



# Bal Pharma Limited

Regd Office: # 21&22, Bommasandra Industrial Area, Bangalore-560099.  
CIN # L85110KA1987PLC008368

To,  
The Manager-Listing  
National Stock Exchange of India Ltd  
Mumbai.

02.09.2025

BSE Limited  
Mumbai.

**Sub :Submission of Annual Report for Financial Year 2024-2025.**  
**Ref : Regulation 34 of SEBI (LODR) Regulations,2015.**

As already informed to the exchanges, 38<sup>th</sup> Annual General Meeting of the members of the Company is scheduled to be held on 25<sup>th</sup> September 2025 at 11.30 A.M through video conferencing/audio visual means.

Notice along with the details of the business to be transacted at the meeting and audited standalone and consolidated financial statements of the Company for the F.Y ended 31.03.2025 together with the reports of Directors and Auditors there on is being dispatched to our shareholders in electronic form by National Securities Depository Ltd (NSDL).

A Copy of the unabridged annual report of the Company for the financial year ended 31.03.2025 is enclosed, for submission to the exchanges.

Annual report for F.Y 2024.25 is also available on our website i.e [www.balpharma/ar.com](http://www.balpharma/ar.com).

Kindly take the intimation on record.

Thanking You.

**For Bal Pharma Limited**

**Authorised Signatory**



*Progress in Action*

24  
25

**38<sup>TH</sup> ANNUAL REPORT**

**COMMITTED TO QUALITY HEALTH CARE**



# BAL PHARMA LIMITED

# COMPANY PROFILE

## BOARD OF DIRECTORS

Mr. Shailesh Siroya	– Managing Director
Mr. Himesh Virupakshaya	– Executive Director
Mr. Kotian Chittananda Damodar*	– Executive Director
Dr. C.V Srinivas#	– Independent Director
Ms. Nicola Neeladri	– Independent Director
Mr. Jatish Sheth	– Independent Director
Mr. H S Venkatesh	– Independent Director
Mr. Ravindrakumar Kothari@	– Non-Executive Director
* Upto 16-05-2025	
# Upto 28-06-2024	
@ From 05-05-2025	

## STATUTORY AUDITORS

Messrs SSJNB & Co, Chartered Accountants

## INTERNAL AUDITORS

Messrs Murugesh & Company  
Chartered Accountant

## SECRETARIAL AUDITORS

Mr. Parameshwar G Bhat  
Practising Company Secretary

## COST AUDITORS

Mr. M.R Krishna Murthy  
Cost Accountant

## REGISTRAR & TRANSFER AGENTS

MUFG INTIME INDIA PRIVATE LIMITED  
(Registrar & Transfer Agents)  
MUFG Intime India Pvt. Ltd, C 101, Embassy 247,  
L.B.S.Marg, Vikhroli (West) MUMBAI - 400 083

## PLANT LOCATIONS

- Unit 1 – Formulations  
# 21 & 22, Bommasandra Industrial Area  
Bangalore-560099. Karnataka.
- Unit 2 – API's  
# 61/B, Bommasandra Industrial Area  
Bangalore-560099. Karnataka.
- Unit 3 – Parenterals (Temporarily non-operational)  
# 732/735, Off National Highway No.4  
Village Kenjal, Dist Bhore  
Maharashtra.
- Unit 4 – Formulations  
Plot # 1,2,3&69, Sector 4, IIE-Pantnagar  
Rudrapur, Udham Singh Nagar  
– 263153, Uttarakhand.
- Unit 5 – Intermediates  
Thabadewadi Post, Kavatha Mahankal  
Sangli-416405, Maharashtra.
- Unit 6 – API's and Intermediates  
# C-155, Mewar Industrial Area  
Madri, Udaipur-313001, Rajasthan.  
Rajasthan.

## BANKERS

Canara Bank  
HDFC Bank

## CONTENTS

Notice	I
Management Discussion & Business Analysis	13
Board's Report	16
Report on Corporate Governance	27
Standalone Audit Report	54
Standalone Financial Statements	64
Consolidated Audit Report	123
Consolidated Financial Statements	130



**NOTICE** is hereby given that the 38th (Thirty Eighth) Annual General Meeting (AGM) of the Members of Bal Pharma Limited will be held on Thursday, 25th September, 2025 at 11:30 A.M through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following businesses:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, the Statement of Profit and Loss for the financial year ended as on that date and the Cash Flow Statement together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare dividend of Re. 1.20 per Equity Share of Rs 10/- each.
3. To appoint a director in place of Mr. Himesh Virupakshya (DIN # 08554422), who is retiring by rotation and being eligible, offer himself for reappointment.

**SPECIAL BUSINESS:****4. To appoint Secretarial Auditor for a duration of 5 years.**

To consider and pass if thought fit, to pass the following resolution as an ordinary resolution.

**"RESOLVED THAT** pursuant to the provisions of Section 204 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A and all other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Board of Directors of the Company, Mr. Parameshwar G Bhat, Company Secretary in Practice (Certificate of Practice No: 11004) be and is hereby appointed as Secretarial Auditor of the Company for a term of 5(Five) consecutive years (from FY 2025-26 to FY 2029-2030), for carrying out the secretarial audit of the Company, on such remuneration as may be determined by the Board of Directors.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be considered necessary, proper and expedient to give effect to this resolution."

**5. To appoint Mr. Jatish Sheth (DIN# 00581963) as an Independent Director of the Company for second term.**

To consider and if thought fit, to pass the following Resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of the Articles of Association of the Company, Mr. Jatish Sheth (DIN:00581963) who was appointed as an Independent Director of the Company by the members in their meeting held on 24th September 2021 and who holds the office upto 27.12.2025, in terms of Section 161 of the Companies Act, 2013 and the Rules made there under and other applicable laws, if any, Mr. Jatish Sheth be and is hereby appointed as Independent Director of the Company for the second term.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013 read with Schedule IV and all other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Mr. Jatish Seth, be and is hereby appointed as an Independent Director of the Company for second term of 5 Years (Five Years) commencing from 28.12.2025 to 27.12.2030 and whose office shall not be subject to retirement by rotation.

**RESOLVED FURTHER THAT** any one of the Directors or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper and expedient to give effect to the above said resolution also to take necessary steps to file necessary returns with the Registrar of Companies and comply with other formalities, if any as may be required pursuant to the provisions of the Companies Act, 2013 or such other Regulations."

**6. To ratify the remuneration payable to Cost Auditors for the financial year 2025-26:**

To consider and if thought fit to pass the following Resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactment thereof), the remuneration payable to GNV & Associates, Cost Auditors (Firm Registration No.000150), appointed by the Board of Directors based 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 2025-26, amounting to Rs. 40,000/- (Rupees Forty Thousand only) or such other amount as may be decided by the Board including applicable taxes and excluding out of pocket expenses incurred by them in connection with the audit of cost records, be and is hereby ratified and approved.



**RESOLVED FURTHER THAT** any of the Board of Directors or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary and expedient in order to give effect to the above said Resolution.”

**7. To approve “Bal Pharma Limited Employee Stock Option Plan -2025”**

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

**“RESOLVED THAT** in accordance with the provisions of Section 62 and other applicable provisions, if any, of the Companies Act, 2013 and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Listing Agreement entered into by the Company with the Stock Exchanges where the shares of the Company are listed and the provisions contained in the Securities and Exchange Board of India Share Based Employee Benefits and Sweat Equity Regulations, 2021, as amended and the regulations/guidelines prescribed by any other relevant Authority (the Guidelines), including any statutory modification(s) or re-enactment of the Act and Guidelines, for the time being in force and to the extent applicable and subject to such other approvals, permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be considered necessary by the Board of Directors of the Company (hereinafter referred to as the “Board” which expression shall also include any Committee thereof including the Compensation Committee), or as may be prescribed or imposed while granting such approvals, permissions and sanctions, which may be agreed to or

accepted by the Board in its sole discretion, the consent of the Shareholders of the Company be and is hereby accorded to the Bal Pharma Limited Employees Stock Option Plan 2025 (hereinafter referred to as the “Plan”) and the Board be and is hereby authorized to grant to such employees who are in the permanent employment of the Company at the time the grant is made (herein after referred to as employees), as may be decided solely by the Board an option to subscribe to such number of Equity Shares of the Company of the face value of Rs.10/- each under the Plan and thereof to issue, allocate or allot, such number of Equity Shares of the Company, at such price, in such manner, during such period, in one or more tranches and on such terms and conditions, as the Board may decide, as set out in the Explanatory Statement hereto, not exceeding 10,00,000 (Ten Lakh) Equity Shares of the Company.

**FURTHER RESOLVED THAT** the Board be and is hereby authorized to issue, allocate or allot such number of Equity Shares as may be required in pursuance of the above issue and that the Equity Shares so issued, allocated or allotted shall rank pari passu in all respects with the existing Equity Shares of the Company.

**FURTHER RESOLVED THAT** for the purpose of giving effect to the above, the Board be and is hereby authorized to determine the form and terms of the issue, the exercise price and all other terms and matters connected therewith, and to do all such acts, deeds, matters and things as it may in its absolute discretion, deem necessary or desirable for such purpose, and to make and accept any modifications in the proposal, including to withdraw, suspend or revive the Plan from time to time, as may be required by the authorities involved in such issues and to settle any questions or difficulties that may arise in regard to this Issue.”

**By the order of the Board of Directors  
For Bal Pharma Limited**

Place: Bengaluru  
Date: 11.08.2025

**Shailesh Siroya**  
Managing Director  
DIN No.00048109

**NOTES:-**

1. Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 ("Act"), in respect of the Special Business to be transacted at the Annual General Meeting ("AGM") is annexed hereto.
2. Pursuant to the General Circular nos. 20/2020 dated 05.05.2020, 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2022, 02/2021 dated 13.01.2021, 02/2022 dated 05.05.2022 issued by the Ministry of Corporate Affairs ("MCA") and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by the SEBI (hereinafter collectively referred to as "the Circulars"), Companies are allowed to hold AGM through VC, without the physical presence of Members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
3. As the AGM will be held through VC/OAVM, the facility for appointment of Proxies by the Members will not be available for the AGM and hence the Proxy Form, Route Map and Attendance Slip are not annexed to this Notice.
4. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 19th September, 2025 to Thursday, 25th September, 2025 (both days inclusive).
6. Members holding more than one Share Certificate in different folios are requested to apply for consolidation of the folios and send the relative Share Certificates to the Company's Registrar and Share Transfer Agent, MUFG Intime India Private Ltd, # C-101, 1ST Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai-400083.
7. Institutional Shareholders / Corporate Members (i.e. other than individuals / HUF, NRI, etc.) are required to send a certified true copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting to the Scrutinizer by email through its registered email address to parameshwar@vjkt.in with a copy marked to evoting@nsdl.co.in.
8. Dividend, if any, that may be declared at the Meeting will be paid on or before 10th October, 2025 to those Members entitled there to, whose names appear in the Register of Members of the Company at the close of business hours on 18th September, 2025 and for those holding the Shares in demat mode, the dividend will be paid to the Members whose names are furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as beneficial owners on that date and the bank particulars registered with the respective Depository Accounts will be used for this purpose.
9. Members holding shares in electronic form may please note that as per the regulations of National Securities Depository Ltd (NSDL) and Central Depository Services (India) Limited (CDSL), the Company is obliged to print the bank details on the dividend warrants as furnished by these Depositories to the Company and the Company cannot entertain any request for deletion/change of bank details already printed on dividend warrants as per information received from the concerned Depositories. In this regard, Members should contact their Depository Participant (DP) and furnish particulars of any changes desired by them.
10. Pursuant to Section 124 of the Companies Act, 2013 any money transferred to Unpaid Dividend Account and remaining unclaimed for a period of 7 (Seven) years from the date of such transfer to the Unpaid Dividend Account shall be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government, and thereafter, the Shareholders shall not be able to claim any Unpaid Dividend amount from the Company. The Company has transferred Rs.2,40,542/- being the amount lying in the credit of Unpaid Dividend Account for the financial year 2016-2017, to Investor Education and Protection Fund as stipulated under Section 125 of the Companies Act, 2013 read with Investor Education and Protection Fund (Awareness and Protection of Investors) Rules, 2001. The Members who have not en-cashed the Dividend Warrants for the financial years 2017-18 onwards are requested to write to the Company directly or to MUFG Intime India Pvt Ltd, the Registrar and Share Transfer Agents of the Company.
11. The Members may now avail of the facility of nomination, by nominating in the prescribed form, a person to whom your Shares in the Company shall vest in the event of death of the Member. Interested Members may write to the Company's Registrar & Share Transfer Agent for the prescribed form.
12. 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 / Registrar and Transfer Agents, MUFG Intime India Pvt Ltd, Mumbai.
13. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report for F.Y 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report for F.Y 2024-25 will also be available on the Company's website [www.balpharma.com](http://www.balpharma.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of NSDL <https://www.evoting.nsdl.com>.
14. As per Regulation 40 of SEBI Listing Regulations, as amended, Securities of listed Companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of Securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents (RTA), MUFG Intime India Pvt Ltd for assistance in this regard.





15. Relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode. Members can inspect the same by sending an email to the Company at [secretarial@balpharma.com](mailto:secretarial@balpharma.com).
16. Members seeking any information/desirous of asking any questions with regard to the accounts, operations or any matter of the Company are requested to send email to the Company at [investor@balpharma.com](mailto:investor@balpharma.com) at least 7 days before the Meeting. The same will be replied by the Company suitably.
17. The Company has designated an exclusive email id called [investor@balpharma.com](mailto:investor@balpharma.com) to redress Members' complaints/grievances. In case you have any queries/ complaints or grievances, then please write to us at [investor@balpharma.com](mailto:investor@balpharma.com).
18. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with MUFG Intime India Pvt Ltd, in case the Shares are held by them in physical form.
19. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.

#### **INFORMATION FOR MEMBERS RELATING TO E-VOTING AREAS UNDER:**

1. Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No.02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. 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 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. 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 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 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 agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.balpharma.com](http://www.balpharma.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

#### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AREAS UNDER:-**

The remote e-voting period begins on 22nd September, 2025 (9:00 am IST) and ends on 24th September, 2025 (5:00 pm IST). 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, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date, being 18th September, 2025. Once the vote on resolution is cast by the shareholder the shareholder shall not be allowed to change it subsequently. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting, but shall not be allowed to cast the vote again.

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

To vote electronically on NSDL e-Voting system consists of "Two Steps", which are mentioned below:






**Step I: 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.	<ol style="list-style-type: none"> <li>Existing IDeASuser can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> 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 &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL mobile app is available on</li> </ol> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p><b>App Store</b></p>  </div> <div style="text-align: center;">  <p><b>Google Play</b></p>  </div> </div>





Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi /Easiest is <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the EVoting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a> Alternatively, the user can directly access e-Voting page by providing dematAccount Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</li> </ol>
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 above mentioned website.

**Help desk 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

**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***

#### 5) Password details for shareholders other than Individual shareholders are given below:

- 1) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 2) 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.
- 3) How to retrieve your 'initial password'?
  - I. 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'.
  - II. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

#### 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) 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](http://www.evoting.nsdl.com).
- b) Physical User Reset Password? (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

#### 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

#### 8. Now, you will have to click on "Login" button.

#### 9. 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 General 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.  
Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
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 parameshwar@vjkt.in with a copy marked to evoting@nsdl.co.in.
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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**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 [investor@balpharma.com](mailto:investor@balpharma.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 ([investor@balpharma.com](mailto:investor@balpharma.com)). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step I (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.co.in](mailto:evoting@nsdl.co.in) 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.

**THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE ANNUAL GENERAL MEETING ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the 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 AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under Shareholders/Members login by using the remote e-voting credentials. The link for VC/OAVM will be available in Shareholder/Members 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. Further Members can also use the OTP based login for logging into the e-Voting system of NSDL.
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 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 Company email id. The same will be replied by the Company suitably.
6. Shareholders who would like to express their views/ask questions during the Meeting may register themselves as a speaker and may send their request mentioning their name, demat account number/folio number, email id, mobile number at [investor@balpharma.com](mailto:investor@balpharma.com).
7. Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the Meeting.



#### **Other Instructions:**

- (I) This AGM Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on 22nd August, 2025. Any person, who acquires Shares of the Company and becomes a Member of the Company after sending of the Notice and holding Shares as of the cut-off date of 18th September, 2024, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
- (ii) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- (iii) The Board of Directors has appointed Mr. Parameshwar G Bhat, Practicing Company Secretary (Membership No. FCS 8860) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (iv) The Scrutinizer shall within a period not exceeding twenty-four (24) hours from the conclusion of the e-voting period unlock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Managing Director or designated Director of the Company.
- (v) The Results shall be declared within 2 working days from the conclusion of the Annual General Meeting. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.balpharma.com](http://www.balpharma.com) and on the website of NSDL within two (2) working days of passing of the resolutions at the AGM of the Company and also be communicated to BSE and NSE.
- (vi) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Thursday, 25th September, 2025.

#### **Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013:**

##### **Item No.4**

In terms of the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ('the Act'), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act. Furthermore, pursuant to recent amendments to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), every listed entity and its

material Subsidiaries in India are required to undertake Secretarial Audit by a Secretarial Auditor who shall be a peer reviewed Company Secretary and annex the Secretarial Audit Report to its annual report.

Additionally, effective from 1st April 2025, a listed entity shall subject to Shareholders approval, appoint or re-appoint:

- (i) an individual as Secretarial Auditor for not more than one term of five consecutive years; or
- (ii) a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years.

Provided that any association of the individual or the firm as the Secretarial Auditor of the listed entity before 31st March 2025 shall not be considered for the purpose of calculating the tenure as above.

Accordingly, the Board of Directors at its meeting held on May 29, 2025, has approved the appointment of Mr. Parameshwar G Bhat, Company Secretary, (Cop No. I 1004) as the Secretarial Auditor of the Company for a period of five (5) consecutive years, commencing from April 1, 2025 to March 31, 2030 subject to approval of the Members at the Annual General Meeting.

In terms of the amended regulations, Mr. Parameshwar G Bhat has provided a confirmation that he has subjected himself to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate. Mr. Parameshwar G Bhat has confirmed that he is not disqualified from being appointed as Secretarial Auditor and that he has no conflict of interest. Mr. Parameshwar G Bhat has further furnished a declaration that he has not taken up any prohibited non secretarial audit assignments for the Company, its holding and subsidiary companies. While recommending Mr. Parameshwar G Bhat for appointment, the Board evaluated various factors, including his capability to handle diverse Company's business and the Company's business segments, its industry standing, the clientele it serves, and its technical expertise.

Mr. Parameshwar G Bhat is presently the Secretarial Auditor of the Company. The terms and conditions of the appointment of Mr. Parameshwar G Bhat include a tenure of five (5) consecutive years, commencing from April 1, 2025 up to March 31, 2030 at a remuneration fixed by the Board of Directors, based on the performance & any additional efforts on account of changes in regulations or other considerations. Additional fees for statutory certifications and other professional services will be determined separately by the management, in consultation with Mr. Parameshwar G Bhat, and will be subject to approval by the Board of Directors.

Mr. Parameshwar G Bhat has provided its consent to act as the Secretarial Auditor of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations.

Mr. Parameshwar G Bhat is a Practicing Company Secretary. He provides professional services in the field of Corporate Laws, SEBI Regulations, FEMA Regulations including carrying out Secretarial Audits, Due Diligence Audits and Compliance Audits and is Peer Reviewed and Quality





Reviewed by the Institute of the Company Secretaries of India. Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 4 of this Notice for appointment of Secretarial Auditors of the Company for the period of 5(Five) years effective from 1st April 2025 up to 31st March 2030.

The Board of Directors recommends the Ordinary Resolution at Item No. 5 for approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives are in any way, financially or otherwise, concerned or interested in the said Ordinary Resolution set out at Item No. 5 of the accompanying Notice.

**Item No.5:**

Based on the recommendation of Nomination and Remuneration Committee and Board of Directors, Mr. Jatish Sheth who holds office till 27.12.2025 and is eligible for re appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose him as a candidate for the office of the Independent Director and his office shall not be liable to retire by rotation.

The Board considers that the appointment of Mr. Jatish Sheth as Independent Director would be of significant value to the Company. In the opinion of the Board, Mr. Jatish Sheth fulfill the conditions specified in the Companies Act, 2013 and SEBI (LODR) Regulations for his appointment as Independent Director of the Company.

A brief profile of Mr. Jatish Sheth is set out in the Annexure I to the Notice.

This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General

Meetings (SS-2) of Institute of Company Secretaries of India. Accordingly, the Board recommends his appointment as an Independent Director of the Company as Special Resolutions set forth in Item No. 6 of the Notice for approval of the Members.

The terms and conditions of appointments of Mr. Jatish Sheth shall be open for inspection by the Members at the Registered Office of the Company on all working days, between 11:00 A.M. and 01:00 P.M. up to the date of the Annual General Meeting. Except Mr. Jatish Sheth, none of the Directors, Key Managerial Personnel or their relatives financially or otherwise, are either interested or concerned in the said Resolutions.

**Item No.6:**

The Board of Directors of the Company at its Meeting held on 28.05.2024, on the recommendation of the Audit Committee, approved the appointment of GNV & Associates, Cost Accountant, Bangalore (Firm Registration No.000150) as Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2024-25 as per the Companies (Cost Records and Audit) Rules, 2014, on remuneration of Rs. 40,000/- (Rupees Forty Thousand only) or such other amount as may be decided by the Board including applicable taxes and out of pocket expenses at actual.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors as set out in the Resolution for the aforesaid services to be rendered by them.

None of the Directors, Key Managerial Personnel of the Company, and their relatives are in any way, concerned or interested, financial or otherwise, in the said Resolution.

**Item No.7:**

In the light of the growth of the Company's business and to meet employee compensation requirements for the existing as well as the future human resources, the Company is proposing a new Employees Stock Option Plan titled as "Bal Pharma Limited - Employees Stock Option Plan 2025" (hereinafter referred to as the "Plan") providing for issue of stock options to employees of the Company and is proposing reservation of 10,00,000 equity shares of Rs.10/- each amounting to Rs 1,00,00,000/- of the paid up capital of the Company. The said Resolution is being placed before the Members for their approval.

The Board may be empowered to issue and allot shares to such persons as it may decide including to such person or persons, who may or may not be the shareholders of the Company, as the Board may at its sole discretion decide, on such terms and conditions as may be finalized by the Board and that the Board may finalise all matters incidental thereto as it may in its absolute discretion think fit.

The Pharma Industry is knowledge-based and it is driven by intellectual power of the individuals working with the Company. The Employees Stock Option Plan is one of the facilitators in building partnership with the employees. The idea behind issue of stock options is to attract and retain the best talents on a long-term basis and to reward the employees for their performance and talent.

The Directors of the Company are interested to the extent of their shareholding in the Company.

A copy of the Plan is available for inspection at the Registered Office of the Company during office hours on all working days, except Saturday till the date of the passing of this resolution.

