments thereto. There has been no change in accounting treatment adopted by the Company that differs from the prescribed accounting standards.

The detailed disclosure of accounting treatment is also provided in the notes to the financial statements, which form part of this Annual Report.

Cautionary Statement

Statements in this Management Discussion and Analysis Report describing the Company's objectives, projections, estimates and expectations may be forward-looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include, among others, economic conditions affecting demand and supply, price conditions in the domestic and overseas markets in which the Company operates, changes in government regulations, tax laws and other statutes and incidental factors.

By the order of the Board of Directors
For Godavari Drugs Limited

sd/-
Mukund Kakani
Managing Director
DIN: 00104646

Place: Secunderabad
Date: 27/05/2026

Annexure IV

1. **DISCLOSURE IN BOARD'S REPORT AS PER THE PROVISIONS OF SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 (AS AMENDED)**

Details pertaining to remuneration as required under section 197(12) of the Companies Act, 2013 read with rule 5(1) of the companies (appointment and Remuneration of managerial personnel) rules, 2014.

I. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary, ratio of the remuneration of each Director to the median remuneration of the employees of the company are as under:

(₹ in Lakhs)

Sr. No	Name of Director/ KMP and Designation	Remuneration of Director/KMP for financial year 2025-26 (in Lakhs)	% increase in Remuneration in the Financial Year 2025-26	Ratio of remuneration of each Director/ to median remuneration of employees
1	Ghanshyam Jaju Chairman	Nil	Nil	Not Applicable
2	Mukund Kakani Managing Director	18.00	No Change	4.92:1
3	Mohit Jaju Executive Director	18.00	No Change	4.92:1
4#	Syed Hussain Independent Director	0.20	-75%	0.05:1
5#	Dinesh Udpa Independent Director	1.20	100%	0.33:1
6#	Vimala Madon Independent Director	0.20	-75%	0.05:1
7#	Mahendra Uday Bhalerao Independent Director	1.20	50%	0.33:1
8#	Shilpa Bung Independent Director	1.00	Nil	0.27:1
9	Venkatesh Achanta Company Secretary & Compliance Officer	7.60	41%	2.08:1

 # Sitting fees is also considered for calculation of remuneration for the above purpose

II. Percentage increase in the median remuneration of employees in the financial year:

The median remuneration is Rs.**31481/-** and the percentage increase in the median remuneration of employees in the financial year is **2.50%.**

III. Number of permanent employees on the rolls of company:

Number of employees on the role of the Company as on 31st March, 2026 was 112 Nos.

IV. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The average increase in salaries of employees other than managerial personnel in 2025-26 was 0.85% Percentage increase in the managerial remuneration for the year was -4.79%.

V. Affirmation that the remuneration is as per the remuneration policy of the Company:

It is hereby affirmed that the remuneration paid to directors, key managerial personnel and membersof senior management is as per the Nomination and Remuneration Policy of the Company.

(B) Details pertaining to remuneration as required under section 197(12) of the Companies Act, 2013 read with rule 5(2) and 5(3) of the companies (appointment and Remuneration of managerial personnel) rules, 2014.

- Employed throughout the financial year and was in receipt of remuneration for the year in aggregate of not less than Rs. 1,02,00,000:- NIL
- Employed for a part of the financial year and was in receipt of remuneration at a rate in aggregate not less than Rs. 8,50,000/- per month:- NIL
- Employed throughout the financial year or part thereof, was in receipt of remuneration in the year which, in the aggregate or at a rate which in the aggregate was in excess of that drawn by the Whole-time Director and holds by himself or along with his spouse and dependent children, not less than 2% of the equity shares of the Company:- NIL

By the order of the Board of Directors
For Godavari Drugs Limited

sd/-
Mukund Kakani
Managing Director
DIN: 00104646

Place: Secunderabad
Date: 27/05/2026

Annexure V

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES for financial year 2025-26

[Pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. **Brief outline on Corporate Social Responsibility (CSR) Policy of the Company:**

The Company has devised and implemented a comprehensive **Corporate Social Responsibility (CSR) Policy** in accordance with the applicable provisions of the Act and the rules made thereunder. The Policy provides the framework for identifying, planning, implementing, monitoring, and reporting CSR initiatives undertaken by the Company, with a focus on creating sustainable social and environmental impact. The Management oversees the effective implementation of the CSR Policy through a properly defined governance framework to ensure that CSR activities are aligned with the Company's objectives and statutory requirements.

1. **Composition of CSR Committee:**

The Board in compliance with the provisions of Section 135(9) of the Companies Act, 2013, and rules made thereunder has not constituted CSR Committee as the amount required to be spent on CSR activities does not exceed 50 Lakh rupees and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of the company.

2. **Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the company:** https://www.godavaridrugs.com

3. **Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not applicable.**

Pursuant to Rule 8(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company is not required to undertake an impact assessment of its CSR projects, as the average CSR obligation of the Company during the three immediately preceding financial years is less than ₹10 crore.

4. (a) Average net profit of the company as per sub-section (5) of section 135: **₹ 5,82Lakhs**;

(b) Two percent (2%) of average net profit of the company as per sub-section (5) of section 135: **₹ 11.65 Lakhs**;

(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: **NIL**;

(d) Amount required to be set-off for the financial year, if any: **NIL**;

(e) Total CSR obligation for the financial year [(b)+(c)-(d)]: **₹ 11.65 Lakhs**

5. a. Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): **₹ 11,70,369**;

b. Amount spent in Administrative Overheads: **NIL**;

c. Amount spent on Impact Assessment, if applicable: **Not Applicable**;

d. Total amount spent for the Financial Year [(a)+(b)+(c)]: **₹ 11,70,369**;

e. CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
Total Amount transferred to the Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.			
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
11,70,369	NIL	NA	NA	NIL	NA

f. Excess amount for set-off, if any:

Sl. No.	Particular	Amount (in Rs.)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	11,65,451*
(ii)	**Total amount spent for the Financial Year**	**11,70,369**
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	4,918
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

g. **Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years: Not Applicable**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs.)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any	Amount remaining to be spent in succeeding Financial Years (in Rs.)	Deficiency, if any

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
					Amount (in Rs.)	**Date of Transfer**	
1.	FY-1	Not Applicable					
2.	FY-2						
3.	FY-3						

h. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: ~~Yes~~ No

If **Yes**, enter the number of Capital assets created/ acquired: **Not Applicable**

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	**Short particulars of the property or asset(s) [including complete address and location of the property]**	**Pin code of the property or asset(s)**	**Date of creation**	**Amount of CSR amount spent**	**Details of entity/ Authority/ beneficiary of the registered owner**		
(1)	**(2)**	**(3)**	**(4)**	**(5)**	**(6)**		
3					**CSR Registration Number, if applicable**	**Name**	**Registered Address**
1.	NIL						

i. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: Not Applicable

By the order of the Board of Directors
For Godavari Drugs Limited

sd/-
Mukund Kakani
Managing Director
DIN: 00104646

Place: Secunderabad
Date: 27/05/2026

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2026

[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,

Godavari Drugs Limited

CIN: L24230TG1987PLC008016

Secunderabad - 500003

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Godavari Drugs Limited (CIN: L24230TG1987PLC008016) (hereinafter called "the company"). Secretarial Audit was conducted 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 Godavari Drugs Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information 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, 2026 ("Audit Period") has complied with the statutory provisions listed hereunder and also that the Company has adequate 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 31st March, 2026 according to the provisions of:

The Companies Act, 2013 (the Act) and the rules made thereunder;

The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;

The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable:-

The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India. (To the extent notified).

(ii) The Listing Agreement entered into by the Company with Bombay Stock Exchange {SEBI (LODR), 2015}

During the year under review the Company has reasonably complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above as and where applicable.

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company and have obtained proper licences and their timely renewals:

The Factories Act, 1948

Food and Drugs Administration

The Environment (Protection) Act, 1986

Air (Prevention and Control of Pollution) Act, 1981 , Water (Prevention and Control of Pollution) Act, 1974 and Rules issued by the Maharashtra Pollution Control Board

Industrial Safety and Health License

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. There were no changes in the composition of the Board of Directors during the year under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days 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.

All the decisions at Board Meetings and Committee Meetings were carried out unanimously/ with majority as recorded in the minutes of meetings of the Board of Directors or Committee of the Board as the case may be.

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 other applicable laws, rules, regulations and guidelines.

For VSS & Associates
Company Secretaries

sd/-
CS Vidya Harkut
FCS No. : F 7086; C P No.:7534
Peer review No. 4615/2023
(Partner)

Place: Hyderabad
Date: 27.05.2026

'ANNEXURE A'

To,
The Members,
Godavari Drugs Limited
CIN: L24230TG1987PLC008016
Secunderabad- 500003
Our report of even date is to be read along with this letter.

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.

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.

We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

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.

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.

For VSS & Associates
Company Secretaries

sd/-
CS Vidya Harkut
FCS No. : F 7086; C P No.:7534
Peer review No. 4615/2023
(Partner)

Place: Hyderabad
Date: 27.05.2026

STATUTORY REPORTS

Corporate Governance Report

1. Company's philosophy on Code of Corporate Governance:

Godavari Drugs Limited ("the Company") believes that sound corporate governance is the foundation for enhancing long-term stakeholder value and sustaining trust in the Company. The Company's governance philosophy is rooted in the principles of **Transparency**, **Accountability**, **Integrity**, **Fairness**, and **Ethical Conduct** in all its operations and dealings.

The Company is committed to conducting its business in accordance with applicable laws, regulations, and the highest standards of corporate governance. It endeavors to ensure that its decision-making processes are transparent and backed by strong systems of internal controls and risk management, thereby safeguarding the interests of all stakeholders including shareholders, employees, customers, suppliers, regulators, and the community at large.

The Board of Directors ('the Board') plays a central role in upholding the governance framework by providing strategic direction, effective oversight, and independent judgment. The Company promotes a culture of compliance and continuous improvement, ensuring that governance practices evolve in line with regulatory requirements and global best practices.

Through this philosophy, the Company seeks to maintain the confidence of its stakeholders while achieving sustainable growth and long-term value creation.

2. Board of Directors:

a) Composition as on March 31, 2026 and other matters:

The Board is composed of highly accomplished individuals, including executive, non-executive, and independent directors. This optimal balance, coupled with their extensive professional and technical expertise across areas like business strategy, management, marketing, and finance, empowers the Board to provide robust oversight and steer the business effectively.

On March 31, 2026, the Board was strategically composed of six (06) Directors, ensuring a balanced representation. This included two (02) Executive Directors (i.e., Managing Director & a Whole Time Director cum CFO), Three (03) Independent Directors (includes Women Director), and One (01) Non-Executive Directors.

All independent directors satisfy the criteria for independence as defined under the Companies Act, 2013, and the SEBI Listing Regulations.

In compliance with the requirements of Regulation 17(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Chairperson of the Board is a Non-Executive Director. Accordingly, at least one-third of the total strength of the Board comprises Independent Directors as on March 31, 2026.

In appointing new directors, the Board thoroughly reviews recommendations from the Nomination and Remuneration Committee. The Committee's diligent evaluation covers candidates' qualifications, professional expertise, relevant experience, positive attributes and where applicable, their independence, all in accordance with our defined criteria.

The Board, inter-alia, provides leadership, strategic guidance and independent advise to the Company's management.

The Board members get updates on the Company's procedures and policies as per the familiarization program.

The Board as part of its corporate governance practice periodically reviews its composition to ensure that the same is closely aligned with the strategy and long-term needs of the Company and that there is no non-compliance under any applicable law.

None of the directors on the Board is a member in more than 10 committees or Chairman of more than 5 committees across all the Companies in which they are directors as specified under SEBI Listing Regulations. Necessary disclosures regarding committee positions have been received from the directors.

b) Category, attendance, directorships, membership, chairmanship of directors of your Company during the financial year ended March 31, 2026;

		Attendance		Directorships/ Committee Memberships@			
Name of the Director	Designation	Attendance of each director at the meeting of Board of Directors	Attendance at the previous AGM (Yes/No)	Directorship (s) in other companies as on March 31, 2026 excluding this Company	Committee Membership excluding this Company*	Committee Chairmanship excluding this Company*	Directorship in other listed entity (Category of Directorship)
Mr. Ghanshyam Jaju	Non-Executive Chairman- Non Independent Director	6	Yes	2	0	0	Nil
Mr. Mukund Kakani	Executive Director	6	Yes	1	0	0	NIL
Mr. Mohit Jaju	Executive Director	6	Yes	0	0	0	NIL
Mr. Mahendra Uday Bhalerao	Non-Executive - Independent Director	6	Yes	1	0	0	NIL
Mr. Dinesh Udpa	Non-Executive - Independent Director	6	Yes	1	0	0	NIL
Mrs. Shilpa Bung[#1]	Non-Executive - Independent Director	5	Yes	2	0	0	Adon Agro Commodities Limited (Non Executive - Independent Director)
Mr. Syed Anis Hussain[#2]	Non-Executive - Independent Director	1	No	1	0	0	NIL
Mrs. Vimala Behram Madon[#2]	Non-Executive - Independent Director	1	No	1	0	0	NIL

@ excludes foreign companies and companies covered under Section 8 of the Companies Act, 2013.

**In accordance with regulation 26 of SEBI (LODR) Regulations i.e., only Audit Committee and Stakeholders' Relationship Committee of Indian public limited companies have been considered.*

[#1] Mrs. Shilpa Bung, has been appointed as a Independent director for a term of five years as on May 29, 2025.

[#2] Mr. Syed Anis Hussain and Mrs. Vimala Behram Madon, Independent Directors of the Company, have completed their respective second terms of five consecutive years as Independent Directors and have retired from the Board of Directors with effect from the close of business hours on June 23, 2025, pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

c) Number of Board meetings held and their dates:

The Board meets at regular intervals to discuss and decide on Company / business policy and strategy apart from other Board businesses.

During the financial year 2025-26, Six (06) meetings of the Board of directors were held. The details of the meetings held are as given hereunder:-

Sl. No	Date of Board Meeting	No of directors entitled to attend	No of directors attended	Mode of meeting.
1	May 29, 2025	7	7	Physical
2	August 13, 2025	6	6	Video Conference
3	November 14, 2025	6	6	Video Conference
4	January 15, 2026	6	6	Video Conference
5	February 11, 2026	6	6	Video Conference
6	March 18, 2026	6	6	Physical

The meetings and agenda items taken up during the meetings are in compliance with the Companies Act, 2013 and SEBI Listing Regulations read with various circulars issued by Ministry of Corporate Affairs (MCA) and Securities Exchange Board of India ("SEBI").

The maximum interval between any two meetings was within the maximum allowed gap pursuant to the Companies Act, 2013 and SEBI Listing Regulations read with the Circulars issued by MCA and SEBI.

All material information was circulated to the directors before the meeting or was placed at the meeting, including minimum information required to be made available to the Board as prescribed under Part-A of Schedule II of sub-regulation 7 of Regulation 17 of the SEBI Listing Regulations.

The necessary quorum was present for all the meetings.

In certain cases, the Board's approval was taken by passing resolutions through circulation, as permitted by law, which were confirmed in the subsequent meeting of the Board of Directors.

d) Other Directorships:

Necessary disclosures regarding committee positions have been made by the directors. As per the Companies Act, 2013, none of the directors of the Company holds office as a director, including as an alternate director, in more than twenty companies at the same time and none of them have directorships in more than ten public limited companies. For reckoning the limit of public companies, directorships in private companies that are either holding or subsidiary company of a public company are included and dormant companies are excluded.

As per regulation 26 of SEBI Listing Regulations, membership/chairmanship of Audit Committee and Stakeholders' Relationship Committee in all Indian Public limited Companies are considered and, accordingly, reported. Further, none of the directors of the Company hold membership in more than 10 committees, nor any director is the Chairman of more than 5 committees across all Public limited companies where he / she holds directorships.

As per the declaration received from the directors, none of the directors of the Company is a Director in seven listed entities or is an independent director in more than seven equity listed companies or in more than three equity listed companies in case they are whole-time director in any listed company.

e) Disclosure of relationships between directors inter-se:

As per the information available with the Company, none of the directors were related inter-se except for Mr. Ghanshyam Jaju (DIN: 00104601) and Mr. Mohit Jaju (DIN: 03405414).

f) Shareholding of non-executive directors as at March 31, 2026:

Name of the director	Number of Equity Shares
Mr. Ghanshyam Jaju	3,50,000
Mr. Mahendra Uday Bhalerao	1,500
Mr. Dinesh Udpa	Nil
Mrs. Shilpa Bung	Nil

The sitting fees paid to the Non-Executive Directors and / or Independent Directors is within the limits prescribed under the Companies Act, 2013.

As on March 31, 2026, the Company has outstanding convertible securities/warrants which, upon conversion or exercise, may result in the issuance of up to 2,360,065 equity shares..

g) Details of Familiarization Programmes to directors:

During the financial year, senior management team made presentations to the directors giving an overview of the Company's operations, functions, strategies and risk management plans of the Company. The details of the familiarization programs are available on the website of the Company at: https://godavaridrugs.com/policies/

h) Board Evaluation:

The Company believes that it is the effectiveness of the Board that contributes to the Company's performance and long term growth. The criteria for Board evaluation contemplates evaluation of directors' performances based upon their performances as directors apart from their specific role as independent, non-executive and executive directors.

The criteria also specifies that the Board would evaluate each committee's performance based on the mandate on which the committee has been constituted and the contributions made by each member of the said committee in effective discharge of their responsibilities.

a. The Board of directors evaluated the performance of Independent Directors of the Company. Those directors who were subject to evaluation did not participate at the meeting. For this purpose, a comprehensive questionnaire was provided to each Board member. Each and every member except the director being evaluated, participated, discussed and filled in the questionnaire and provided their feedback. The results were thereafter compiled and noted.

b. Pursuant to applicable SEBI Listing Regulations the Nomination & Remuneration committee carried out evaluation of every director's performance. A comprehensive questionnaire was provided to each committee member for evaluation of every director's performance. Each member of the committee was requested to fill in the questionnaire and provide their feedback. The committee thereafter discussed and completed the evaluation process.

c. A separate meeting of independent directors was also held on March 18, 2026 to evaluate the performance of the non independent directors, the performance of the Chairman, the Board and its committees. A comprehensive questionnaire was shared with each member to carry out the evaluation process. The directors filled the questionnaire and provided their feedback.

The evaluation process contained the following;

1. Performance of the Board as a whole & its committees;

2. Performance of the Non-Executive Chairman non independent director i.e., Mr. Ghanshyam Jaju (DIN: 00104601);

Based on the review and consideration of the Company's progress and performance during the year, the independent directors recorded the contributions made by the non independent directors.

The directors also reviewed the performance of the chairman after taking into account the views of executive and non-executive directors. The independent directors placed on record their appreciation of the leadership of the Chairman.

The independent directors further assessed the quality, quantity and timeliness of flow of information between the Company and the management and the Board to effectively discharge their responsibilities and to perform their duties. They expressed their satisfaction on flow of information and evaluation process

The independent directors acknowledged the fact that the Board was well informed of the Company's activities. That had enabled the board to understand all the aspects of the Company and had helped them to take decisions effectively.

i) Opinion of the Board on Independent Directors:

Pursuant to Section 149(6) of the Companies Act, 2013 read with the applicable rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations the Independent Directors have submitted their annual declarations confirming that they meet the prescribed criteria of independence. Further, in terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have also confirmed that there are no circumstances or situations which exist or are reasonably anticipated that could impair or impact their ability to discharge their duties with objective and independent judgment.

Based on the declarations and confirmations received, and after undertaking due assessment, the Board is of the opinion that all the Independent Directors fulfill the conditions of independence as specified under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations, and are independent of the management of the Company.

j) Core skills / expertise / competencies available with the Board:

The Board comprises of qualified directors who possess required skills, expertise and competencies that allows them to make effective contributions to the Board and to its Committees. They are nominated based on well-defined selection criteria set out by the Nomination and Remuneration Committee.

The following are the skills, expertise & competencies which are currently available with the Board:-

Sl. No	Name of the Director	Area of Expertise
1	Mr. Ghanshyam Jaju	Commerce graduate with over 40 years of business experience. He has a background in cotton ginning, pressing industries and oil mills. He is the Promoter and Non-Executive Chairman of the Company since inception.
2	Mr. Mukund Kakani	B.Tech in Chemical Engineering with over 40 years of experience in technical, finance and marketing functions. Prior to joining the Company, he was involved in the family business of cotton ginning, oil mills and industrial ductings. He is the Managing Director of the Company.
3	Mr. Mohit Jaju	Bachelor of Engineering with over 30 years of experience. He oversees technical activities, marketing, business development, accounts, finance and compliance functions of the Company. He is the Whole-time Director and CFO of the Company..
4	Mr. Mahendra Uday Bhalerao	Engineer with extensive experience in chemistry, engineering and project execution. He is presently the Executive Director of Nichino India Pvt. Ltd., a subsidiary of Nihon Nohyaku Corporation, Japan, engaged in pharmaceuticals and agrochemicals..
5	Mr. Dinesh Udpa	B.Tech in Chemical Engineering from Osmania University and M.E. in Chemical Engineering from Indian Institute of Science, Bangalore. He has extensive experience in project engineering, procurement, cost control, due diligence and company management.
6	Mrs. Shilpa Bung	Company Secretary (CS) and Law graduate (LLB) with expertise in corporate governance, compliance and legal matters. She brings comprehensive understanding of corporate and legal frameworks to the Board.

k) Information flow to the members of the Board of directors:

The Board is provided with comprehensive information on all agenda items to enable informed decision-making and effective discharge of its fiduciary responsibilities. Detailed agenda papers, together with explanatory notes and supporting documents, are circulated to the Directors well in advance of the meetings in compliance with the provisions of the Companies Act, 2013, the applicable Rules thereunder, the SEBI Listing Regulations and the Secretarial Standards issued by the Institute of Company Secretaries of India.

The Company's annual business plans, strategic initiatives, operating plans and other significant matters are periodically placed before the Board for its review, guidance and direction. The quarterly and annual financial results are reviewed by the Audit Committee and, upon its recommendation, are placed before the Board for consideration and approval. The Board meetings provide an effective forum for deliberation on the Company's performance, business strategy, governance, risk management and operational matters, enabling the Directors to provide valuable guidance and oversight in the best interests of the Company and its stakeholders.

l) Detailed reasons for resignation of an independent director:

No Independent director/(s) have resigned from their position. However, Mr. Syed Anis Hussain and Mrs. Vimala Behram Madon, Independent Directors of the Company, completed his second term of five consecutive years and ceased to be a Director of the Company with effect from the close of business hours on June 23, 2025, pursuant to the provisions of the Companies Act, 2013 and the SEBI Listing Regulations. The Board places on record its sincere appreciation for his valuable guidance, support and contribution during thier tenure.

m) None of the non executive independent directors have any pecuniary relationship or transaction with the Company.

n) Necessary information as required under schedule – II of SEBI Listing Regulations, as amended, have been placed before the meetings of the Board including the committees thereof.

3. <u>Committees of Board</u>

In compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Board of Directors has constituted the following mandatory Committees to assist it in the effective discharge of its responsibilities and to strengthen the governance framework of the Company.

Each Committee operates in accordance with its terms of reference as approved by the Board, and the proceedings and recommendations of the Committees are placed before the Board for review, noting and/or approval, as applicable.

As at March 31, 2026, the Board has the following Committees**;**

A. Audit Committee:

I. Terms of Reference:

The Audit Committee has been constituted pursuant to the provisions of Section 177 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 18 read with Part C of Schedule II of the SEBI Listing Regulations.