The Salient features of the Plan are:

- a) The total number of options to be granted to the employees of the Company, would not exceed 10,00,000 Equity Shares of Rs.10/- each.
- b) Employees of the Company and its holding/subsidiary (ies), as defined in the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as SEBI Guidelines) (including any Statutory modifications or re-enactment of the Act or the Guidelines for the time being in force) and as may be decided by the Board/Compensation Committee are entitled to participate in the Plan.





- c) Vesting of Options will commence after a period of one year from the date of grant and may extend up to a maximum of 5 years from the date of grant or such shorter/longer period as may be determined by the Board/Compensation Committee and as set out in the Option Agreement. The vesting may occur in tranches, subject to the terms and conditions of vesting as may be stipulated by the Compensation Committee in its discretion.
- d) The exercise price of the shares comprised in the option granted under the Plan shall be the average of the two weeks high and low price of the share of the Company immediately preceding the date of grant of option, on the Stock Exchange on which the shares of the Company are listed or such other price as may be approved by the Compensation Committee and set forth in the option agreement. In any event, the option price shall not be less than the par value of the shares.
- e) The scheme is valid for 10 years from the date of its approval by the shareholders and exercise period of options will commence from the date of vesting but will expire not later than 10 years from the date of vesting of options or such lesser period as may be decided by the Compensation Committee from time to time. The options will lapse on the employee if not exercised within the prescribed period. The options will be exercisable by the employees by a written application to the Company to exercise the options in such manner, and on execution of such documents, as may be prescribed by the Board/Compensation Committee from time to time.
- f) The appraisal process for determining the eligibility of the employee will be specified by the Board/Compensation Committee and will be based on criteria such as the experience and qualification/s of the employee, performance record, merit of the employee, future potential contribution by the employee and/or such other criteria as may be determined by the Board/ Compensation Committee.
- g) The maximum number of options to be granted per eligible employee of the Company will be as per the recommendations made by the Compensation Committee but, during any one year, it shall in no event be more than 1% of the issued capital of the Company. The maximum quantum of options per employee shall not exceed 5% of the total paid up equity capital during the tenure of the Plan.
- h) The Company adopts the “intrinsic value method” or “Fair value Method” as defined in the SEBI Regulations for valuation of the Stock Options.
- i) The Company will disclose in the Directors’ Report the impact on the profits and on EPS, the difference between the employee compensation cost computed using the Intrinsic value of Stock Options and the employee compensation cost that shall have been recognized, if the Company uses fair value of Stock Options as defined in the SEBI Regulations.
- j) The Company shall confirm to the accounting policies specified in the said SEBI Regulations, as may be applicable.

The Board recommends the adoption of the Resolution.

The Directors/Key Managerial personnel of the Company may be deemed to be concerned or interested in the Resolution to the extent of their existing shareholding in the Company

**By the order of the Board of Directors  
For Bal Pharma Limited**

Place: Bengaluru  
Date: 11.08.2025

**Shailesh Siroya**  
Managing Director  
DIN No.00048109

**Annexure-I to the Notice**

**Additional Information of Director seeking the appointment /reappointment of Directors at the forthcoming Annual General Meeting (pursuant to Regulation 36 of SEBI (LODR) Regulations, 2015 (as amended from time to time) and Secretarial Standards on General Meetings issued by ICSI.**

<b>Name of the Director</b>	<b>Mr. Himesh Virupakshya</b>	<b>Mr. Jatish Sheth</b>
Director Identification Number (DIN)	08554422	00581963
Date of Birth	31/05/1961	18/08/1956
Original Date of Appointment/ re-appointment	28/09/2019	28/12/2020
Educational Qualifications	BE - Chemical engineering	Graduate
Expertise in functional areas	Operations, Administration, Quality Assurance and Projects	Production and marketing of Pharmaceuticals
Experience in Years	34 Years	30 Years
Terms and conditions of Appointment/ re-appointment and Remuneration	As per the Remuneration Policy of the Company.	As per the Remuneration Policy of the Company.
Remuneration last drawn	Rs.3,01,280/- per month	Nil
No. of Board Meetings attended during Financial Year 2024-25	05	05
Relationship with other Directors and Key Managerial Personnel.	NA	NA
Directorship in other Companies /LLP's	NA	1. Srushti Pharmaceuticals Pvt Ltd 2. Meganza Pharma LLP
Directorship in other listed Entities	NA	NA
Membership/Chairmanship of committees in public limited companies	NA	NA
No. of shares held in the Company (either directly or indirectly)	26,500	Nil

**By the order of the Board of Directors  
For Bal Pharma Limited**

Place: Bengaluru  
Date: 11.08.2025

**Shailesh Siroya**  
Managing Director  
DIN No.00048109

**INDUSTRY OVERVIEW**

The pharma industry in India is entering a dynamic phase of growth, driven by innovation, digital transformation, and a strong global reputation in generics and vaccine manufacturing. As the world's third-largest producer of pharmaceuticals by volume and 14th by value, India supplies more than 50% of global vaccine demand, 40% of generics consumed in the U.S., and 25% of all UK medicines. The industry, currently valued at around USD 55 billion, has been instrumental in ensuring global access to affordable medicines and is expected to reach USD 130 billion by 2030, growing at a CAGR of 11-13%.

The strength of the pharma sector in India lies in its well-established generics ecosystem, cost-effective manufacturing, and a large pool of skilled scientists and engineers. Indian companies are also expanding into high-value segments such as biosimilars, speciality drugs, and innovative therapies, while simultaneously strengthening their contract development and manufacturing (CDMO/CRAMS) capabilities. This dual approach of cost leadership and value innovation positions India's pharma industry as a critical player in the global healthcare landscape for the next five years and beyond.

**Growth of the Pharma Industry in India: Tracking Trends and Potential**

**AI-Powered Drug Development and Digital Pharma** – India's pharma sector is rapidly adopting digital tools, AI, and machine learning to enhance R&D efficiency and accelerate time-to-market. According to NASSCOM, Indian pharma companies investing in AI and analytics could reduce drug discovery time by 30–40% and cut costs by up to 20%. Companies like Dr. Reddy's and Sun Pharma are already piloting AI models for clinical trial selection and predictive toxicology. Meanwhile, the digitization of sales, marketing, and supply chains is expected to improve efficiency, compliance, and patient engagement, creating demand for clinical data scientists, digital transformation leads, and health IT experts.

**Biosimilars and Biologics**

**India's Next Export Engine** – As global biologics worth over USD 90 billion face patent expiry by 2030, Indian pharma is intensifying its focus on biosimilars and biologics. The domestic biosimilars market, currently at USD 3 billion, is projected to grow to USD 10 billion by 2030, driven by rising chronic disease prevalence and demand from North America and Europe. Biocon, Lupin, and Zydus Lifesciences are leading biosimilar exports, especially in oncology, rheumatology, and diabetes. The government's support via the PLI scheme for biopharmaceuticals further enhances India's manufacturing and R&D capabilities in this segment.

**CDMO/CRAMS**

**India as a Global Manufacturing Hub** – India is emerging as a preferred destination for Contract Development and Manufacturing Organizations (CDMOs) and Contract Research and Manufacturing Services (CRAMS) due to its cost advantage, regulatory track record, and technical expertise. The Indian CDMO market, valued at USD 12 billion in 2024, is expected to cross USD 25 billion by 2030. Global pharma giants are outsourcing not just manufacturing but also early-stage R&D to Indian firms. This shift is creating high-skill roles in formulation development, process engineering, and regulatory documentation, particularly in high-value APIs and complex generics.

**Domestic Pharma Demand Surge and Healthcare Access**

India's domestic pharmaceutical market is growing steadily, fueled by expanding healthcare access, a growing middle class, and the rise of non-communicable diseases (NCDs). With initiatives like Ayushman Bharat and a target to establish 150,000 Health and Wellness Centres, the government aims to dramatically increase drug consumption across rural and semi-urban India. According to IQVIA, India's domestic pharma sales are expected to grow from USD 25 billion in 2024 to USD 50 billion by 2030, with Tier II and Tier III cities contributing over 40% of the growth. This trend opens up opportunities in branded generics, nutraceuticals, and chronic care therapies.

**Policy Push and Global Market Integration**

The Indian government is actively supporting the sector's global competitiveness through the Production Linked Incentive (PLI) schemes for APIs, key starting materials (KSMs), and bulk drugs. These programs, with a total outlay of over INR 15,000 crore (USD 1.8 billion), aim to reduce dependence on Chinese imports and boost self-reliance. Additionally, India's move towards regulatory harmonization with the USFDA, EMA, and WHO-GMP is expected to streamline exports and improve global trust. As of 2024, India has over 650 USFDA-approved manufacturing sites, the highest outside the U.S., and this number is expected to grow. Such initiatives are vital for expanding exports to Africa, Southeast Asia, and Latin America, which are projected to contribute 25–30% of India's pharma exports by 2030.

**Business Operations:**

The Company continues its business operations in single segment i.e. Pharmaceuticals and there is no change in the nature of business during the year under review.

**Revenue and net profits:**

The Company has recorded revenue of Rs.304.64 Cr for the financial year ended 31.03.2025 as against the previous year revenue of Rs.340.84 Cr. This decline in revenue is due to turbulent market conditions both domestic and international and also due to stiff competition from international players on



the key API products manufactured by the Company. Profit before exceptional items and tax stood at Rs.5.73 Cr as compared to Rs.9.31 Cr during previous financial year. Net profit for the period has stood at Rs.7.79 Cr as against Rs.7.72 Cr during the previous FY.

Formulations business segment of the Company is the growth driver for the current financial year with a revenue contribution of Rs. 161.33 Cr as against the revenue from Active Pharmaceutical Ingredients (API) which has contributed Rs. 132.35 Cr.

Export sales of the formulations have contributed a revenue of Rs. 115.05 Cr. Domestic market for formulations has contributed a revenue of Rs.46.27 Cr. API's export revenue is at Rs.68.19 Cr and domestic sales of API has generated a revenue of Rs.64.15 Cr for the financial year 24-25.

The Company has earned revenue in foreign currency to the extent of Rs.165.18 Cr from its export sales during f.y 2024.25 as against Rs.194.96 Cr during the previous financial year. This decline is due to fluctuation in foreign currency conversion rate and also subdued demand in African markets.

Anti Diabetic and anti-histamine drugs continue to dominate the revenue earnings for the Company in both domestic and international markets.

Earnings per share of Rs. 10 each for the F.Y 2024 - 2025 stood at Rs.4.89/- as against Rs. 5.13/- recorded during the previous financial year.

### **Operational Highlights**

Current ratio for the year stood at 1.16 against 1.25 for the previous financial year. Debt to equity ratio is at 1.46 when compared to 1.44 for the previous financial year. Return on equity is at 8.14% against 8.18% during previous financial year.

Inventory turnover ratio is at 1.66 for f.y 2024-25 compared to 2.07 for the previous financial year. Trade receivable turnover ratio has improved to 3.08 against previous years figure of 3.44. Similarly trade payable ratio for current year stood at 2.17 as against 2.16 for the previous financial year. Net capital turnover ratio stood at 8.85 as compared to 6.85 for the previous financial year. Return on capital employed stood at 17.34% as against 18.41% for previous financial year.

For more details about the operational performance in terms of ratios, please refer to note # 65 of the annexed notes to accounts.

### **Shareholders Funds**

Shareholders funds of the Company as on 31.03.2025 is Rs.82.90 Crores as against Rs.77.03 Crores during the previous financial year. Earnings per share for the year ended 31.03.2025 stood at Rs.4.89 per equity share of Rs.10 each against an EPS of Rs.5.13 for the previous financial year. The Company has distributed Rs. 1.91 Crores to the shareholders in the form of dividend during previous financial year as compared to the proposed dividend of Rs. 1.91 Cr for the current financial year at Rs. 1.20 per equity share of Rs. 10 each.