The terms of reference of the Audit Committee inter alia include:

• Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;

• Recommending to the Board for appointment, re-appointment, and if required the replacement or removal of statutory auditors and fixation of audit fees and also approval of payment for any other services;

• Reviewing, with the management, the annual financial statements before submission to the Board for approval;

• Reviewing, with the management, the quarterly, half-yearly and annual financial results before submission to the Board;

• Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

• Discussing with internal auditors on any significant findings and follow up there on;

• Reviewing findings of any 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;

• Approval or any subsequent modification of transactions of the Company with related parties;

• Scrutiny of inter-corporate loans and investments;

• Reviewing the functioning of the Whistle Blower mechanism and Vigil Mechanism;

• Reviewing management discussion and analysis of financial condition and results of operations;

• Reviewing the Company's financial and risk management policies.

II. Composition and Attendance:

The Audit Committee as on March 31, 2026 comprised of three (03) members, of whom two (02) are Non-Executive Independent Directors and one (01) is an Executive Director. Mr. Mahendra Uday Bhalerao, Non-Executive Independent Director is the Chairperson of the Audit Committee. The composition of the Audit Committee is in compliance with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations.

During the financial year 2025-26, the Audit Committee met five (05) times on May 29, 2025, August 13, 2025, November 14, 2025, January 15, 2026 and February 11, 2026. The maximum gap between any two consecutive meetings did not exceed one hundred and twenty (120) days.

The composition and attendance of each member at the Audit Committee meetings during the financial year 2025-26 are as follows:

Name	Category	No. of meetings entitled to attend	No. of meetings attended
Mr. Mahendra Uday Bhalerao	Chairperson (Independent Director)	05	05
Mr. Mohit Jaju	Member (Executive Director)	05	05
Mr. Dinesh Udpa#	Member (Independent Director)	04	04

 # Mr. Dinesh Udpa (DIN: 10503106) was appointed as Member of the Audit Committee with effect from June 23, 2025, upon reconstitution of the Committee consequent to the completion of the second term of Mr. Syed Anis Hussain (DIN: 00115949) as Non-Executive Independent Director. Accordingly, Mr. Dinesh Udpa was entitled to attend and attended Four (04) out of five (05) meetings held during the year.

The Chief Financial Officer, the Statutory Auditors and the Internal Auditors are regularly invited to attend the meetings of the Audit Committee. The Company Secretary acts as the Secretary to the Audit Committee. The Chairperson of the Audit Committee was present at the Annual General Meeting held during the financial year.

B. Nomination and Remuneration Committee:

I. Terms of Reference:

The Nomination and Remuneration Committee ("NRC") has been constituted pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations.

The terms of reference of the NRC inter alia include:

• Identifying 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 their appointment and removal;

• Formulating criteria for determining qualifications, positive attributes and independence of a director;

• Recommending to the Board a policy relating to remuneration of directors, Key Managerial Personnel and other employees;

• Formulating criteria for evaluation of performance of the Board of Directors and Independent Directors;

• Devising a policy on Board diversity;

• Ensuring that 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;

• Carrying out evaluation of every director's performance.

II. Composition and Attendance:

The Nomination and Remuneration Committee as on March 31, 2026 comprised of three (03) members, all of whom are Non-Executive Directors, including two (02) Independent Directors and one (01) Non-Executive Non-Independent Director. Mr. Dinesh Udpa, Non-Executive Independent Director, is the Chairperson of the NRC.

During the financial year 2025-26, the NRC met one (01) time on May 29, 2025.

The composition and attendance of each member at the NRC meetings during the financial year 2025-26 are as follows:

Name	Category	No. of meetings entitled to attend	No. of meetings attended
Mr. Dinesh Udpa#	Chairperson (Independent Director)	01	01
Mr. Ghanshyam Jaju	Member (Non-Executive Director)	01	01
Mr. Mahendra Uday Bhalerao	Member (Independent Director)	01	01

 # Mr. Dinesh Udpa (DIN: 10503106) was appointed as Chairperson of the NRC with effect from June 23, 2025, upon reconstitution of the Committee consequent to the completion of the second term of Mr. Syed Anis Hussain (DIN: 00115949) as Non-Executive Independent Director.

Performance Evaluation Criteria for Independent Directors:

Performance evaluation of Independent Directors was carried out by the entire Board, excluding the Independent Director being evaluated. The evaluation is based on various criteria including their expertise, contribution to Board deliberations, exercise of independent judgment, adherence to ethics and values, and compliance with corporate governance norms.

C. Stakeholder Relationship Committee:

I. Terms of Reference:

The Stakeholders Relationship Committee ("SRC") has been constituted pursuant to the provisions of Section 178(5) of the Companies Act, 2013 and Regulation 20 of the SEBI Listing Regulations. The SRC is primarily responsible for the redressal of investor grievances and monitoring the quality of stakeholder engagement.

The terms of reference of the SRC inter alia include:

• Reviewing and resolving grievances of shareholders/investors including complaints related to transfer or transmission of shares, non-receipt of annual report, non-receipt of declared dividends and other such grievances;

• Overseeing the mechanism for redressal of investor grievances;

• Reviewing the measures taken for effective exercise of voting rights by shareholders;

• Reviewing the measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/ statutory notices by the shareholders;

• Such other matters as may be required or referred to it by the Board from time to time.

Mr. Venkatesh Achanta, Company Secretary, is the Compliance Officer of the Company.

II. Composition and Attendance:

The Stakeholders Relationship Committee as on March 31, 2026 comprised of three (03) members, of whom two (02) are Non-Executive Independent Directors and one (01) is a Non-Executive Non-Independent Director. Mr. Mahendra Uday Bhalerao, Non-Executive Independent Director, is the Chairperson of the SRC.

During the financial year 2025-26, the SRC met one (01) time on May 29, 2025.

The composition and attendance of each member at the SRC meetings during the financial year 2025-26 are as follows:

Name	Category	No. of meetings entitled to attend	No. of meetings attended
Mr. Mahendra Uday Bhalerao	Chairperson (Independent Director)	01	01
Mrs. Shilpa Bung#	Member (Independent Director)	01	01
Mr. Ghanshyam Jaju	Member (Non-Executive Director)	01	01

 # Mrs. Shilpa Bung (DIN: 08257931) was appointed as Member of the SRC with effect from June 23, 2025, upon reconstitution of the Committee.

Status of Investor Complaints during FY 2025-26:

A statement of the investor complaints for the financial year 2025-26 is given below:

Sl. No.	Particulars	No. of Complaints
1	Investor complaints pending at the beginning of the year	Nil
2	Investor complaints received during the year	Nil
3	Investor complaints disposed off / resolved during the year	Nil
4	Investor complaints remaining unresolved at the end of the year	Nil

There were no investor complaints pending at the beginning or at the end of the financial year 2025-26. The quarterly statements on investor complaints received and disposed off are filed with the Stock Exchange within the prescribed timelines and are also placed before the subsequent Board meeting each quarter.

D. Corporate Social Responsibility Committee

I. Terms of reference

The Company's contribution and initiatives towards social welfare and environment sustainability have been integral to its business. The terms of reference of the CSR Committee are in line with the provisions of Section 135 of the Companies Act, 2013.

II. The Composition of the Committee and attendance details:

As per Section 135 of the Companies Act, 2013, a Corporate Social Responsibility Committee is required to be constituted by companies meeting the specified thresholds in terms of net worth, turnover or net profit. Since Godavari Drugs Limited does not meet the prescribed thresholds for the financial year 2025-26, the Company is not required to constitute a CSR Committee, and accordingly, no CSR Committee has been constituted.

CSR Performance and Contribution for FY 2025-26:

The Company remains deeply committed to its social responsibilities. During the financial year 2025-26, the Company has fully met its statutory CSR targets by contributing an aggregate amount of Rs. 11.70 Lakhs, representing the mandatory 2% of the average net profits of the Company made during the three immediately preceding financial years.

Detailed disclosures regarding the CSR initiatives undertaken during the year, as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014, are provided in the Board' Report.

E. Risk Management Committee:

As per Regulation 21 of the SEBI Listing Regulations, the constitution of a Risk Management Committee is applicable only to the top 1,000 listed entities based on market capitalisation as at the end of the immediately preceding financial year. Since Godavari Drugs Limited does not fall within the top 1,000 listed entities by market capitalisation, the Company is not required to constitute a Risk Management Committee. Accordingly, this Regulation is not applicable to the Company..

Remuneration of directors:

In line with the Company's philosophy to ensure equitable remuneration to all the Directors, Key Managerial Personnel (KMP) and employees of the Company, the Nomination and Remuneration policy of the Company has been framed. The Nomination and Remuneration policy of the Company is designed to create a high-performance culture among KMP, Managerial Personnel's and employees and enable the Company to attract, retain and motivate them to ensure long term sustainability of talented managerial persons and create competitive advantage.

The Nomination and Remuneration policy is available on the website of the Company at https://godavaridrugs.com/policies/.

(a) Non-Executive Directors:

(Amount in ₹)

Sl. No	Name	Sitting fees paid
1	Mr. Syed Anis Hussain$	20,000
2	Mr. Ghanshyam Jaju	Nil
3	Mrs. Vimala Behram Madon$	20,000
4	Mr. Mahendra Uday Bhalerao	1,20,000
5	Mr. Dinesh Udpa	1,20,000
6	Mrs. Shilpa Bung	1,00,000

Note: $Mr. Syed Anis Hussain (DIN: 00115949) and Mrs. Vimala Behram Madon, Independent Directors have successfully completed his second term, comprising five consecutive years, and has retired from directorships effective from the close of business hours on June 23, 2025;

The Company pays only sitting fees of ₹20,000/- per meeting to its Non-Executive Directors for attending the meetings of the Board and meetings of the committees of the Board.

There are no pecuniary relationships or transactions of the non-executive directors' vis-à-vis with the Company;

(b) Executive Directors:

(Amount in ₹)

Sl. No	Name of MD/WTD	Salary	Perquisites	Total
1	Mr. Mukund Kakani	18,00,000/-	-	18,00,000/-
2	Mr. Mohit Jaju	18,00,000/-	-	18,00,000/-

The Company has not given any performance linked incentives, stock options etc., to the directors of the Company.

4. General Meetings:

a) Annual General Meeting:

Location, time and special resolution for the last three AGMs:

	2023-24	2024-25	2025-26
DATE	12th August, 2023	29th September 2024	27th September 2025
VENUE	Held through Video Conferencing / Other Audio Visual Means	Held through Video Conferencing / Other Audio Visual Means	Held through Video Conferencing / Other Audio Visual Means
TIME	03:00 PM	03:00 PM	03:00 PM
Special Resolution Passed	Nil	Appointment of Mr. Dinesh Udpa (DIN: 10503106) as an Independent Director of the Company	Appointment of Mrs. Shilpa Bung (DIN: 08257931) as an Independent Director of the Company.

b) Extraordinary General Meeting:

During the financial year 2025-26, one (1) Extra-Ordinary General Meeting ("EGM") of the Members of the Company was held on Thursday, the 12th day of February, 2026 at 11:00 A.M. (IST) through Video Conferencing / Other Audio-Visual Means (VC/OAVM), in compliance with the applicable provisions of the Companies Act, 2013 read with the General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs and the SEBI Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024, and other applicable circulars and notifications issued from time to time.

The remote e-voting facility was provided to the Members through National Securities Depository Limited (NSDL), the authorized agency, from Monday, 9th February, 2026 at 9:00 A.M. to Wednesday, 11th February, 2026 at 5:00 P.M. The cut-off date for determining the entitlement of Members for the purpose of remote e-voting was Thursday, 5th February, 2026.