### **Internal Controls**

An external agency is auditing the Company's internal controls. This results in an unbiased and independent examination of the adequacy and effectiveness of the internal financial control systems in achieving the Company's goal of optimal operation. The activities are safeguarding and protecting the Company's assets from unauthorized use or disposition, keeping proper accounting records, and verifying the authenticity of all transactions.

Bal Pharma has an effective compliance management system that issues preventative warnings in the event of any violations. The independent Audit Committee and the Board of Directors regularly review the Company's performance to ensure that it is by overall corporate policy and in line with predetermined objectives. Company's internal auditors, guiding the smooth operation of risk management policies, raising organizational awareness of risks across businesses and corporate functions, developing formal reporting and monitoring processes, and developing risk management maintenance plans to keep the information updated and refreshed, deploying an ERM framework in key business areas and corporate functions, and aligning risk management with the business plan.

### **Risk and Concerns**

Bal Pharma Limited faces risks and uncertainties typical to that faced by domestic and global pharmaceuticals industry players, which could have a material impact on earnings and the ability to operate in the future. These are determined via robust assessment considering our risk context by the Board of Directors with inputs from the executive management. The Board is satisfied that these risks are being managed appropriately and consistently.

### **Research and Development**

Market research is a critical business catalyst, allowing the Company to develop and market differentiated generics and specialty products globally. Best-in-class technologies support the Company's R&D capabilities, allowing it to deliver affordable products globally. The Company is making proactive investments to build a global pipeline of generics, over-the-counter drugs, and specialty products. Long-term pipeline development investments are expected to continue and expand in scale and scope. The Company is also investing in research and development. It is developing specific products for emerging frontier markets.

The Company has incurred R&D expenditure of Rs. 3.25 Cr during the current financial year as against Rs.3.03 Cr during previous year.



### **Information Technology**

The Company is in the process of automating as many business processes as possible to increase efficiency and accuracy. A framework has been developed within the organization to capitalize on the opportunities presented by the proliferation of new-age digital technologies and transform into a digitally savvy company.

Technologies and platforms have been piloted as part of the plan to provide our customers with a better and more integrated experience.

### **CAUTIONARY STATEMENT.**

The Management Discussion and Analysis statements describing Companies objectives, projections, estimates, and expectations may be "forward-looking statements" within the scope of applicable securities laws and regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand-supply and price conditions in the domestic and overseas markets. The Company operates under various government regulations, tax laws, and other statutes & other incidental factors which might affect the future performance of the Company.

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Your Directors are pleased to present the Thirty Eighth (38th) Annual Report and the audited financial statements of the Company, for the financial year ended 31.03.2025

### FINANCIAL SUMMARY/ REVIEW OF OPERATIONS/ STATE OF COMPANY'S AFFAIRS

Following is the analysis of the standalone financial statements of the Company during the year under review:

(in Rs. Crores)

Particulars	F.Y 2024-2025	F.Y 2023-2024
Total income from operations	302.50	338.54
Profit from operations before interest, other income and exceptional items	5.73	9.32
Tax Expense	(2.07)	1.60
Profit after tax	7.80	7.73
Total Comprehensive Income	7.76	8.08
Earnings per share (In Rs)		
Basic:	4.89	5.13
Diluted:	4.89	5.13

Company continues to be engaged in development, manufacturing and sale of specialty pharmaceutical formulations and bulk drugs with specific emphasis on branded generics in various therapeutic segments in India and more than 30 countries worldwide.

During the year under review, Revenue from Operations augmented at Rs.302.50 cr; Profit before tax stood at Rs.5.73 Cr a 38.49% lower than the previous year. PAT for the year under review stood at Rs.7.79 Cr. Exports contributed 60 % of the revenue and 40 % revenue is generated by domestic sales.

Highlights of Company's performance are covered in detail in the Management Discussion and Analysis Report (MDA), included in this Annual Report as required under Schedule V of the SEBI (LODR) Regulations, 2015.

### DIVIDEND

The Board of Directors is pleased to recommend a Dividend of Rs. 1.20 per Equity Share of Rs.10/- each, i.e 12% of the Equity Share Capital of the Company thereby appropriating an amount of Rs 1.91 Crores towards Dividend distribution, for the F.Y 2024-25.

### UNCLAIMED DIVIDEND

Section 124 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (the Rules) provides that the dividend that has remained unclaimed or unpaid for a period of seven years is to be transferred to Investor Education and Protection Fund (IEPF). Further, the Rules mandate that the shares on which dividend has not been paid or claimed for seven consecutive years or more shall also be transferred to the IEPF. During the year under review, the Company has transferred 7,334 Equity Shares of the shareholders, whose dividend is outstanding for 7

consecutive years and an amount of Rs 2,40,542/- pertaining to the outstanding/unclaimed dividend amount for the F.Y 2016-17, to the IEPF account as per the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

Details of the shareholders whose shares and unpaid dividend that was transferred to the IEPF a/c is updated on Company's website [www.balpharma.com](http://www.balpharma.com).

Shareholders holding shares in physical form are advised to en-cash their Dividend on time to avoid transfer of their shares to IEPF account.

### TRANSFER TO RESERVE

The Company does not propose to transfer any amount to general reserves.

### SHARE CAPITAL

Rs.15,92,08,720/- comprising of 1,59,20,872 Equity Shares of Rs.10 each is the Issued and Paid-up Capital of the Company as on 31.03.2025.

During the financial year 2024-25, the Company has the vested 1,16,500 (one Lakh Sixteen Thousand Five Hundred) stock options to the permanent and eligible employees of the Company under Bal Pharma Ltd – Employees Stock Option Scheme – 2014, with each option converted into 1(one) Equity Share of Rs.10 (Rupees Ten only) each of the Company.

During the financial year 2024-25 the Company has not issued any Equity Shares with differential voting rights, nor issued any sweat Equity Shares.

### FINANCIAL STATEMENTS

The Annual consolidated and standalone financial statements together with the Auditors Reports' is annexed to this report, for the financial year ended 31.03.2025.

### DIRECTORS AND KEY MANAGERIAL PERSONNEL

Board of the Company comprise of renowned professionals from different walks of life. They bring in diversified competencies, domain knowledge and experience. Right combination of Executive and Independent Directors draws fine balance of business acumen and independent judgement on Board's decisions. During the year under review, none of the Non-Executive Directors had any pecuniary relationship or transactions with the Company, other than payment of sitting fees, commission and reimbursement of expenses, if any.

Changes in the Board of Directors:

Board of Director of the Company through a resolution passed by circulation on 05.05.2025 has appointed Mr. Ravindra Kumar Kothari (DIN # 03418320) as additional Director of the Company. His appointment is Regularized by the shareholders Via postal ballot as Non Executive – Non Independent Director on 01.08.2025.

Mr. Kotian Chittanand Damodar (DIN # 09613054), Whole Time Director of the Company has resigned from his post on 16.05.2025 citing personal reasons. Board of Directors of the Company has accepted his resignation with a note of appreciation for the services rendered by him during his tenure.

**Retirement by Rotation:**

Mr. Himesh Virupakshya (DIN # 08554422) retires by rotation at the ensuing AGM and being eligible, has offered himself for reappointment. The Board recommends for his re-appointment.

**Independent Directors:**

Independent Directors of the Company have confirmed that they continue to meet the criteria of independence as laid down under Section 149(6) of the Act and under the Listing Regulations. They have registered their names in the Independent Directors data-base and have passed the proficiency test, if applicable. They have also affirmed compliance to the Code of Conduct for Independent Directors.

Based on disclosures provided by Independent Directors, none of them are disqualified/debarred from being appointed as Director under Section 164 of the Act/SEBI order or any other authority and are independent from the management. The Board is of the opinion that the Independent Directors possess requisite qualifications, experience and expertise in the fields of manufacturing, operations, finance, forex, people management, strategy, sales & marketing, auditing, banking, risk management and they hold high standards of integrity. Skill set, expertise & competencies matrix of all the Directors is provided in the Report on Corporate Governance forming part of this Annual Report.

Other than what is stated above, there are no changes in the Composition of the Board or Key Managerial Personnel of the Company, during the year under review.

**AUDITORS AND AUDITORS REPORT****Statutory Auditors:**

M/s SSJNB & Co, Chartered Accountants (FRN # 013976S) were appointed as Statutory Auditors of the Company from the conclusion of 35th Annual General Meeting held on 19.09.2022 up to the conclusion of 40th Annual General Meeting i.e. for a period of 5 years.

There are no observations or remarks on the audited accounts of the Company by the statutory auditors, for the financial year ended 31.03.2025.

**Cost Auditors:**

As required by the provisions of Section 148 of the Companies Act, 2013, Mr. M. R. Krishnamoorthy, Cost Accountant, Bangalore (Membership No: 7568) was appointed as the Cost Auditor of the Company for the financial year 2024-25, to conduct cost audit of the cost records maintained by the Company.

Cost Audit Report for the FY 2023- 2024 has been filed with the Ministry of Corporate Affairs on 05.09.2024.

**Secretarial Auditor:**

Pursuant to Section 204 of the Companies Act, 2013 and rules made thereunder and in compliance with Regulation 24 A of SEBI (LODR) Regulations, Mr. Parameshwar G Bhat, Practicing Company Secretary (CP# 11004) was appointed by the Board of Directors as the Secretarial Auditor of the Company for the period of five consecutive years i.e. from FY 2025-26 up to 2030-2031.

Secretarial Audit Report for the FY 2024-25 in Form MR-3 is annexed to this report as Annexure -2.

**Internal Auditors:**

M/s Murugesh & Co, Chartered Accountants (M # 002233S) were appointed as the Internal Auditors of the Company for the FY 2024-25 and the internal audit reports issued by them were periodically reviewed by the Audit Committee and the Management of the Company is appraised about the observations of the internal auditor and on corrective actions, if any, that needs to be taken.

**RISK MANAGEMENT**

The Risk Management Committee of the Company comprising of the functional heads of the Company will submit its periodical report to the Board of Directors on the measures to be taken for mitigation of potential risk factors that may affect the business of the Company.

The Risk Management Policy implemented by the Company which is designed to enable risks to be identified, assessed and mitigated appropriately, is available on the website of the Company <https://www.balpharma.com/fin>.

**INTERNAL FINANCIAL CONTROL SYSTEM AND ITS ADEQUACY**

Your Company has an adequate system of internal controls with clearly defined authority limits. Internal controls ensure that the Company's assets are protected against loss from unauthorized use or disposition and all transactions are authorized, recorded and reported in conformity with generally accepted accounting principles. These systems are designed to ensure accuracy and reliability of accounting data, promotion of operational efficiency and adherence to the prescribed management principles. These policies are periodically reviewed to meet business requirements. The Company has in place adequate internal financial controls with respect to financial statements.

**DIRECTORS' RESPONSIBILITY STATEMENT**

In compliance with the provisions of Section 134(5) of the Companies Act, 2013, your Directors wish to confirm:

That in preparing the annual accounts, all the applicable accounting standards had been followed along with proper explanation relating to material departures.

That the Directors had selected such accounting policies and applied them consistently and made judgements 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 of the Company for that period.

That the Directors had 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 / detecting fraud and other irregularities.

That the Directors had prepared the annual accounts on a going concern basis.

That the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.

That the Company had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.



## RELATED PARTY TRANSACTIONS (RPTs)

All contracts /arrangements / transactions entered by the Company during the financial year with related parties were in ordinary course of business and at arms' length basis and the same were undertaken after prior omnibus approval of the Audit Committee.