The following Special Resolutions were considered and transacted at the said EGM:

1. To consider and approve issue of not exceeding 25,96,935 Equity Shares of face value Rs. 10/- each at an issue price of Rs. 89/- per share (including a premium of Rs. 79/- per share), aggregating up to Rs. 23,11,27,215/-, on a preferential basis to the Promoter and Non-Promoters for consideration in cash, in accordance with the provisions of Sections 42 and 62 of the Companies Act, 2013 and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

2. To consider and approve issue of up to 23,60,065 Fully Convertible Warrants of face value Rs. 10/- each at an issue price of Rs. 89/- per Warrant, with a right to convert each Warrant into one (1) Equity Share of face value Rs. 10/- each at a premium of Rs. 79/-, at any time within a period of 18 (Eighteen) months from the date of allotment, on a preferential basis to the Promoters for consideration in cash, in accordance with the provisions of Sections 42 and 62 of the Companies Act, 2013 and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Both the aforesaid Special Resolutions were duly passed with the requisite majority. The voting results along with the Scrutinizer's Report in Form MGT-13 dated 12th February, 2026, as submitted by CS Vidya Harkut, Practicing Company Secretary, VSS & Associates (FCS No.: F 7086; C P No.: 7534), were disclosed to BSE Limited in accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

c) *Postal Ballot*:

During the financial year under review, no resolution was required to be passed through Postal Ballot under Section 110 of the Companies Act, 2013 and accordingly, no Postal Ballot was conducted during the year. There is no special resolution proposed to be conducted through Postal Ballot at present.

5. <u>Means of communication:</u>

The Company has established procedures to disseminate, in a planned manner, relevant information at large.

a) The Company has been regularly publishing audited / un-audited financial results in leading newspapers, immediately after the same is approved by the Board. The results are also posted on the Company's website.

b) Newspaper wherein results normally published: The quarterly results are normally published in the all India edition of Business Standard and Telangana edition of Andhraprabha.

c) The quarterly results and other information relating to the Company are posted on the Company's website https://godavaridrugs.com/quarterly-financial-report/. Significant events, if any, during the financial year, are filed with the Stock exchange and also posted on the Company's website www.godavaridrugs.com from time-to-time.

d) Annual Report: Annual Report containing audited standalone financial statements, together with Board's Report, Auditors Report and other important information are circulated to members entitled thereto and is also available on the Company's website www.godavaridrugs.com.

e) No presentation was made to institutional investors or to the analysts during the year 2025-26.

f) Email ID for registering complaints by investors: info@godavaridrugs.com.

6. General shareholder information:

(a) *Date, Time and Venue of Annual General Meeting*:

The 38th Annual General Meeting of the Company will be held on Friday, 25th day of September 2026 at 03.00 P.M through Video Conference mode.

(b) ***Financial Year:***

The Company's financial year starts on 1st April and ends on 31st March.

(c) ***Dividend payment date:***

The Board of Directors has not recommended any dividend for the financial year ended March 31, 2026.

(d) ***Stock Exchanges:***

The Company's Equity Shares are listed on the following stock exchanges and the Company has paid the appropriate listing fees for the financial year 2025-26;

1. The BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

(e) ***The securities of the Company were traded throughout the year and there was no notice of suspension from trading from any exchange.***

(f) ***Registrar and Share Transfer Agents:***

CIL Securities Pvt Ltd.

214, Raghava Ratna Towers,

Abids, Hyderabad - 500001

Email ID: rta@cilsecurities.com.

(g) ***Share Transfer System:***

The Company has Stakeholders Relationship Committee to review and resolve the Complaints by the Shareholders and investors which may arise from time to time. The Company has complied with requirements as specified in regulations 40 of SEBI Listing Regulations for effecting transmissions of securities of the Company.

With effect from April 01, 2019, SEBI has barred physical transfer of shares of the listed companies and mandated transfers only in a dematerialized form. However, pursuant to circular no. HO/38/13/11(2)2026-MIRSD-PoD/1/3750/2026 dated January 30, 2026, SEBI has opened a special six-month window, from July 7, 2025, to January 6, 2026, for the

re-lodgment of physical share transfer requests that were lodged before April 1, 2019, and subsequently rejected or not processed due to documentation issues. But, shareholders are not barred from holding shares in physical form.

(h) ***Distribution of Shareholding as on March 31, 2026:***

Shareholding Range (No. of Shares)	*No. of Holders*	*% of Holders*	*No. of Shares*	*% of Shareholding*
0 – 500	6,585	89.09	6,84,450	9.09
501 – 1,000	403	5.45	3,30,973	4.40
1,001 – 2,000	166	2.25	2,49,141	3.31
2,001 – 3,000	73	0.99	1,84,757	2.45
3,001 – 4,000	40	0.54	1,39,774	1.86
4,001 – 5,000	34	0.46	1,57,921	2.10
5,001 – 10,000	42	0.57	3,15,330	4.19
10,001 & above	48	0.65	54,68,154	72.61
Total	***7,391***	***100.00***	***75,30,500***	***100.00***

(i) ***Shareholding Pattern as on March 31, 2026:***

Category	*No. of Shareholders*	*No. of Shares Held*	*% of Holding*
Promoter & Promoter Group	11	40,74,091	40.23
Mutual Funds	1	1,00,000	0.99
Alternate Investment Funds	1	1,12,360	1.11
Banks	4	37,500	0.37
Resident Individuals (up to Rs. 2 lakhs)	6,960	19,11,997	18.88
Resident Individuals (above Rs. 2 lakhs)	38	22,04,354	21.77
Non-Resident Indians (NRIs)	129	3,33,933	3.30
Bodies Corporate	43	4,51,409	4.46
Any Other (HUF, LLP, Trusts, Firms etc.)	113	9,01,791	8.90
Total	***7,300***	***1,01,27,435***	***100.00***

(j) ***Dematerialization of Shares and Liquidity:***

The paid-up equity share capital of the Company as on March 31, 2026 stood at Rs. 10,12,74,350/- comprising 1,01,27,435 equity shares of Rs. 10/- each. Of the total paid-up equity share capital, 96,28,682 equity shares representing 95.08% of the total equity capital were held in dematerialized form as on March 31, 2026, and the remaining 4,98,753 equity shares representing 4.92% were held in physical mode.

During the financial year 2025-26, the Company allotted 25,96,935 equity shares of Rs. 10/- each at an issue price of Rs. 89/- per share (including a premium of Rs. 79/- per share) on a preferential basis to the Promoter and Non-Promoters, pursuant to the Special Resolution passed by the Members at the 1st Extra-Ordinary General Meeting held on 12th February, 2026, in accordance with the provisions of Sections 42 and 62 of the Companies Act, 2013 and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Consequent to the said allotment, the paid-up equity share capital of the Company increased from 75,30,500 equity shares of Rs. 10/- each aggregating to Rs. 7,53,05,000/- to 1,01,27,435 equity shares of Rs. 10/- each aggregating to Rs. 10,12,74,350/-.

The Company has established connectivity with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to facilitate holding and transfer of equity shares in electronic / dematerialized form. The equity shares of the Company are listed and traded on BSE Limited (Scrip Code: 530317). Members holding shares in physical form are requested to convert their shareholding into dematerialized form at the earliest to avail the benefits of electronic holding.

(k) ***As on March 31, 2026, the Company has 23,60,065 outstanding Fully Convertible Warrants issued to the Promoter group on a preferential basis, pursuant to the Special Resolution passed at the 1st Extra-Ordinary General Meeting held on 12th February, 2026. Each Warrant carries a right to convert into one (1) equity share of face value Rs. 10/- each at a price of Rs. 89/- per share (including a premium of Rs. 79/- per share), exercisable at any time within a period of 18 (Eighteen) months from the date of allotment. There were no outstanding GDRs, ADRs or any other convertible instruments as on March 31, 2026.***

(l) ***Market Price Data***

Statement of High Low for FY 2025-26 of Godavari Drugs Ltd				
Month	**Open**	**High**	**Low**	**Close**
Apr-25	89.00	99.01	86.35	92.22
May-25	90.36	115.00	87.50	99.57
Jun-25	98.00	101.00	92.44	93.04
Jul-25	93.90	93.90	80.06	82.85
Aug-25	83.00	94.00	80.30	83.08
Sep-25	82.67	91.00	80.31	85.12
Oct-25	84.20	89.00	78.91	87.19
Nov-25	86.00	87.50	75.20	75.57
Dec-25	74.00	86.00	69.70	76.83
Jan-26	77.00	105.40	72.05	88.10
Feb-26	94.99	96.96	77.00	77.71
Mar-26	76.55	92.00	73.40	86.02

(m) ***There is no commodity price risk or foreign exchange risk and no hedging activities during the year 2025-26.***

(n) ***Plant locations***

A 6/2, MIDC
Nanded- 431603
Mahrashtra,India.

(o) ***Address for correspondence:***

The Compliance Officer

Godavari Drugs Ltd.

1st Floor, Mayfair, Sardar Patel Road,

Secunderabad – 500003, Telangana, India.

Telephone: + 91 – 40 – 27819624;

Email: info@godavaridrugs.com

Website Address – www.godavaridrugs.com

(p) *Credit ratings obtained by the Company:*

The Company has not obtained any credit ratings during the financial year 2025-26.

Other disclosures:

(a) ***Related party transactions policy:***

The Policy on the related party transaction is available on the Company's website and the link is provided hereunder; https://godavaridrugs.com/policies/

(b) Disclosures on materially significant related party transactions:

No materially significant related party transactions took place in the financial year 2025-26.

(c) ***Details of non-compliance***

There were no non compliance reported during the period under review.

(d) ***Whistle Blower Policy/Vigil Mechanism***

The Company has established a mechanism for the employees to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics. This mechanism will also provide for adequate safeguards against victimization of employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit committee in exceptional cases.

The whistle blower policy is available on the Company's website and the link is provided hereunder https://godavaridrugs.com/policies/

(e) ***Policy on Material Subsidiary***

The Company has adopted a Policy on Material Subsidiary in line with the requirements of the Listing Regulations. The objective of this policy is to lay down criteria for identification and dealing with material subsidiaries and to formulate a governance framework for subsidiaries of the Company. The policy for determining material subsidiaries has been disclosed on the website and the link is provided hereunder https://godavaridrugs.com/policies/

However, during the financial year 2025-26, the Company did not have any 'Material Subsidiary' as defined under Regulation 16(1)(c) of the SEBI Listing Regulations.

Consequently, the requirements to disclose the date and place of incorporation, or the name and date of appointment of the statutory auditors for such subsidiaries, are **Not Applicable**.

(f) There are no commodity price risks and commodity hedging activities.

(g) *During the financial year 2025-26, the Company raised funds through preferential allotment of 25,96,935 equity shares of Rs. 10/- each at an issue price of Rs. 89/- per share (including a premium of Rs. 79/- per share), aggregating to Rs. 23,11,27,215/-, to Promoter and Non-Promoters for consideration in cash, pursuant to the Special Resolution passed by the Members at the 1st Extra-Ordinary General Meeting held on 12th February, 2026, in accordance with the provisions of Sections 42 and 62 of the Companies Act, 2013 and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. No funds were raised through Qualified Institutional Placement during the financial year 2025-26.*

(h) Disclosure in relation to the Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

Sl. No	Particulars	Status
1	No of complaints filed during the financial year	Nil
2	No of complaints disposed off during the financial year	Nil
3	No. of complaints as at the end of the financial year	Nil

(i) Details of compliance with mandatory requirements and adoption of the non mandatory requirements:

The Company has complied with all the mandatory requirements of SEBI Listing Regulations. Specifically, your Company confirms compliance with corporate governance requirements specified in Regulation 17 to 27 and Regulation 46 read with Schedule V of the Listing Regulations.

The Board periodically reviews compliance reports pertaining to all laws applicable to the Company, prepared by the Company as well as steps taken by it to rectify instances of non-compliances, if any.

The extent of adoption of non-mandatory requirements is as follows:

Discretionary requirements under Part E of Schedule II of SEBI Listing Regulations

- The Board:

The Chairman of the Company is an Non - Executive Director. He maintains his office at the Company's expense and is also allowed reimbursement of expenses incurred in performance of his duties. As on date, the positions of the Chairman and the CEO/MD are separate.

- Modified opinion(s) in the audit report:

The details of audit qualifications are mentioned elsewhere in this annual report.

- Shareholder Rights:

Since the Company publishes its quarterly results in newspapers (Business Standard & Andhra Prabha) having wide circulation, and the results are also displayed on the website of the Company and the Stock Exchange, the Company does not send any declaration quarterly performance to the shareholders.

- *Reporting of internal auditor:*

The internal auditors report directly to the Audit Committee and make presentations to the Audit Committee on their reports.

(j) The total fees for all services paid by the Company on a consolidated basis, to its respective statutory auditor are available in the Note no. 26 of Notes to accounts.

(k) The certificate regarding the compliance of conditions of Corporate Governance from the **Statutory Auditors of the Company is attached as Annexure 1 to this Report.**

(l) The Certificate from M/s. VSS ASSOCIATES., Company Secretaries, Hyderabad stating that 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 has been obtained. The Certificate is enclosed with this section as **Annexure - 2**.

(m) There were no shares lying in the suspense account as on March 31, 2026 (Pursuant to Regulation 34(3) and Schedule V Part F of the SEBI Listing Regulations.

(n) **Disclosure of certain types of agreements binding listed entities:** There are no agreements entered between the company and shareholders / promoters / promoter group / related parties / directors / KMP / employees of Company or of its holding, Subsidiary or Associate Company either directly or indirectly, whose purpose is to impact the management or control of the Company or impose any restriction or create any liability upon the Company.

(o) During the financial year 2025-26, neither the Company nor its subsidiaries have granted any loans or advances in the nature of loans to firms, companies, or entities in which the directors of the Company are interested.

- The Company has complied with all the mandatory requirements of the Corporate Governance Report as specified in sub-paras (2) to (10) of Part C of Schedule V of the SEBI Listing Regulations. There are no instances of non-compliance, and therefore, no explanations or reasons are required to be disclosed.
- The Company has fully complied with all the corporate governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations. The necessary disclosures demonstrating this compliance have been incorporated throughout the relevant sections of this Corporate Governance Report

For and on behalf of the Board of Directors,
Godavari Drugs Limited

sd/-
Mukund Kakani
Managing Director
DIN: 00104646

Place: Secunderabad
Date: 27/05/2026

Declaration signed by Managing Director stating that the members of Board of directors and senior management personnel have affirmed compliance with the Code of Conduct of Board of directors and senior management.

The Listing Regulations require listed companies to lay down a code of conduct for directors and senior management, incorporating duties of directors as laid down in the Act. Accordingly, the Company has a Board approved code of conduct for all Board members and Senior Management of the Company and the same is posted on the website of the Company.

It is confirmed that all the Board members and senior managers have affirmed compliance with the Code of Conduct of the Company, for the year 2025-26.

For and on behalf of the Board of Directors,
Godavari Drugs Limited

sd/-
Mukund Kakani
Managing Director
DIN: 00104646

Place: Secunderabad
Date: 27/05/2026

ANNEXURE - 1

INDEPENDENT AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of GODAVARI DRUGS LIMITED,

Secunderabad.

We have examined the compliance of conditions of Corporate Governance by Godavari Drugs Limited ('the Company'), for the Financial Year ended March 31, 2026, as stipulated under the relevant provisions of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('Listing Regulation').

The compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedure 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 the opinion on the financial statements of the Company.

In our opinion, and to the best of the information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

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.

For Ayyadevara & Co.,
Chartered Accountants,
FRN. 00278S

sd/-
Ayyadevara Srinivas
Proprietor
Membership No.028803
Hyderabad. May 27, 2026
UDIN: 26028803QYUVIY8953.

CEO AND CFO CERTIFICATE UNDER REGULATION 17 OF THE LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT REGULATIONS, 2015

The Board of Directors,
Godavari Drugs Limited
Secunderabad.

We, Mukund Kakani, Managing Director and Chief executive Officer, and Mohit jaju, Whole Time Director and Chief Financial Officer, to the best of our knowledge and belief, certify that:

We have reviewed the Balance Sheet, Statement of Profit and Loss and the cash flow statement and to the best of our knowledge and belief that:

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 existing accounting standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2025-26, which are fraudulent, illegal or violative of the Company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control systems and that we have taken the required steps to rectify these deficiencies, if any.

We further certify that –

a) there have been no significant changes in internal control over financial reporting during the year 2025-26;

b) there have been no significant changes in accounting policies during the year 2025-26 except the change in the Stock valuation method for which Company adopted the Weighted Average Policy; and

c) there have been no materially significant fraud of which we have become aware and the involvement therein, of management or an employee having a significant role in the Company's internal control system over financial reporting.

For and on behalf of the Board of Directors
For Godavari Drugs Limited

	sd/-	**sd/-**
Place: Secunderabad	**Mukund Kakani**	**Mohit jaju**
Date: 27th May, 2026	**Managing Director and Chief Excecutive Officer**	**Whole Time Director and Chief Financial Officer**

ANNEXURE-2

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,

Godavari Drugs Limited,

1-8-303/34, S.P. Road, Secunderabad,Telangana, India, 500003

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Godavari Drugs Limited having CIN: L24230TG1987PLC008016 and having registered office at 1-8-303/34, S.P. Road, Secunderabad,Telangana, India, 500003 (hereinafter referred to as 'the Company'), produced before me 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 Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my 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 me by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company for the Financial Year ended on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities Exchange Board of India and/ or Ministry of Corporate Affairs or any such other Statutory Authority.

Details of Directors:

Sr. No	DIN/PAN	Name	Designation	Category	Date of Appointment	Cessation Date
1	03405414	MOHIT JAJU	Whole-time director	Promoter	10/05/2012	-
2	00104646	MUKUND KAKANI	Managing Director	Promoter	03/12/1987	-
3	00104601	GHANSHYAM JAJU	Director	Promoter	03/12/1987	-
4	01876185	MAHENDRA UDAY BHALERAO	Director	Independent	12/11/2022	-
5	08257931	SHILPA BUNG	Director	Independent	29/05/2025	-
6	10503106	DINESH UDPA	Director	Independent	13/02/2024	-

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For VSS & Associates.,
Company Secretaries

sd/-
CS Vidya Harkut
Partner
Membership No. F7086
COP no.: 7534
Peer Review C no. 4615/2023
Place: Hyderabad
Date: 27-05-2026

ANNUAL REPORT 2025-26

Financial Statements

Independent Auditor's Report

To the Members of Godavari Drugs Limited, Secunderabad

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Godavari Drugs Limited ("the Company"), which comprise the balance sheet as at March 31, 2026, and the statement of profit and loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit, changes in equity and its cash flows for the year ended on that date.

Basis for 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 Auditor's 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.

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 as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. During the year under consideration, we have no key audit matters to report.

Information Other than the Financial Statements and Auditor's Report Thereon.

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance 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 during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone 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 preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 the Board of Directors 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.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not 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 on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism 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 in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system 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.
- Conclude on the appropriateness of management's 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 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 auditor's 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, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in "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 Statement of Profit and Loss, 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 standalone financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of Section 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, 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 on its financial position in its financial statements – Refer Note 1 (J) to the financial statements.

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (A) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that 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 its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

(C) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (A) and (B) above, contain any material misstatement.

(v) The company has not declared any dividend during the year ended March 31, 2026.

(vi) Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the year ended March 31, 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with, and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For Ayyadevara & Co.,

Chartered Accountants,

FRN.00278S

sd/-
Ayyadevara Srinivas.

Proprietor.

ICAI Membership No.028803.

Hyderabad. May 27, 2026.

UDIN: 26028803QYUVIY8953

ANNEXURE A TO AUDIT REPORT OF EVEN DATE.

Statement on the matters specified in paragraphs 3 and 4 of 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 Companies Act, 2013.

(i)	**(a)**	**(A)**	The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
		(B)	During the year under consideration the company did not own any intangible assets.
	(b)		The Property, Plant and Equipment have been physically verified by the management at reasonable intervals, during the year. We are informed that no material discrepancies were noticed on such verification.
	(c)		The land in possession of the company is on a long-term lease from Maharashtra Industrial Development Corporation.
	(d)		The company has not revalued any of its properties.
	(e)		No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
(ii)	**(a)**		Physical verification of inventory has been conducted by the management, during the year, at reasonable intervals. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed in such verification.
	(b)		The company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. The quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company.
(iii)			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.
(iv)			The company has not granted any loans, or made any investments, or given guarantees, and security, to which the provisions of sections 185 and 186 of the Companies Act 2013 apply.
(v)			The company has not accepted any deposits or any amounts that are deemed to be deposits, under the directives issued by the Reserve Bank of India to which the provisions of sections 73 to 76 of the Companies Act, 2013, apply.
(vi)			We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules made by the Central Government for maintenance of cost records under sub-section (1) of Section148 of the Act, in respect of its products and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out detailed examination of the records with a view to determine whether these are accurate or complete.

(vii)	**(a)**	The company is regular in depositing 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 any other statutory dues to the appropriate authorities
	(b)	According to the information and explanations given to us and the records of the company examined by us, there are no dues referred to in (a) above, as on March 31, 2026, which has not been deposited on account of a dispute except as under:

Sl. No.	Dues under	Particulars of demand	Dispute pending before	Amount deposited against the demand
1.	Customs Act, 1962	Customs Duty for the years 2008-09 to 2013-14 (Rs.16.30 Lakhs)	CESTAT Mumbai	Rs. 2.50 Lakhs
2.	Service Tax	Service Tax, Rs.3.98 Lakhs	CESTAT Mumbai	Rs. 0.18 Lakhs

(viii)		There are no amounts that are in the nature of undisclosed income surrendered or offered as income during the year in the tax assessments under the Income Tax Act, 1961.
(ix)	**(a)**	The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
	(b)	The company is not declared as a wilful defaulter by any bank or financial institution or other lender.
	(c)	The term loans were applied for the purpose for which the loans were obtained.
	(d)	No funds raised on short term basis have been utilised for long term purposes.
	(e)	The company does not have subsidiaries, associates or joint ventures.
	(f)	The company does not have subsidiaries, associates or joint ventures.
(x)	**(a)**	During the year under consideration, no moneys were raised by way of initial public offer or further public offer (including debt instruments).
	(b)	In respect of preferential allotment of shares made by the company 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.
(xi)	**(a)**	During the course of our audit, we have not come across any instances of fraud by the company or any fraud on the company.
	(b)	There is no instance, during the year under consideration, that necessitates reporting in Form ADT4.
	(c)	There are no instances of whistle-blower complaints received during the year by the company.
(xii)		The company is not a Nidhi Company.

(xiii)		All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards.
(xiv)	**(a)**	The company has engaged a firm of Chartered Accountants to carry out internal audit and submit their report to the Board of Directors and Audit Committee. The internal audit system is commensurate with the size and nature of the company's business.
	(b)	The reports of the Internal Auditors for the period under audit were considered by us.
(xv)		The company has not entered into any non-cash transactions with directors or persons connected with them.
(xvi)	**(a)**	The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
	(b)	The company has not conducted any Non-Banking Financial or Housing Finance activities.
	(c)	The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
	(d)	The company is not part of any "group" as defined under the applicable regulations / guidelines relating to NBFC's/ Investment companies.
(xvii)		The company has not incurred cash losses in the financial year and in the immediately preceding financial year.
(xviii)		There has not been any resignation of the statutory auditors during the year.
(xix)		On the basis of the financial ratios, 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, wea are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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.

(xx)	**(a)**	There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act.
	(b)	There are no ongoing projects relating to CSR as on March 31, 2025 and March 31, 2026.

(xxi)		The company does not have any subsidiaries or associates or joint ventures the accounts of which are to be consolidated and as such there are no consolidated financial statements.

For Ayyadevara & Co.,

Chartered Accountants.,

FRN. 00278S.

sd/-
Ayyadevara Srinivas.

Proprietor.

Membership No.028803

Hyderabad. May27, 2026

UDIN: 26028803QYUVIY8953

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Godavari Drugs Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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, 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 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 judgement, including the assessment of the risks of material misstatement of the said 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 with reference to the standalone financial statements.