During the year, the Company has not entered into any contract/arrangement/transaction with the related parties that could be considered as material, as per the policy of the Company on materiality of related party transactions.

There were no materially significant related party transactions which could have potential conflict with the interests of the Company at large.

The Company's policy on the related party transactions as approved by the Board can be accessed from the website i.e. <https://www.balpharma.com/balpharmacom.fin>.

Details of disclosure relating to the related party transactions under Section 188 of the Companies Act, 2013, form part of the notes to the financial statements provided in this annual report.

Statement of the related party transactions as approved by the Board, for the financial year 2024.25 in Form AOC-2 is annexed to this report in Annexure- 3.

All the RPTs undertaken during the financial year are disclosed in the notes to the financial statements. For Further Details, your attention is drawn to the Related Party disclosures set out in the Standalone Financial Statements.

## SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

During the year under review, the following Companies continued to be the subsidiaries of Bal Pharma Ltd. A report on the financial performance of each of the subsidiaries as per Section 129(3) of the Companies Act, 2013 in the prescribed format AOC-I is provided in Annexure- 4 to the Board's Rep\*

SI No	Name of the Company/LLP	Nature of Business	% of stake with Bal Pharma, as on 31.03.2024
1	Lifezen Healthcare Private Limited.	Marketing of OTC products.	99.40%
2	Bal Research Foundation	Research and Development.	80%
3	Balance Clinics LLP.	Diabetic care clinics.	80%
4	Golden Drugs Private Limited.	Manufacturing of API's	100%
5	Aurum Research and Analytical Solution Private Limited.	Research and Development.	95%

\* Golden Drugs Private Limited was amalgamated with Bal Pharma Limited Vide Hon'ble NCLT Bengaluru bench order # CP.(CAA) No.13/BB/2024 Dated 26.03.2025.

## SECRETARIAL STANDARDS

Secretarial Standards i.e. SS1 & SS2 issued by the Institute of Company Secretaries of India (ICSI) relating to the Meetings of Board of Directors and General Meetings, respectively have been duly followed by the Company.

## DECLARATION'S FROM INDEPENDENT DIRECTORS

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence, as prescribed under Section 149(6) of the Companies Act, 2013.

The Independent Directors have also confirmed under Regulation 16(b) of SEBI (LODR) Regulations, 2015 that they are not Non-Independent Director of another Company on the Board of which any non-independent Director of the listed entity is an independent Director.

The Company has devised a policy for familiarization of Independent Directors on their roles, rights, responsibilities with the Company and the said policy is available on the Company's website [www.balpharma.com](http://www.balpharma.com).

## BOARD EVALUATION

The Company has devised a policy for performance evaluation of the Board, Committees and Individual Directors. The evaluation process among others considers attendance of Directors at the Board and Committee Meetings, acquaintance with business, communication within the Board members, effective participation, domain knowledge, compliance with the internal code of conduct, vision and strategy.

The Company has also in place a Policy for Nomination and Remuneration of KMPs, Senior Management personnel and Directors of the Company, which is in compliance with Section 178 of the Companies Act, 2013. Policy guiding the nomination and remuneration of the Directors and KMP's can be accessed from the Company's website <https://www.balpharma.com/balpharmacom/pdf/investors/irl/Nomination%20and%20Remuneration%20Policy.pdf>

The Board carried out annual performance evaluation of itself, Committees, Individual Directors and Chairman at their Meeting held on 13/02/2025.

Report on performance evaluation of the individual Directors, and Committees was reviewed by the Chairman and feedback was given to the Directors. The Board has expressed satisfaction over the overall functioning of the Board Members and their Committees, which are in line with the objectives and goals of the Company.

## MEETINGS OF THE BOARD

The intervening gap between two Board Meetings was within the maximum period prescribed under the Act. The detailed information regarding Board and Committee meetings held during the year under review is furnished in the Corporate Governance Report, which is forming part of this Report as Annexure - 5.



## VIGIL MECHANISM

The vigil mechanism of the Company which also incorporates Whistle Blower Policy as prescribed by SEBI (LODR) Regulations, 2015 includes compliance task force comprising of senior executives of the Company.

The policy of whistle blower is available on the Company's website. The policy is reviewed by the Audit Committee from time to time and no concerns and/or irregularities were reported by the employees till date. Please access the Company's website <https://www.balpharma.com/wbp> to refer to the whistle blower policy of the Company.

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTFLOW

As per the provisions of Section 134 of the Companies Act, 2013, details relating to the conservation of energy, technology absorption, foreign exchanges earnings and outflow are given as Annexure -6 to this report.

## CORPORATE GOVERNANCE

The Board of Directors reaffirm their continued commitment to transparent Corporate Governance & ethical practices. The Company is committed to maintain highest standard of Corporate Governance and elevating the same to the best global practices. Report on Corporate Governance for the year under review, forms part of this report. A certificate from Mr. Vijaykrishna K.T, Practicing Company Secretary confirming compliance with Corporate Governance requirements as stipulated under the Listing Regulations, is annexed and forms part of this report.

## PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEE'S GIVEN OR SECURITY PROVIDED BY THE COMPANY

The Company makes investments and trade advances to its subsidiaries for their business purposes. Details of loans, investments and advances covered under Section 186 of the Companies Act, 2013, form part of the notes to the financial statements annexed to this report.

## DEPOSITS

Your Company has not accepted any deposits from the public falling within the purview of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposit) Rules, 2014 and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

Disclosure as per the Companies (Acceptance of Deposits) Second Amendment Rules, 2015.

The Company has not accepted any unsecured loan from the Directors of the Company and/or relatives of the Directors, during the year under consideration.ort and hence not repeated here, for the sake of brevity:

## MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR AND UP TO THE DATE OF THIS REPORT.

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

## ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, Copy of the Annual Return as on March 31st, 2025 is available on the Company's website [www.balpharma.com](http://www.balpharma.com).

## CORPORATE SOCIAL RESPONSIBILITY (CSR) \*

As per the provisions of Section 135 of the Companies Act, 2013, the Company has constituted a CSR Committee. As on the date of report, following is the composition:

- |                        |   |          |
|------------------------|---|----------|
| 1. Mr.H S Venkatesh    | - | Chairman |
| 2. Mr. Shailesh Siroya | - | Member   |
| 3. Mr. Jatish Sheth    | - | Member   |

The Committee has formulated a Corporate Social Responsibility policy which recommends the social activities to be undertaken by the Company, as specified in Schedule VII of the Companies Act, 2013. A copy of the said policy is available on the website i.e <https://www.balpharma.com/balpharmacom/pdf/finance/irl/CSR%20Policy%202022.pdf>.

The Committee has recommended CSR budget of Rs 19,00,000 (Rupees Nineteen Lakhs Only) for the financial year 2024-25, as per the provisions of Section 135 of the Companies Act, 2013.

The allocated CSR budget is spent on the following social welfare activities during the year:-





The allocated CSR budget is spent on the following social welfare activities during the year.

Sl. No.	Name of the Activity	Agency through which the activity is implemented.	Amount Spent in Rs.
01	Dialysis for patients with kidney malfunction	Jain Mission Trust, Chikkaballapur.	3,00,000
02	Various support services for poor and needy patients.	Bhagwan Mahaveer Memorial Jain Trust. Bangalore.	2,00,000
03	Providing mid-day meals to poor govt school children.	Akshaya Patra Foundation.	1,00,000
04	Financial support to the poor and needy students.	Swamy Vivekananda Vidya Niketana, Bangalore.	1,50,000
05	Donation of medical equipment to Primary health centre's at KSRP 3rd Battalion, Koramangala and Halanayakahalli, Sarjapur Road, Bangalore.	Rotary Bangalore Brigades.	2,00,000
06	Scholarships for poor and needy children studying in Adarsh group of Institutions	Adarsh Vidya Sangh.	1,00,000
07	Donation of medical equipment and consumables to D.R Ranka Dialysis Centre, Bangalore.	Karnataka Marwari Youth Federation.	2,00,000
08	Supporting various social service activities.	Jain Yuva Sangathan.	50,000
09	Medicine expenses for mentally challenged children.	Mathrushree Manovikasa Kendra.	50,000
10	Various support services for poor and needy patients	Prabhavhem Kamadhenu Girivihar Trust.	1,00,000
11	Supporting education for poor and needy children.	Keshava Kripa Samvardhana Samiti.	2,00,000
12	Various support services for gender and related issues and operates shelter homes in Rajasthan	Lavina Vikash Sewa Santhan, OGNA.	1,00,000
13	Sponsoring eye surgery for poor patients.	Alakh Nayan Mandir, Eye Institute.	1,00,000
14	Donating fodder for animals at Dhyan Foundation Gaushala.	Dhyan Foundation.	50,000
	<b>Total</b>		<b>19,00,000</b>

The brief outline of the CSR policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in Annexure- 7 of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

\* Note: The Corporate Social Responsibility Committee has been dissolved by the Board of Directors in its meeting held on 29.05.2025 as per section 135(9) of Companies Act, 2013 as the amount to be spend is below 50 lakhs for the F.Y 2025-26.

## HUMAN RESOURCE, HEALTH AND SAFETY

Human Resources are invaluable assets and Company is committed to provide conducive environment that values their contribution and provides them opportunities to grow. It invests in their training and professional development to equip them with the necessary skills, domain expertise and latest technology in line with the business strategy. The Company is dedicated to the protection of human health, safety, environment and maintains highest standards of health and safety in all its plants and facilities. This commitment forms the basis for our EHS management systems and governance.

## MANAGERIAL REMUNERATION AND PARTICULARS OF EMPLOYEES

There were 986 permanent employees of the Company as of 31 March 2025. The information pursuant to Rule (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this report as "Annexure-8". Information pursuant to Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 also forms part of this report pursuant to Section 136(1) of the Act. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary at the registered office address of the Company.





### LISTING WITH STOCK EXCHANGES

The Equity Shares of the Company continued to be listed on BSE Limited, and National Stock Exchange of India Limited, and the Company has paid the annual listing fees for F.Y 2024-25 to the Exchanges.

### CEO & CFO CERTIFICATION:

The CEO and CFO of the Company in their submission to the Board have confirmed that the annual financial statements present a true and fair view of the Company's affairs and do not omit any material facts, which may make the statements or figures contained therein either misleading or false.

### INSURANCE COVERAGE

The Management of the Company wishes to confirm that all the movable, immovable and current assets of the Company are covered with comprehensive and adequate insurance cover.

### CREDIT RATING

The discipline with which the Company conducts its financial transactions is reflected in the BBB- rating given by the credit rating agency Acute for the financial year 2024-2025. The Management of the Company aims at further improving its credit rating during the current financial year.

### DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has in place an anti-sexual harassment policy on lines with the requirements of the sexual harassment of women at the workplace (Prevention, Prohibition and Redressal) Act, 2013. All the employees of the Company either they are permanent, contractual, temporary or trainees, are covered by the policy.

The following is the summary of the Complaints regarding sexual harassment, received and redressed during the financial year 2024-25.

Number of Complaints received during the year	: Nil
Number of Complaints resolved	: NA
Number of Complaints pending at the end of the year	: NA

### REVISION OF FINANCIAL STATEMENT OR THE REPORT:

As per the Secretarial Standards-4 in case the Company has revised its financial statement or the Report in respect of any of the three preceding financial years either voluntarily or pursuant to the order of a judicial authority, the detailed reasons for such revision shall be disclosed in the Report of the year as well as in the Report of the relevant financial year in which such revision is made.

There is no revision of Financial Statement of the Company that took place in any of the three preceding financial years, under consideration.