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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, 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.

For Ayyadevara & Co.,

Chartered Accountants,

FRN. 00278S

sd/-
Ayyadevara Srinivas

Proprietor

Membership No.028803

Hyderabad. May 27, 2026

UDIN: 26028803QYUVIY8953

FINANCIAL STATEMENTS

Balance Sheet

GODAVARI DRUGS LIMITED
Balance Sheet as at March 31, 2026
CIN: L24230TG1987PLC008016

(₹ in Lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
1. Non - current assets			
a. Property, Plant and Equipment	2	3,030.78	3,260.88
b. Capital Work in Progress	3	5,653.82	2,994.61
c. Investment Property			
d. Goodwill			
e. Other Intangible assets			
f. Intangible assets under development			
g. Biological Assets other than bearer plants			
h. Financial Assets			
(i) Investments	4	0.01	0.01
(ii) Trade Receivables			
(iii) Loans			
(iv) Other Financial Assets	5	178.85	175.84
i. Deferred tax assets (net)			
j. Other non-current assets			
2. Current assets			
(a) Inventories	6	4,606.41	2,794.13
(b) Financial Assets			
(i) Investments			
(ii) Trade Receivables	7	4,358.11	4,232.36
(iii) Cash and cash equivalents	8	1,450.94	237.33
(iv) Bank balances other than (iii) above			
(v) Loans	9	80.90	102.21
(vi) Others (to be specified)			
(c) Current Tax Assets (Net)			
(d) Other current assets	10	683.32	510.26
Total Assets		**20,043.13**	**14,307.64**

(₹ in Lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share capital	11	1,012.74	753.05
(b) Other Equity	12	6,042.04	3,581.56
(c) Money received against Share Warrants		525.11	
LIABILITIES			
1. Non -current liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	3,697.13	2,389.52
(ii) Trade payables			
(A) Total outstanding dues of micro enterprise and small enterprise and			
(B) Total outstanding dues creditors other than of micro enterprise and small enterprise			
(iii) Other financial liabilities (other than			
those specified in item (b), to be specified)			
(b) Provisions	14	71.66	82.64
(c) Deferred tax liabilities (Net)	15	180.02	191.84
(d) Other non-current liabilities			

(₹ in Lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
2. Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	3,938.71	3,773.25
(ii) Trade payables	17		
(A) Total outstanding dues of micro enterprise and small enterprise and		73.86	31.59
(B) Total outstanding dues of creditors other than of micro enterprise and small enterprises		3,397.54	2,839.01
(iii) Other financial liabilities [other than			
those specified in item (c)	18	995.10	546.16
(b) Other current liabilities	19	–	–
(c) Provisions			
(d) Current Tax Liabilities (Net)		109.21	119.03
Total Equity and Liabilities		**20,043.13**	**14,307.64**

Significant Accounting Policies and Other Information **1**

Notes 1 to 26 form integral part of financial statements

As per our report of even date

For Ayyadevara & Co.,
Chartered Accountants
FRN: 00278S

For and on behalf of the Board of Directors

sd/-
Ayyadevara Srinivas
Proprietor
ICAI Membership No. 028803
Hyderabad, May 27, 2026
UDIN : 26028803QYUVIY8953

sd/-
Mukund Kakani
Managing Director & Chief Executive Officer
DIN : 00104646

sd/-
Mohit Jaju
Whole Time Director & Chief Financial Officer
DIN : 03405414

sd/-
Venkatesh Achanta
Company Secretary & Compliance Officer

Statement of Profit and Loss

GODAVARI DRUGS LIMITED
Statement of Profit and Loss for the year ended March 31, 2026
CIN: L24230TG1987PLC008016

(₹ in Lakhs)

Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
I Revenue from operations	20	10,580.81	11,335.01
II Other income	21	80.51	97.72
III Total Income (I+II)		**10,661.32**	**11,432.73**
IV EXPENSES			
Cost of Material Consumed	22	8,888.89	8,523.96
Changes in inventories of finished goods, stock in trade and work-in-progress	23	-1,139.13	-358.20
Employee benefits expense	24	569.66	502.81
Finance costs	25	397.97	473.20
Depreciation and amortization expense	2	243.21	244.76
Other expenses	26	1,229.92	1,483.66
Total Expenses (IV)		**10,190.52**	**10,870.19**
V Profit/(loss) before exceptional items and tax (III - IV)		470.79	562.54
VI Exceptional items		35.51	-
VII Profit/(loss) before tax (V - VI)		506.30	562.54
VIII Tax Expenses:			
1. Current Tax		**-109.21**	**-119.03**
2. Deferred Tax		**11.82**	**-5.51**
IX Profit (Loss) for the period from continuing operations (VII-VIII)		408.91	438.00
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)		408.91	438.00

(₹ in Lakhs)

Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
XIV Other Comprehensive Income			
A (i) items that will not be reclassified to profit or loss			
(ii) Income tax relating to items that will not be reclassified to profit or loss			
B (i) Items that will be reclassified to profit or loss			
(ii) Income tax relating to items that will be reclassified to profit or loss			
XV Total Comprehensive Income for the period (XIII + XIV) (Comprising profit/loss and other Comprehensive Income for the period)		**408.91**	**438.00**
XVI Earning per equity share (for discontinued operation):			
(1) Basic			
(2) Diluted			
XVII Earning per equity share (for continuing operation):			
(1) Basic		5.43	5.82
(2) Diluted		5.36	5.82
XVIII Earning per equity share (for discontinued & continuing operations)			
(1) Basic		5.43	5.82
(2) Diluted		5.36	5.82

Significant Accounting Policies and Other Information	**1**		

Notes 1 to 26 form integral part of financial statements

As per our report of even date

For Ayyadevara & Co.,
Chartered Accountants
FRN: 00278S

For and on behalf of the Board of Directors

sd/-
Ayyadevara Srinivas
Proprietor
ICAI Membership No. 028803
Hyderabad, May 27, 2026
UDIN : 26028803QYUVIY8953

sd/-
Mukund Kakani
Managing Director & Chief Executive Officer
DIN : 00104646

sd/-
Mohit Jaju
Whole Time Director & Chief Financial Officer
DIN : 03405414

sd/-
Venkatesh Achanta
Company Secretary & Compliance Officer

FINANCIAL STATEMENTS

Cash Flow Statement

GODAVARI DRUGS LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026
CIN: L24230TG1987PLC008016

(₹ in Lakhs)

Particulars	Year ended (31.03.2026)	Year ended (31.03.2025)
A. Cash Flow from Operating Activities		
Profit before Depreciation, Interest and Tax	1,147.49	1,280.50
Less : Other Income considered separately	-80.51	-97.72
Net	1,066.98	1,182.78
(Increase) / Decrease in Inventories	-1,812.29	-729.09
(Increase) / Decrease in Receivables	-125.75	1,709.97
(Increase) / Decrease in Shorttem Loans & Advances	21.31	-12.72
(Increase) / Decrease in Other Current Assets	-173.06	-21.34
Increase / (Decrease) in Current Liabilities	1,215.20	-894.46
Income Tax Paid	-119.03	-115.54
Total A	**73.36**	**1,119.60**
B. Cash Flow from Investing Activities		
(Increase)/Decrease in Fixed Assets	-2,672.31	-1,999.81
(Increase)/Decrease in Nonr current assets.	-3.00	-49.12
Other Income	80.51	97.72
Total B	**-2,594.80**	**-1,951.21**
C. Cash Flow from Financing Activities		
Increase in Share Capital	259.69	–
Increase in Share Premium	2,051.58	–
Increase in Share Warrants	525.11	–
Increase/(Decrease) in Long Term Borrowings	1,307.61	1,272.78
Increase/(Decrease) in Long Term Provisions	-10.98	7.07
Interest Paid	-397.97	-473.20
Total C	**3,735.04**	**806.65**

(₹ in Lakhs)

Particulars	Year ended (31.03.2026)	Year ended (31.03.2025)
D. Net Increase/(Decrease) in cash and cash equivalents [A+B+C]	**1,213.60**	**-24.96**
Cash and cash equivalents at the beginning of the year	237.33	262.29
Cash and cash equivalents at the end of the Period	1,450.93	237.33
Increase/(-)Decrease	1,213.60	-24.96

Notes 1 to 26 form integral part of financial statements

As per our report of even date

For Ayyadevara & Co.,
Chartered Accountants
FRN: 00278S

For and on behalf of the Board of Directors

sd/-
Ayyadevara Srinivas
Proprietor
ICAI Membership No. 028803
Hyderabad, May 27, 2026
UDIN : 26028803QYUVIY8953

sd/-
Mukund Kakani
Managing Director & Chief Executive Officer
DIN : 00104646

sd/-
Mohit Jaju
Whole Time Director & Chief Financial Officer
DIN : 03405414

sd/-
Venkatesh Achanta
Company Secretary & Compliance Officer

Material Accounting Policies

Note 1: Material Accounting Policies and other information.

A. Company Overview

The company is engaged in the business of manufacture of Active Pharmaceutical Ingredients (API) and its intermediates, through its manufacturing facility at Nanded, Maharashtra, India.

B. Segment Reporting

The company operates only one segment i.e., manufacture and sale of Active Pharmaceutical Ingredients (API) and its intermediates.

C. Compliance with Indian Accounting Standards

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) as notified under section 133 of the Companies Act 2013 (the Act), read with Companies (Indian Accounting Standard) Rules 2015. The company has uniformly applied all the applicable accounting standards in the presentation of the financial statements.

D. Reporting Currency

The financial statements are presented in Indian Rupees which is also the functional and presentation currency of the company. The figures in the financial statements are rounded off to nearest lakhs (two decimals).

E. Overall Considerations

The financial statements have been prepared using accounting policies and applicable Indian Accounting Standards (Ind AS) that are in effect as of March 31, 2026, as presented in detail hereunder. These policies are followed consistently by the company in the presentation of the financial statements. Changes in the accounting policies, if any, will be reported in accordance with the applicable Indian Accounting Standards. Material Accounting policies are disclosed in the financial statements as prescribed by Ind AS 1 – Presentation of Financial Statements.

F. Issue of convertible warrants and shares on preferential basis and EPS

a. During the year the company has issued 23,60,065 convertible warrants at a price of Rs.89/- each, on preferential basis to the promoters of the company. The said price of Rs.89/- includes warrant subscription price and warrant exercise price. As against the said amount the company has received 25% aggregating to Rs.5,25,11,446. The balance 75% is payable in a timeline of 18 months ending September 17, 2027.

b. During the year the company allotted 25,96,935 equity shares of Rs.10/- each fully paid up (at an issue price of Rs.89/- per equity share, including premium of Rs.79/- per equity share) on preferential basis to the promoters and non-promoters of the company.

c. The above issue and allotment of warrants and equity shares on preferential basis has been approved by the Bombay Stock Exchange vide letter dated March 04, 2026.

d. The EPS and the Diluted EPS for the year has been computed taking into account the above preferential allotment.

G. Accounting Policies

1) Basis of Preparation of Financial Statements

The financial statements are prepared under the historical cost convention on accrual basis. Unless specified otherwise, with reasons, income and expenditure are recognised upon their accrual and provisions are made for all known losses and liabilities.

2) Use of Estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized.

3) Property Plant & Equipment

i) Property, plant and equipment acquired by the company are reported at acquisition value. The acquisition cost for this purpose includes the purchase price (net of duties and taxes which are recoverable in future) and expenses directly attributable to the asset to bring it to the site and in the working condition for its intended use. Interest during construction period up to the date of commencement of operations, indirect project expenditure and trial run expenditure (net of trial run income, if any) incurred in respect of projects under implementation are capitalized to the asset constructed / created. Spares and tools that are not in the nature of 'Property, Plant & Equipment' are treated as part of inventories. The costs incurred for the repairs and maintenance of these assets are charged to revenue.

ii) The cost of assets under construction as on the Balance Sheet date, are classified under the head "Capital Work in Progress" and the same are capitalized as and when they are put to use.