### GENERAL INFORMATION:

Your Directors Report that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- Transfer to Reserves; • Deposits accepted by the Company; • Issue of equity shares with differential rights as to dividend, voting or otherwise; • Provision of money for the purchase of its own shares by employees or by trustee for the benefit of employees \* Revision in the financial statements; • Change in the nature of company's business; • Transfer of any amount to reserves; • Suspension of Company's securities; • Failure to implement Corporate Action \* One-time settlement; • Material changes and commitments affecting financial position of the Company between the end of the financial year and the date of this report; • Significant or material orders passed by the Regulators or Courts or Tribunals which could impact the going concern status of the Company and its future operations; • Application or proceedings made under the Indian Bankruptcy Code, 2016.

### APPRECIATION:

Your directors place on record earnest appreciation for the contribution made by each and every employee of the Company during the year under review. Company's consistent growth was made possible by their hard work, solidarity, cooperation and dedication. The Directors also wish to express their gratitude to the Investors for the confidence and faith that they continued to repose in the Company. Board takes this opportunity to thank all shareholders, analysts, business partners, government and regulatory authorities, financial institutions, banks, distributors, suppliers, business associates, medical professionals and customers for their continued guidance, encouragement and support.

For and on behalf of Board of Directors  
Bal Pharma Limited

Place: Bengaluru  
Date: 29th May, 2025

**Himesh Virupakshya**  
Whole-Time Director  
DIN: 08554422

**Shailesh Siroya**  
Managing Director  
DIN: 00048109



**Annexure-2**

**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31.03.2025**

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

To  
The Members  
Bal Pharma Limited  
Bangalore

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Bal Pharma Limited (CIN:L85110KA1987PLC008368) (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of the 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31.03.2025 according to the provisions of:

- i) The Companies Act, 2013 and the Rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA, 1956") and the Rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act, 1992"):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018
  - (h) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - (i) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
  - (j) Circulars/Guidelines issued thereunder;
- (vi) The Industry specific laws applicable to the Company are as follows:
  - a) Pharmacy Act, 1948
  - b) Drugs and Cosmetics Act, 1940
  - c) Homoeopathy Central Council Act, 1973
  - d) Drugs and Magic Remedies (Objectionable Advertisement) Act, 1954
  - e) Narcotic Drugs and Psychotropic Substances Act, 1985
  - f) Conservation of Foreign Exchange and Prevention of Smuggling Activities Act, 1974
  - g) The Medicinal & Toilet Preparations (Excise Duties) Act, 1955



- h) Petroleum Act, 1934
  - i) Poisons Act, 1919
  - j) Food Safety and Standards Act, 2006
  - k) Insecticides Act, 1968
  - l) Biological Diversity Act, 2002
  - m) The Indian Copyright Act, 1957
  - n) The Patents Act, 1970
  - o) The Trade Marks Act, 1999
- (vii) The other general laws as may be applicable to the Company including the following:

**(1) Employer/Employee Related Laws & Rules:**

- The Factories Act, 1948
- The Employees State Insurance Act, 1948
- The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
- Contract Labour (Regulation and Abolition) Act, 1970
- The Minimum Wages Act, 1948
- The Payment of Wages Act, 1936
- The Payment of Gratuity Act, 1972
- The Payment of Bonus Act, 1965
- The Maternity Benefit Act, 1961
- The Equal Remuneration Act, 1976
- The Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959
- The Karnataka Labour Welfare Fund Act, 1965
- The Apprentices Act, 1961
- The Industrial Employment Standing Orders Act, 1946
- The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013
- The Karnataka Industrial Establishments (National & Festival) Holidays Act, 1963
- The Karnataka Public Safety (Measures) Enforcement Act, 2017
- Karnataka Shops & Commercial Establishment Act, 1961

**(2) Environment Related Acts & Rules:**

- The Environment Protection Act, 1986
- The Water (Prevention & Control of Pollution) Act, 1974
- The Air (Prevention & Control of Pollution) Act, 1981
- Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008.
- The Karnataka Ground Water (Regulation for Protection of Sources of Drinking Water) Act, 1999

**(3) Economic/Commercial Laws & Rules:**

- The Competition Act, 2002
- The Indian Contract Act, 1872
- The Sales of Goods Act, 1930
- The Forward Contracts (Regulation) Act, 1952
- The Indian Stamp Act, 1899
- The Transfer of Property Act, 1882
- The Explosives Act, 1884
- Legal Metrology Act, 2009

I have also examined compliances with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India on the Board and General Meetings i.e. SS - I and SS - 2.

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above as may be applicable during the year under review. Certain non-material findings made during the course of the audit relating to the provisions of Companies Act, 2013, Secretarial Standards, Labour Laws were addressed suitably by the Management.

Following are some of the observations brought before the Stakeholders:

1. The Company had received the Notice from NSE dated 28 June, 2024 pursuant to Regulation 23(9) of the SEBI (LODR) i.e. for the delay of 1 day in filing of the disclosure of Related Party Transactions. The Company had paid the penalty accordingly.
2. Company has filed MGT-14 for Annual General Meeting through video conference for special resolutions only.

Further, I report that with regard to financial and taxation matters, I have relied on the Audit Report, Limited Review Report and the Internal Audit Report provided by the Statutory/Internal Auditor as the case may be.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors which took place during the period under review were carried out in compliance with the provisions of the Act.

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.

The decisions were carried through majority while the dissenting members' views are captured and recorded as part of the minutes as per the practice followed. However, during the period under report, there was no such case instance.

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

I further report that the Scheme of Arrangement between Bal Pharma Limited (Transferee Company) and Golden Drugs Private Limited (Transferor Company) was approved pursuant to the Order of the Hon'ble National Company Law Tribunal, Bengaluru C.P. (CAA) No. 13/BB/2024 dated 26th March, 2025. As per the representations made and the documents made available, the Company has complied with all the post Amalgamation activities as per the said order and is in the process of obtaining the final decree.

Parameshwar G. Bhat  
Practicing Company Secretary  
FCS No.: 8860  
C P No.: 11004  
Peer Review Certificate No.: 5508/2024  
UDIN: F008860G000484225

Place: Bangalore  
Date: 29.05.2025

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



## Annexure

My report of even date is to be read along with this letter:

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

Place: Bangalore  
Date: 29.05.2025

Parameshwar G. Bhat  
Practicing Company Secretary  
FCS No.: 8860  
C P No.: 11004  
UDIN: F008860G000484225



### Annexure-3

#### Form No AOC-2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (I) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

I. Details of contracts or arrangements or transactions not at Arm's length basis: NA

II. Details of contracts or arrangements or transactions at Arm's length basis

(Amount in Lakhs)

Sl. No.	Name (s) of the related party & nature of relationship	Nature of contracts /arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1	Micro Labs Limited (Promoter group entity)	Supply of Raw Material	328.90	28.05.2024	NA
2	Lifezen Healthcare Private Ltd (Subsidiary of Bal Pharma Ltd)	Supply of Finished Goods	7.99	28.05.2024	NA
3	Balance Clinics LLP (Subsidiary of Bal Pharma Ltd)	Supply of Finished Goods	17.05	28.05.2024	NA
4	Lifezen Healthcare Private Ltd (Subsidiary of Bal Pharma Ltd)	Rental Income	5.16	28.05.2024	NA
5	Bal Research Foundation (Subsidiary of Bal Pharma Ltd)	Rental Income	2.40	28.05.2024	NA
6	Lifezen Healthcare Private Ltd (Subsidiary of Bal Pharma Ltd)	Purchase of traded goods/materials	21.46	28.05.2024	NA
7	Shailesh Siroya (Promoter & Director)	Commission	51.35	28.05.2024	NA
8	M/s Desa Marketing (Mr. Shailesh Siroya is interested as proprietor)	Commission	72.34	28.05.2024	NA
9	Shailesh Siroya (Promoter & Director)	Rental Expenses	15.00	28.05.2024	NA
10	Shailesh Siroya (Promoter & Director)	Salary	183.33	28.05.2024	NA
11	V. Himesh (Director)	Salary	37.13	28.05.2024	NA
12	Abdul Basith (Company Secretary)	Salary	7.63	28.05.2024	NA
13	Bharath Bhushan DV(CFO)	Salary	33.71	28.05.2024	NA
14	Chittanand Damodar Kotian (Director)	Salary	14.81	28.05.2024	NA



**Annexure-4****Form AOC-I**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

**Part “A”: Subsidiaries****(Amount in Rs)**

Particulars				
Sl. No.	1	2	3	4
Name of the subsidiary	<b>Lifezen Healthcare Private Ltd.</b>	<b>Bal Research Foundation</b>	<b>Balance Clini LLP</b>	<b>Aurum Research and Analytical Solutions Private Ltd.</b>
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA	NA	NA
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA	NA	NA	NA
Share capital	2,00,00,000	10,00,000	10,00,000	1,00,000
Reserves & surplus	-18,84,27,124	-26,51,231	-2,36,35,925	-1,200
Total assets	1,97,90,524	5,16,230	52,52,476	1,10,000
Total Liabilities	18,82,17,649	5,16,230	2,78,88,401	1,10,000
Investments	0	0	0	0
Turnover 76,60,811	0	58,96,087	0	
Profit before taxation	-32,47,944	-2,86,800	-24,12,652	-1,200
Deferred tax	-86,652	0	-2,34,014	0
Profit after taxation	-31,61,292	-2,86,800	-21,78,637	-1,200
Proposed Dividend	NIL	NIL	NIL	NIL
% of shareholding	Bal Pharma Ltd=99.40 % Bennett, Coleman & Co Ltd=0.1% Shailesh Siroya=0.5 %	Bal Pharma Ltd=80% Shailesh Siroya=20%.	Bal Pharma Ltd=80% Shailesh Siroya=20%.	Bal Pharma Ltd = 95% Shailesh Siroya = 5%

1. Names of subsidiaries which are yet to commence operations - NA  
2. Names of subsidiaries which have been liquidated or sold during the year - NA

**Part “B”: Associates and Joint Ventures : NA**

**Himesh Virupakshya**  
Whole-Time Director

**Shailesh Siroya**  
Managing Director



## Annexure-5

### CORPORATE GOVERNANCE REPORT FOR THE FINANCIAL YEAR 2024-2025

Bal Pharma Limited believes that Good Corporate Governance Practice is all about maintaining a transparent governance and has been laying significant emphasis on Corporate trustworthy relationship with all its stakeholders, employees, shareholders, vendors, lenders and policy makers. Corporate Governance practices of the Company encompass a set of system and practices which are aimed at meeting the investors aspirations and societal expectations. The Board considers itself as a Trustee of its Stakeholders and acknowledges its responsibilities towards them for safeguarding their interests.

#### I. BOARD OF DIRECTORS:

##### I.1 Composition:

During the financial year 2024-2025 under review, the Board consisted of Seven (7) Directors, of which four (4) Directors are Independent Directors. The composition of Board is in conformity with the relevant Regulations of the SEBI (LODR) Regulations, 2015.