4) Capital Work in Progress

Capital Work in Progress as on March 31, 2026, is Rs.5653.82 Lakhs This amount is incurred for the expansion of existing product capacities and also for construction of plant facilities for DHDT (a new intermediate for anti-HIV drugs). The said capital work in progress will be capitalised, upon completion of construction and commencement of commercial operations.

5) Impairment of Assets

The carrying amounts of assets are reviewed at each Balance Sheet date, if there is any indication of impairment based on internal / external factors. An impairment loss will be recognized wherever the carrying amount of an asset exceeds its estimated recoverable amount. The recoverable amount is greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to the present value using the weighted average cost of capital. In carrying out such exercise, due effect is given to the requirements of Schedule II of the Companies Act, 2013.

6) Depreciation

Depreciation on Property, Plant and Equipment including assets such as Furniture and Fixtures, Computers etc., is provided over the useful life of the asset in the manner prescribed in Schedule II to the Companies Act,2013. In respect of the assets that are either sold / retired during the year, the accumulated depreciation carried forward relating to such assets is adjusted.

7) Investments

Current investments are carried at lower of cost and quoted / fair value, computed category wise. Long term Investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary.

8) Research &Development

(i) Capital expenditure on research and development is capitalised and included in the gross block of property, plant and equipment, upon completion of construction / commissioning.

(ii) Revenue expenditure on Research and Development is charged to Profit & Loss account, as and when the same is incurred.

9) Inventories

Inventories are valued at lower of cost or net realizable value. Obsolete, slow moving and defective inventories are identified at the time of physical verification and necessary provision is made for such inventories. The cost is determined using the weighted average cost method for all categories of inventories. Cost includes in case of Raw materials, Stores & spares and consumables, the purchase price and direct costs attributable less discounts. In case of work-in-process and finished goods, cost includes direct labour, material costs and production overheads. Duties and Taxes recoverable from the authorities in the future are not included in the cost of inventory.

10) Employee Benefits

Short-term employee benefits are recognized as an expense in the Statement of Profit and Loss of the year in which the related service is rendered. Post-employment and other long-term employee benefits are recognized as an expense in the statement profit and loss for the year in which the employee has rendered services. The expense is recognized at the present value of the amount payable determined using actuarial valuation techniques. Actuarial gains and losses in respect of post-employment and other long-term benefits are charged to the Statement of Profit and Loss.

11) Foreign Currency Transactions

(i) Transactions denominated in foreign currencies are normally recorded at the exchange rates prevailing on the date of transaction.

(ii) Any income or expense on account of exchange difference either on settlement or on translation is recognized in the Statement of Profit and Loss.

(iii) Monetary assets & Liabilities denominated in foreign currencies are restated at the appropriate rates of exchange prevailing on the date of Balance Sheet. Resultant gain or loss is accounted during the year.

12) Borrowing Cost

Interest and other borrowing costs attributable to assets under construction are capitalized and these are part of capital work in progress. Other interest and borrowing costs are charged to Statement of Profit & Loss.

13) Provisions, Contingent Liabilities and Contingent Assets

(i) **Provisions**: Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

(ii) **Contingent Liabilities:** Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

(iii) **Contingent Assets**: Contingent Assets are not recognized in the financial statements.

14) Accounting for Taxes on Income

Income Tax – Current and Deferred – are accounted in accordance with Ind AS – 12, 'Income Taxes" as amended from time to time.

H. Employee Benefits

The requisite disclosures pertaining to Employees Benefits are as under.

Defined Contributions:

Payments and Provisions for employees include Rs. 18.86lakhs (Previous Year Rs. 19.47lakhs) recognised as expenses in respect of defined contribution plans.

Defined Benefit Plans:

Gratuity - Gratuity is payable to all the eligible employees of the Company on resignation, death, Permanent disablements in terms of the Payment of Gratuity Act,1972

Leave Encashment:

Entitlement of annual leave is recognised when they accrue to employees. Annual leave can either be availed or encashed subject to a restriction on the maximum number of accumulation of leaves.

I. The details of amounts outstanding to Micro, Small and Medium Enterprises based on available information with the Company is as under

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Principal amount due and remaining unpaid (< 45 days)	73.86	31.59
Interest due on the above and the unpaid interest	Nil	Nil
Interest paid / payable	Nil	Nil

The information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company, regarding the status of registration of such vendor under the said Act, as per the intimation received from them on the request made by the Company.

J. CONTINGENT LIABILITIES:

(₹ in Lakhs)

Sl. No.	Particulars	31.03.2026	31.03.2025
1.	On account of Bank Guarantee	21.00	21.00
2.	Claims against the company/ disputed liabilities not acknowledged as debts:		
3	In respect of Advance Licence Customs Demand raised for the year 2000-01 and Appeal pending with CESTAT, Mumbai	16.30	16.30
4	(b) In respect of Service Tax on Director's Remuneration	3.98	3.98
	Demand raised for the period from 01.07.12 to 31.10.14and Appeal pending with CESTAT, MUMBAI		
3.	Relating to claim of a third party in which the company was made a party.	9.00	9.00
7	**Total**	**50.28**	**50.28**

K. Particulars of Sales, Closing and Opening Inventory

(₹ in Lakhs)

Particulars	Sales Value		Closing Inventory	Opening Inventory
	2025-26	2024-25	31.03.2026	31.03.2025
Manufacturing Bulk Drugs	**10580.81**	11335.01	**1357.79**	1393.88
Total	**10580.81**	**11335.01**	**1357.79**	**1393.88**

L. Value of Raw Materials, Stores & Spares Consumed.

(₹ in Lakhs)

	% Cons	2025-26	% Cons	2024-25
Value of Raw Materials **Imported** **indigenous**	**88.83%** **11.17%**	**7896.34** **992.55**	**88.07%** **11.93%**	**7506.91** **1017.05**
Total	**100%**	**8888.89**	**100%**	**8523.96**
Stores and Spares Imported indigenous	**100%**	**159.40**	**100%**	**197.76**

M. RELATED PARTY TRANSACTIONS

(₹ in Lakhs)

A	**Associated Companies**
	Godavari Capital Private Limited.
	Godavari Homes Private Limited.
B	**Associated Firms**: Nil.
C	**Key Management Personnel**

(₹ in Lakhs)

A	**Associated Companies**	
	Godavari Capital Private Limited.	
	Godavari Homes Private Limited.	
	Mr. Mukund Kakani, Mr. Mohit Jaju, Mr. Venkatesh Achanta	
D	**Relatives of Key Management Personnel**	
	Mr. Ghanshyam Jaju, Mrs. Sushma Kakani, and Mr. Isheir Jaju	
E	Nature of transaction	Amount (Rs. Lakhs)
(i)	***Rent***	
	Sushma Kakani	4.80
	Mohit Jaju	8.40
(ii)	***Remuneration***	
	Mukund Kakani	18.00
	Mohit Jaju	18.00
	Isheir Jaju	9.00
	Venkatesh Achanta	7.60
(iii)	***Interest***	
	Ghanshyam Jaju	30.78
	Mukund Kakani	37.90
	Mohit Jaju	57.77
(iv)	***Sundry Creditors***	
	Sushma Kakani	5.66
	Mohit Jaju	2.27
(v)	***Loans***	
	Mohit Jaju	756.21
	Mukund Kakani	479.26
	Ghanshyam Jaju	364.53

N. **Corporate Social Responsibility**: The company has incurred an expense of **Rs.11.70 lakhs** on CSR obligations. PY Rs.12.63 lakhs. **(FY 25-26 Spent for Supporting other government institutions and community supporting villages in the neighbourhood to our factory)**

O. **Expenses in Foreign Exchange** – Towards Travelling **Rs. 18.22lakhs** (Previous Year- Rs. 18.55 lakhs)

P. **Value of Imports calculated on CIF basis in respect of Raw Material: Rs. 7836.59 lakhs** (Previous Year Rs. 7295.63 lakhs)

Q. **Foreign Currency exposure** that are not hedged by derivative or forward contract as on the last day of the year: **Rs. 4996.37 Lakhs** (Previous Year Rs.4247.56 Lakhs)

R. Earnings in Foreign Exchange: Exports on FOB basis: **Rs. 107.09 Lakhs.** (Previous Year – Rs. 78.67 Lakhs).

S. CWIP Ageing Schedule

(₹ in Lakhs)

CWIP	Amount in CWIP for a period of				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
Project In Progress	2659.21	1783.25	1211.35	-	5653.81
Total	**2659.21**	**1783.25**	**1211.35**		**5653.81**

T. Aging Schedule of Receivables

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	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	3540.06	7.42	70.44	144.11	19.56	3781.59
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables—considered good	-	-	19.56	102.49	454.46 **	576.51 **
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-
Total	**3540.06**	**7.42**	**90.00**	**246.60**	**474.02**	**4358.10**

** This amount relates to two parties against whom cases for the recovery of the amounts have been filed. The cases are pending before Fast Track Court, XIXth Metropolitan Magistrate Courts, Secunderabad and before the Hon'ble NCLT, Jaipur.

U. Trade Payables aging schedule.

(₹ in Lakhs)

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	73.86	-	-	-	73.86
(ii) Others	3353.41	36.50	7.63	-	3397.54
(iii) Disputed dues — MSME	-	-	-	-	-
(iv)Disputed dues – Others	-	-	-	-	-
Total	**3427.27**	**36.50**	**7.63**	**-**	**3471.40**

V. Ratio Analysis.

(₹ in Lakhs)

Sl. No.	Ratio	Numerator	Denominator	Current Year	Previous Year	Variance	Remarks
1	Current Ratio	Current Assets	Current Liabilities	1.31	1.08	21.30%	NIL
2	Debt-Equity Ratio	Long Term Borrowings	Total Equity	0.30	0.28	7.14	NIL
3	Debt Service Coverage Ratio	PAT + Noncash Charges + Interest	Interest + Repayment Obligations	1.68	2.73	-38.46%	Note 1
4	Return on Equity Ratio	PAT	Total Equity	0.06	0.10	-40.00%	Note 2
5	Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	2.43	3.94	-38.32%	Note3
6	Trade Receivables Turnover Ratio	Sales	Average Trade Receivables	2.46	2.23	10.31%	NIL
7	Trade Payables Turnover Ratio	Purchases	Average Trade Payables	3.02	2.95	2.37%	NIL
8	Net Capital Turnover Ratio	Sales	Capital Employed	1.51	2.63	-42.59	NIL
9	Net Profit Ratio	PAT	Sales	0.04	0.04	Nil	NIL
10	Return on Capital Employed	PBIT	Capital Employed	0.13	0.24	-45.82%	Note 2

Note 1 – The Variance is on account of increase in Debt.

Note 2 – The Variance is on account of increase in Equity.