**Composition of the Board is as follows:**

Sl. No.	Name of the Director	DIN	Designation
1.	Mr. Shailesh Siroya	00048109	Managing Director
2.	Mr. Himesh Virupakshya	08554422	Whole Time Director
3.	Ms. Nicola Neeladri	01997936	Independent Director
4.	Dr. C.V Srinivas *	08495304	Independent Director
5.	Mr. H S Venkatesh	01776040	Independent Director
6.	Mr. Jatish Sheth	00581963	Independent Director
7.	Mr. Kotian Chittananda Damodar @	09613054	Whole Time Director
8.	Mr. Ravindrakumar Kothari #	03418320	Non-Executive Director

\* Upto 28.06.2024 (Retirement due to completion of tenure)

@ Resigned with effect from 16.05.2025

#Appointed with effect from 05.05.2025

##### \*Particulars of Change in Directors during FY 2024-2025

Name	Date of appointment/ change in designation/ cessation	Designation at the beginning / during the financial year	Nature of change (Appointment/ Change in designation/ Cessation)
Dr. C.V Srinivas	28/06/2024	Independent Director	Retirement due to completion of tenure

All the Independent Directors possess the requisite qualifications and are experienced in their own fields. None of the Directors is a director in more than Eight (8) Listed Companies or Ten (10) Public Limited Companies or acts as an Independent Director in more than Seven (7) Listed Companies. Further, none of the Directors are the members of more than ten committees or Chairman of more than five Committees in Public Listed Companies in which they are Directors. Necessary disclosures have been obtained from all the Directors regarding their Directorship's and have been taken on record by the Board.

The Board of Directors confirms that all the Independent Directors of the Company full fill the conditions specified under SEBI (LODR) Regulations, 2015 and are Independent of the Management of the Company.



## 1.2 Board Meetings:

During the financial year under review, 5 (Five) Board Meetings were held on 28.05.2024, 12.08.2024, 09.09.2024, 14.11.2024 and 13.02.2025. Compositions of the Board, attendance of the members of the Board at the Board meetings and Annual General Meeting along with their Chairmanship/Membership on the Boards/Committees as on 31.03.2025, are as furnished below:

Sl. No.	Name of Director	Category	No. of Board Meeting attended during the year	Whether attended last AGM held on September 25, 2024	Number of Directorships in other Public Companies as on this Report		Number of Committee positions held in other Public Companies as on this Report		Directorship in other listed entity (Category of Directorship) as on this Report
					As Chairman	As Member	As Chairman	As Member	
1.	Mr. Shailesh Siroya	Executive Director	5/5	Yes	0	0	0	0	0
2.	Mr. Himesh Virupakshya	Executive Director	5/5	Yes	0	0	0	0	0
3.	Dr. C.V Srinivas *	Non-Executive Independent Director	1/1	No	0	0	0	0	0
4.	Mr. H S Venkatesh	Non-Executive Independent Director	5/5	Yes	0	2	1	2	I. Umiya Buildcon Limited Independent Director
5.	Ms. Nicola Neeladri	Non-Executive Independent Director	4/5	Yes	0	1	0	1	I. Umiya Buildcon Limited: Independent Director
6.	Mr. Jatish Sheth	Non-Executive Independent Director	5/5	Yes	0	0	0	0	0
7.	Mr. Kotian Chittananda Damodar #	Executive Director	5/5	Yes	0	0	0	0	0

\*\* Upto 28.06.2024 (Retirement due to completion of tenure)

# Resigned with effect from 16.05.2025 due to personal reasons.

### Notes:

- Other directorships excludes Foreign Companies, Private Limited Companies and alternate Directorships.
- Only membership in Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee have been reckoned for other Committee memberships.
- All the Directors possess requisite qualifications, experience and expertise in leadership, Mentorship, Business ethics and vision to achieve the goals of the Company, which the Board has identified as key functional areas which a director should possess and which are in sync with the business and operations of the Company.
- There are no inter-se relationships between the Board Members.

Declaration under Schedule V, Part C, Clause 10(I) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018:

All the Directors have confirmed that they are neither debarred nor disqualified from being appointed or continuing as Director by Securities and Exchange Board of India / The Ministry of Corporate Affairs or any such statutory authority. The Company has obtained a Certificate to this effect from Mr. Vijayakrishna K. T, Practicing Company Secretary, Bangalore as mandated under Schedule V, Part C, Clause 10(i) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.



Brief profiles of the Directors in the Board of Directors as on date of this Report are as follows:

**i) Mr. Shailesh Siroya, Managing Director**

Mr. Shailesh Siroya is the Chief Promoter and Managing Director of the Company and with over 30 years of pharmaceutical Industry experience. He is Post Graduate in Management Sciences from Akron University, Ohio, USA and is heading the Management team of the Company from the beginning.

**ii) Mr. Himesh Virupakshaya, Executive Director**

Mr. Himesh Virupakshaya is a qualified Chemical Engineer with over 37 years of experience in the field of manufacturing of API and has served several reputed pharmaceutical Companies including Bal Pharma Limited.

**iii) Dr. CV Srinivas, Independent Director\***

Dr. CV Srinivas is an ENT Surgeon with over 25 years of experience in the field of Medical Consultation, Health Care, ENT Surgeries, Advisory Services and Clinical Research Studies. He advises the Company in its R & D department and commercialization of new molecules in market.

\* Upto 28.06.2024 (Retirement due to completion of tenure)

**iv) Mr. H S Venkatesh, Independent Director**

Mr. H S Venkatesh is a Chartered Accountant by profession with over 40 years of experience in Audit, Finance, Fund Management and Statutory Compliance.

**v) Ms. Nicola Neeladri, Independent Director**

Ms. Nicola Neeladri is a graduate in Arts with over 15 years of experience in diverse businesses including the wellness industry.

**vi) Mr. Jatish Sheth, Independent Director**

Mr. Jatish Sheth is a graduate having 30 years of Pharmaceutical Industry experience. He has been very actively associated with KDPMA- Karnataka Drugs and Pharmaceuticals Manufacturers' Association since twenty years, and has the credit of holding posts of Joint Secretary, Secretary and President and currently Managing Committee and Steering Committee member of KDPMA. He is also an Executive Member of the CII National Committee of Pharmaceuticals.

**vi) Mr. Kotian Chittananda Damodar #**

Mr. Kotian Chittananda Damodar is a graduate with over 34 years of experience in field of API & formulation, administration and Quality assurance in the pharmaceutical industries including Bal Pharma Limited.

# Resigned with effect from 16.05.2025

In the Opinion of the Board, all the Independent Directors possess integrity, expertise and experience and are the person's of high repute. They fulfil the conditions specified in the Companies Act, 2013 and the rules made thereunder and are independent of the management.

Detailed Profiles of the Board of Directors of the Company are also uploaded on the website of the Company (<https://www.balpharma.com>).

**1.3 Skills / expertise / competencies fundamental for the effective functioning of the Company currently available with the Board:**

Based on the recommendation of the Committee, the Board re-affirmed the matrix setting out the skills/expertise/competence required for the Board in the context of the business and sector. The matrix inter-alia included areas such as Global Business, Strategy and Planning, Governance, Pharma Expertise, Finance and Accounts, Research and Development. As on the date of this Report, details of the Directors and their skills/expertise/competencies are following

Skills/expertise/competencies	Mr. Shailesh Siroya	Mr. Himesh Virupakshaya	Dr. CV Srinivas	Mr. H S Venkatesh	Ms. Nicola Neeladri	Mr. Jatish Sheth	Mr. Kotian C D
Global Business	√	√	√	√	√	√	√
Strategy and Planning	√	√	√	√	√	√	√
Governance	√	√	√	√	√	√	√
Pharma Expertise or Industrial Knowledge	√	√	√	-	-	√	√
Finance and Accounts	√	-	√	√	√	√	-
Research and Development	√	-	√	-	-	√	-



The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. The Directors so appointed are from diverse backgrounds and possess special skills with regard to the industries / fields from where they come.

#### **1.4 TRANSACTIONS OF THE BOARD**

Board Meetings are governed by structured agenda. The Board, in consultation with the Chairman, may bring up any matter for the consideration of the Board. All major agenda items are backed by background information to enable the Board to make informed decisions. Agenda and all the supporting information are circulated at least seven working days prior to the Board Meeting date, among the Board members.

The Following are, among other things tabled before the Board's for its periodic review/information/approval:

1. Annual operating plans and budgets and any updates.
2. Capital budgets and any updates.
3. Quarterly results for the Company and its operating divisions or business segments.
4. Minutes of Meetings of the Audit Committee and of Subsidiaries and other Committees of the Board.
5. The information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
6. Show cause, demand, prosecution notices and penalty notices which are materially important.
7. Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
8. Any material default in financial obligations to and by the Company, or substantial non-payment of goods sold by the Company.
9. Any issue, which involves possible public or product liability claims of substantial nature, including any judgement or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the company.
10. Details of any joint venture or collaboration agreement.
11. Transactions which involve any substantial payment towards goodwill, brand equity or intellectual property.
12. Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary retirement Scheme etc.
13. Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business
14. Quarterly details of foreign exchange exposures and the steps taken by management to limit the risk of adverse exchange rate movement, if material.
15. Non-Compliance of any regulatory, statutory or listing requirements and Shareholder services such as non-payment of dividend, delay in share transfer etc.

Audit Committee covers all matters specified in SEBI (LODR) Regulations, 2015 and also those specified in Section 177 of Companies Act, 2013.

#### **2.1 The terms of reference broadly include:**

1. Review of internal Audit Reports and action taken reports.
2. Assessment of the efficiency of internal control systems/ financial reporting systems and reviewing the efficiency of the financial policies and the practices followed by the Company.
3. Review of the compliances with the legal and statutory requirements, the quarterly and annual financial statement and related party transactions and report its findings to the Board.
4. Recommendations of the appointment of the Internal Auditor, Statutory Auditor, and Cost Auditor.
5. Noting of any default in the payments to Creditors and Shareholders.
6. Such other matters as may be specifically referred to it by the Board.





## 2.2 The Audit Committee comprises of the following Directors for the year ended 31st March, 2025::

Sl. No.	Name & Designation of the Member	Category
1.	Mr. H S Venkatesh, Chairman	Independent Director
2.	Mrs. Nicola Neeladri, Member	Independent Director
3.	Dr. C V Srinivas* Member	Independent Director
4.	Mr. Jatish Sheth, Member	Independent Director

\* Upto 28.06.2024 (Retirement due to completion of tenure)

As on 31st March, 2025, the Committee comprised of three Independent Directors all of whom are financially literate and have relevant finance/ audit exposure.

The Company Secretary acts as the Secretary to the Committee.

The composition of the Audit Committee is as per the SEBI (LODR) Regulations, 2015. Chairman of the Audit Committee was present at the previous Annual General Meeting of the Company held on 25th September, 2024.

The Audit Committee met four (4) times through audio visual means during the year on 28.05.2024, 12.08.2024, 14.11.2024 and 13.02.2025. The details are as follows:

Sl. No.	Name of the Member	Number of Meetings entitled to attend	No. of Meetings attended
1.	Mr. H S Venkatesh	4	4
2.	Mrs. Nicola Neeladri	4	4
3.	Dr. C V Srinivas	1	1
4.	Mr. Jatish Sheth	4	4

\* Upto 28.06.2024 (Retirement due to completion of tenure)

## 3. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee functions as per the provisions of Section 178 of the Companies Act, 2013.

### 3.1 Brief description of terms of reference:

- To guide the Board in relation to appointment and removal of the Directors, Key Managerial Personnel and Senior Management.
- To evaluate the performance of the Board and provide necessary report to the Board for further evaluation of the Board.
- To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and commitment relating to the Company's operations.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- To devise a policy on Board diversity.
- To develop a succession plan for the Board and to regularly review the plan.