Note 3—The Variance is on account of increase in Inventory

W. Previous year's figures have been regrouped / reclassified wherever necessary to conform with the current year's presentation

GODAVARI DRUGS LIMITED
Year ended March 31, 2026
Note 2 — Property, Plant and Equipment

(₹ in Lakhs)

Sl.No.	Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at 31.03.2025	Additions	Deletion	As at 31.03.2026	As at 31.03.2025	For the period	Deletion	As at 31.03.2026	As at 31.03.2026	As at 31.03.2025
1	Land	226.67			226.67					226.67	226.67
2	Factory Building	565.01			565.01	267.55	16.25		283.80	281.21	297.46
3	Plant & Machinery	3,574.37			3,574.37	1,069.92	165.61		1,235.53	2,338.84	2,504.45
4	Electrical Installations	240.67			240.67	138.75	18.64		157.39	83.29	101.92
5	Laboratory Equipment	20.76			20.76	10.28	1.70		11.98	8.79	10.48
6	Furniture & Fixtures	18.76			18.76	15.26	1.22		16.47	2.29	3.51
7	Vehicles	258.39	26.36	23.53	261.22	148.95	37.04	6.76	179.23	81.99	109.44
8	Office Equipments	5.45	1.80		7.25	4.10	0.82		4.91	2.33	1.35
9	Computers	32.60	1.72		34.32	27.01	1.95		28.96	5.36	5.59
	Total	**4,942.70**	**29.88**	**23.53**	**4,949.05**	**1,681.82**	**243.21**	**6.76**	**1,918.27**	**3,030.78**	**3,260.88**

FINANCIAL STATEMENTS

Notes to the Balance Sheet

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Note 3: Capital Work in Progress		
At the beginning of the year	2,994.61	1,832.06
Additions during the year	2,659.21	1,783.25
Amounts capitalised during the year		
Amounts capitalised during the year	–	620.69
At the end of the year	5,653.82	2,994.61
Note 4: Investments		
Long Term (Quoted)		
500 HDFC Shares @ Rs.2 per share Face Value	0.01	0.01
(Market value is Rs.3,63,525/-)		
Total	**0.01**	**0.01**
Note 5 : Other financial assets		
(i) Security Deposits	178.85	164.59
(ii) Bank deposits with more than 12 months maturity		11.25
Total	**178.85**	**175.84**
Note 6 : Inventories		
[As verified, valued and certified by the Management]		
Raw Material	1,613.83	934.58
Work-in-Process	1,626.90	451.68
Finished Goods	1,357.79	1,393.88
Other Stock	7.89	13.99
Total	**4,606.41**	**2,794.13**
Note 7: Trade Receivables (Ref Note 1(S)]		
(a) Trade Receivables considered good - Secured;		
(b) Trade Receivables considered good - Unsecured;	3,781.60	3,777.90
(c) Trade Receivables which have significant increase in Credit Risk; and	576.51	454.46
(d) Trade Receivables - credit impaired.		
Total	**4,358.11**	**4,232.36**
Note 8: Cash and cash equivalents		

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Cash in hand	0.02	0.11
In Current Accounts	1,200.25	2.39
In Margin money deposits (With maturity less than 12 months)	250.67	234.83
Total	**1,450.94**	**237.33**
Note 9:Loans		
(a) Loans Receivables considered good - Secured;		
(b) Loans Receivables considered good - Unsecured; Loans and advances to employees	80.90	102.21
(c) Loans Receivables which have significant increase in Credit Risk; and		
(d) Loans Receivables - credit impaired.		
Total	**80.90**	**102.21**
Note 10: Other Current Assets		
Capital Advance to Suppliers	234.79	154.87
Advance to suppliers	153.86	57.06
Balance with Revenue authorities	52.97	39.30
Income Tax and TDS	76.71	85.23
Others	165.00	173.79
Total	**683.32**	**510.26**
Note 11 : Equity share capital		
a. Authorised		
2,00,00,000 Equity Shares of Rs. 10/- each (P.Y. 1,00,00,000 Equity Shares of Rs.10/- each)	2,000.00	1,000.00
	2,000.00	1,000.00
b. Issued, subscribed & paid up		
1,01,27,435 Equity Shares of Rs. 10/- each fully paid up (P.Y.75,30,500 Equity Shares of Rs.10/- each)	1,012.74	753.05
	1,012.74	753.05
c. Par value of shares	10/-	10/-
d. Number of shares outstanding at begining of the year	75,30,500	75,30,500
Changes during the year	25,96,935	0
Number of shares outstanding at end of the year	1,01,27,435	75,30,500
e. Restriction on disbursement of Dividend		

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
As part of standard conditions of sanction of term loans the company requires prior permissions from the lenders to declare dividend		

Note 11A : Statement of Changes in Equity

A. Equity Share Capital

(1) Current reporting period

(₹ in Lakhs)

Balance at beginning	Changes due to prior period errors	Restated balance	Changes during the year	Balance at end
753.05	–	–	259.69	1,012.74

(2) Previous reporting period

(₹ in Lakhs)

Balance at beginning	Changes due to prior period errors	Restated balance	Changes during the year	Balance at end
753.05	–	–		753.05

f. Promoters shareholding

Particulars	No. of Shares	% of total shares
Shares held by promoters at the end of the year		
1 Kamal Jaju	9,10,000	8.99%
2 Sushma Kakani	11,55,000	11.40%
3 Mukund Kakani	3,50,000	3.46%
4 Mohit Jaju	5,35,000	5.28%
5 Kirti Kumar Jain	8,531	0.08%
6 Ghanshayam Jaju	3,50,000	3.46%
7 Jaju Ghanshayam (HUF)	2,200	0.02%
8 Priyanka Jaju	1,85,000	1.83%
9 Aksheit Kakani	3,26,000	3.22%
10 Tanushree Kakani	1,40,000	1.38%
Total Shares held by promoters	**39,61,731**	**39.12%**

g. The company has only one class of shares i.e. Equity Shares.

Note 12 : Other Equity

(1) Current reporting period

Reserves and Surplus

(₹ in Lakhs)

	Share application money	Equity component of	Capital Total		Maharashtra Special Capital	Central Subsidy			Debt instruments through	Equity Instruments through	Effective portion of		Exchange differences on translating the financial	Other items of Other	Money received against	
Particulars	**pending allotment**	**compound financial instruments**	**Reserve**	**Securities Premium**	**Incentive Reserve**	**Reserve**	**General Reserve**	**Retained Earnings**	**Other Comprehensive Income**	**Other Comprehensive Income**	**Cash Flow Hedges**	**Revaluation Surplus**	**statements of a foreign operation**	**Comprehensive Income (specify nature)**	**share warrants**	**Total**
Balance at the beginning of the current reporting period	–	–	–	1,063.19	45.00	10.00	16.54	2,446.82	–	–	–	–	–	–	–	3,581.55
Changes in accounting policy or prior period errors	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Restated balance at the beginning of the current reporting period	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Total Comprehensive Income for the current year	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Dividends	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Transfer to retained earnings	–	–	–	–	–	–	–	408.91	–	–	–	–	–	–	–	408.91
Any other change (to be specified)	–	–	–	2,051.58	–	–	–	–	–	–	–	–	–	–	–	2,051.58
Balance at the end of the current reporting period	**–**	**–**	**–**	**3,114.77**	**45.00**	**10.00**	**16.54**	**2,855.73**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**6,042.04**

(2) Previous reporting period

Reserves and Surplus

(₹ in Lakhs)

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Capital Total Reserve	Securities Premium	Maharashtra Special Capital Incentive Reserve	Central Subsidy Reserve	General Reserve	Retained Earnings	Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants	Total
Balance at the beginning of the current reporting period	–	–	–	1,063.19	45.00	10.00	16.54	2,008.83	–	–	–	–	–	–	–	3,143.56
Changes in accounting policy or prior period errors	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Restated balance at the beginning of the current reporting period	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Total Comprehensive Income for the current year	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Dividends	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Transfer to retained earnings	–	–	–	–	–	–	–	438.00	–	–	–	–	–	–	–	438.00
Any other change (to be specified)	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Balance at the end of the current reporting period	**–**	**–**	**–**	**1,063.19**	**45.00**	**10.00**	**16.54**	**2,446.83**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**3,581.56**

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Note 13 : Borrowings		
Secured		
Mercedes-Benz Financial Services India Pvt Ltd	14.51	27.98
Term Loan-Yes Bank	938.83	838.50
Car Loan- Yes Bank	3.97	12.96
ICICI Bank Term Loan	1,080.82	195.42
Yes Bank Working Capital Term Loan	59.00	137.67
Unsecured		
From related parties	1,600.00	1,177.00
Total	**3,697.13**	**2,389.52**
Note 14 : Provisions		
Provision for Employee Benefits	71.66	82.64

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Total	**71.66**	**82.64**
NOTE 15 : Defferred Tax Liabilities / Assets		
Beginning of the year	191.84	186.33
Increase / (Decrease) in Deferred Tax liability on account of timing difference originating during the year	-11.82	5.51
Net Deferred Tax Liability as on 31.03.2026	180.02	191.84
Note 16 : Borrowings		
Cash credit facility - ICICI Bank / Yes Bank	1,312.32	2,127.08
SBLC/WCDL Yes Bank/HSBC /ICICI Bank	2,626.39	1,646.17
(The borrowing is secured by hypothecation of first charge on inventory, trade receivables, movable assets, immovable assets and guranteed by directors other than independent directors.		
Total	**3,938.71**	**3,773.25**
Note 17: Trade payables (Ref Note 1(T)]		
(A) Total outstanding dues of micro enterprise and small enterprise and	73.86	31.59
(B) Total outstanding dues creditors other than of micro enterprise and small enterprise	3,397.54	2,839.01
Total	**3,471.40**	**2,870.60**
Note 18 : Other financial liabilities		
Current maturity of long term debt	557.96	271.84
Interest accrued on borrowings	31.24	27.12
Statutory liabilities	15.08	13.54
Other liabilities	390.81	233.66
Total (A)	**995.10**	**546.16**
Note 19 : Other Current Liabilities		
Provisions	–	–
Current Tax Liability	109.21	119.03
Total	**109.21**	**119.03**

FINANCIAL STATEMENTS

Notes to the Statement of Profit and Loss

GODAVARI DRUGS LIMITED
Notes forming part of the Financial Statements

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Note 20 : Revenue From Operations		
Sale of finished goods	10,580.81	11,335.01
Total	**10,580.81**	**11,335.01**
Note 21 : Other Income		
Interest income	16.09	10.57
Profit on Sale of Vehicle	–	3.49
Others	61.51	75.50
Credit Balance Written Back	2.91	8.16
Total	**80.51**	**97.72**
Note 22: Cost of material consumed		
Opening Stock	934.58	566.36
Add: Purchases	9,568.14	8,892.18
Less : Closing stock	1,613.83	934.58
Total	**8,888.89**	**8,523.96**
Note 23 : Changes in Inventories of Finished Goods & Work in Process		
(a) Opening Stock		
Finished Goods	1,393.88	1,099.38
Work-in -process	451.68	387.98
Sub- Total (a)	**1,845.56**	**1,487.36**
(b) Closing Stock		
Finished Goods	1,357.79	1,393.88
Work-in -process	1,626.90	451.68
Sub- Total (b)	**2,984.69**	**1,845.56**
Difference of (a) and (b) Increase (-) / Decrease(+)	**-1,139.13**	**-358.20**
Note 24 : Employee benefits		
Salaries,Wages and other allowances	443.65	401.43
Contribution to Provident Fund and other Funds	45.37	30.46

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Gratuity	–	12.21
Staff Welfare Expenses	80.64	58.72
Total	**569.66**	**502.81**
Note 25 : Finance Cost		
Banks	351.44	381.39
Others	46.53	91.80
Total	**397.97**	**473.20**
Note 26 : Other Expenses		
Power & fuel	508.51	692.04
Consumption of stores and spares	159.40	197.76
Rent	18.67	17.64
Remuneration to Directors	36.00	36.00
Auditors' Remuneration	2.50	2.50

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Repairs & Maintainance		
Plant & Machinery	17.60	10.60
Building	20.34	25.46
Others	41.34	84.80
Exchange fluctuations	64.22	30.68
Insurance	26.10	18.32
Research & development expenses	41.87	23.43
Rates & taxes	15.07	9.65
Travelling and conveyance	17.41	15.27
Freight outward	20.61	22.77
Misc. expenses	228.57	284.13
CSR Expenditure	11.70	12.63
Total	**1,229.92**	**1,483.66**

Notes 1 to 26 form integral part of financial statements

As per our report of even date

For Ayyadevara & Co.,
Chartered Accountants
FRN: 00278S

For and on behalf of the Board of Directors

sd/-
Ayyadevara Srinivas
Proprietor
ICAI Membership No. 028803
Hyderabad, May 27, 2026
UDIN : 26028803QYUVIY8953

sd/-
Mukund Kakani
Managing Director & Chief Executive Officer
DIN : 00104646

sd/-
Mohit Jaju
Whole Time Director & Chief Financial Officer
DIN : 03405414

sd/-
Venkatesh Achanta
Company Secretary & Compliance Officer

GODAVARI DRUGS LIMITED

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YEARS OF CHEMISTRY.