### 3.2 The Nomination and Remuneration Committee comprises of the following Directors:

Sl. No.	Name & Designation of the Member	Category
1.	Mr. H S Venkatesh, Chairman	Independent Director
2.	Mrs. Nicola Neeladri, Member	Independent Director
3.	Dr. C V Srinivas, Member *	Independent Director
4.	Mr. Jatish Sheth, Member	Independent Director

\* Up to 28.06.2024 (Retirement due to completion of tenure)



The Nomination and Remuneration Committee met two times during the year on 28.05.2024 and 09.09.2024. The details are as follows:

Sl. No.	Name of the Member	Number of Meetings entitled to attend	Number of Meetings attend
5.	Mr. H S Venkatesh	2	2
6.	Mrs. Nicola Neeladri	2	1
7.	Dr. CV Srinivas*	1	1
8.	Mr. Jatish Sheth	2	2

\* Upto 28.06.2024 (Retirement due to completion of tenure)

### 3.3 Remuneration Policy:

The Company has framed detailed Remuneration Policy as per the requirement of the Companies Act, 2013. The policy is available on the website of the Company (<https://www.balpharma.com/fin>).

3.4 The Nomination and Remuneration Committee is also authorized to function as 'Compensation Committee' under the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.

3.5 The Remuneration paid to Mr. Shailesh Siroya (Managing Director), Mr. V Himesh (Whole Time Director), Mr. Kotian Chittananda Damodar (Whole Time Director) and sitting fee paid to Non-executive Director and Independent Directors, during the year 2024-25 are as under:

SL No.	Particulars	Mr. Shailesh Siroya	Mr. Himesh	Dr. CV Srinivas	Mr. H S Venkatesh	Mrs. Nicola Neeladri	Mr. Jatish Sheth	Mr. Kotian C D
1.	Salary and Perquisites	Rs. 18,333,000	Rs. 3,713,000	NA	NA	NA	NA	Rs. 1,481,000
2.	Sitting Fees	NA	NA	Rs 16,000	Rs 74,000	Rs 61,000	Rs 74,000	NA
	<b>TOTAL</b>	<b>Rs. 18,333,000</b>	<b>Rs. 3,713,000</b>	<b>Rs 16,000</b>	<b>Rs 74,000</b>	<b>Rs 61,000</b>	<b>Rs 74,000</b>	<b>Rs. 1,481,000</b>

\* Upto 28.06.2024 (Retirement due to completion of tenure)

Remuneration paid to Whole Time Directors, KMPs and Employees of the Company is based on the Remuneration policy adopted by the Company.

3.6 There were no pecuniary relationships or transactions of the Non-executive Directors vis-a-vis the Company during the Financial Year ended 31st March, 2025.

### 3.7 Details of Equity Shares held by Non-executive Directors as on 31.03.2025

Sl. No.	Director	No. of Equity Shares held
1.	Dr. CV Srinivas	NIL
2.	Mr. H S Venkatesh	NIL
3.	Mrs. Nicola Neeladri	NIL
4.	Mr. Jatish Sheth	NIL

\* Upto 28.06.2024 (Retirement due to completion of tenure)

## 4. STAKE HOLDERS' RELATIONSHIP COMMITTEE:

4.1 The Committee consists of the following Members of the Board:

Sl. No.	Name & Designation of the Member	Category
1.	Mr. H S Venkatesh, Chairman	Independent Director
2.	Mrs. Nicola Neeladri, Member	Independent Director
3.	Dr. CV Srinivas, Member *	Independent Director
4.	Mr. Jatish Sheth, Member	Independent Director
5.	Mr. Shailesh Siroya, Member	Executive Director

\* Upto 28.06.2024 (Retirement due to completion of tenure)



**4.2** The Stakeholder's Relationship Committee met once during the year on 13-02-2025.

Sl. No.	Name of the Member	Number of Meetings entitled to attend	No. of Meetings attended
1.	Mr. H S Venkatesh	1	1
2.	Mr. Shailesh Siroya	1	1
3.	Mr. Jatish Sheth	1	1
4.	Mrs. Nicola Neeladri	1	1

**4.3** Investor Queries/Requests/ Complaints handled:

Year	Outstanding as on 31.03.2024	Received during the FY 2024-2025	Resolved during the FY 2024-2025	Pending as on 31.03.2025
2024-2025	NIL	0	0	0

## **5. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:#**

**5.1** The Committee consists of the following Members of the Board:

Sl. No.	Name & Designation of the Member	Category
1.	Dr. C.V Srinivas, Chairman*	Independent Director*
2.	Mr. H S Venkatesh, Member	Independent Director
3.	Mr. Shailesh Siroya, Member	Executive Director
4.	Mr. Jatish Sheth, Member	Independent Director

\* Upto 28.06.2024 (Retirement due to completion of tenure)

The Corporate Social Responsibility (CSR) Committee met once during the year on 13-02-2025. The details are as follows:

Sl. No.	Name of the Member	Number of Meetings entitled to attend	No. of Meetings attended
1.	Mr. H S Venkatesh	1	1
2.	Mr. Shailesh Siroya	1	1
3.	Mr. Jatish Sheth	1	1



**5.2** The Committee has recommended CSR budget of Rs 19,00,000/- for FY 2024-2025 and the said amount was spent on following projects.

Sl. No.	Project	Amount (Rs. in Lakhs)
1.	Jain Mission Trust	3,00,000
2.	Bhagwan Mahaveer Memorial Trust	2,00,000
3.	Swamy Vivekananda Vidya Niketana	1,50,000
4.	Adarsh Vidya Sangh	1,00,000
5.	Karnataka Marwari Youth Federation	2,00,000
6.	Rotary Bangalore Brigades	2,00,000
7.	Mathrushree Manovikasa Kendra	50,000
8.	Prabhavhem Kamdhenu Girivihar Trust	1,00,000
9.	Keshava Kripa Samvardhana Samiti	2,00,000
10.	Lavina Vikash sewa Santhan, OGNA	1,00,000
11.	Akshaya Patra Foundation	1,00,000
12.	Jain Yuva Sangathan	50,000
13.	Alakh Nayan Mandir	1,00,000
14.	Dhyan Foundation	50,000
	<b>Total</b>	<b>19,00,000</b>

**# Note:** The Corporate Social Responsibility Committee has been dissolved by the Board of Directors at its meeting held on 29.05.2025, as per the provisions of section 135(9) of Companies Act, 2013, as the amount to be spent under CSR is below 50 lakhs for the FY 2025-26.

Henceforth Board of Directors of the Company will decide on the CSR activities and budget allocations for the same.

## **6. OTHER COMMITTEES:**

### **6.1 Banking Transactions Committee.**

Considering the size and the continuous growth of both the Company and its banking transactions, a Sub-Committee of Board, named as Banking Transactions Committee was constituted on 30th April, 2006 for approving specific banking transactions, annexed below:

To review periodically the banking transactions of the Company;

To open new bank accounts for the business purposes of the Company, wherever required;

To close bank accounts of the Company, where required

To change signatories to the bank accounts of the Company, where required;

To borrow funds from various Banks and financial institutions, within the limits prescribed towards working capital and for purchase of movable and immovable assets and to create charge of these assets.

The Committee comprises of Mr. Shailesh Siroya, Executive Director, Mr. V Himesh Executive Director, Mr. Kotian C.D, Executive Director ^ and Mr. Ravindrakumar Kothari\*

^ Resigned with effect from 16.05.2025.

\*Appointed with effect from 29.05.2025.

## **7. MEETING OF INDEPENDENT DIRECTORS:**

The Independent Directors of the Company had met on 13.02.2025, to review the performance of Non-Independent Directors and the Board as a whole, to review the performance of the Chairperson of the Company and has accessed the quality, quantity and timeliness of flow of information between the Company Management and the Board.



## 8. GENERAL MEETINGS:

### ANNUAL GENERAL MEETING:

8.1 The details of the last three Annual General Meetings held are as follows:

Financial Year	Date	Time	Location
2023-2024	25.09.2024	11.30 A.M	Through Audio Visual Means
2022-2023	25.09.2023	10.30 A.M	Through Audio Visual Means
2021-2022	19-09-2022	11.30 A.M	Through Audio Visual Means

8.2 The Special Resolutions passed by the Company in its 35th, 36th and 37th AGM (s) are as under:

Date of AGM	AGM No.	Business Transacted by Special Resolution
25-09-2024	37th	To re appoint Mr. Himesh Virupakshya (DIN # 08554422) as Whole time Director of the Company. To re appoint Mr. Shailesh Siroya (DIN # 00048109) as Managing Director of the Company.
25-09-2023	36th	To renew contract with M/s Desa Marketing International.
19-09-2022	35th	Adoption of new set of the Memorandum of Association of the company as per the provisions of the Companies Act, 2013. Adoption of new set of the Articles of Association of the company as per the provisions of the Companies Act, 2013. To revise the managerial remuneration payable to Mr. Shailesh Siroya (DIN # 00048109), Managing Director. To revise the managerial remuneration payable to Mr. Virupakshya Himesh (DIN #08554422) Whole-Time Director. To appoint Mr. H S Venkatesh (DIN# 01776040) as Director and also as an Independent Director of the Company for second term. To appoint Mr. Kotian Chittananda Damodar (DIN # 09613054) as Director and also as Whole Time Director of the Company.

### 8.3 E-Voting:

The Company has entered into a tripartite agreement with National Securities Depository Ltd (NSDL) and MUFG Intime India Private Limited, Mumbai (R&T agents) for providing e-voting facility to shareholders, as specified in Section 108 of the Companies Act, 2013 and Regulation 44 of the SEBI (LODR) Regulations, 2015.

### 8.4 Postal Ballot:

The Company has not passed any resolutions by way of Postal Ballot during the Financial year 2024 -2025.

## 9. SUBSIDIARY/ASSOCIATE COMPANIES:

During the year under review, Lifezen Healthcare Private Limited, Bal Research Foundation, Balance Clinics LLP, \*Golden Drugs Private Ltd, Aurum Research & Analytical Solutions Private Limited continued to be the Subsidiaries of the Company.

\*With effect from 26.03.2025 pursuant to the final order of Honourable NCLT Bench Bengaluru, Golden Drugs Private Ltd got amalgamated with Bal Pharma Limited and ceased to be a subsidiary of Bal Pharma Limited.

## 10. WHISTLE BLOWER POLICY:

The Company promotes ethical behavior in all its business activities and has put in place mechanism of reporting illegal or unethical behavior.

As per the requirements of the SEBI (LODR) Regulations, 2015, the Company has issued a circular including its employees, about their right to access the Audit Committee for the purpose of bringing to the Committee's notice any unethical or improper practices in the Company. The Company affirms that no employee has been denied access to the Audit Committee. The Directors and Management personnel are obliged to maintain confidentiality of such reporting and ensure that the whistle blowers are not subjected to any discrimination.



**11. DISCLOSURES:****11.1 Related Party Transactions:**

There have been no materially significant related party transactions with the Company's Promoters, Directors, the Management, their Subsidiaries or relatives, which may have potential conflicts with the interest of the Company at large.

The Company has also formulated a policy for determining the material Related Party Transactions and detail of such policies for dealing with related party and the related party transactions are disseminated in the website of the Company (<https://www.balpharma.com/fin>).

**11.2. Compliances:**

The Company has complied with all the statutes applicable to it during the year under review.

**11.3. Demat suspense Account:**

As the Company do not have any outstanding /unclaimed shares, we have not reported the details of the outstanding shares in the demat suspense account.

**11.4: Transfer of shares to IEPF Suspense Account:**

During the year under review, the Company has transferred 7,334 equity shares of the shareholders, whose dividend is outstanding for 7 years and above, to the IEPF suspense account, as per the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

Shareholders holding shares in physical form are advised to encash their Dividend on time to avoid transfer of their shares to IEPF a/c.

**11.5 Disclosure under the sexual harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:**

Details are already mentioned in Board Report, forming part of the Annual Report.

**12. MEANS OF COMMUNICATION:**

The Unaudited quarterly financial results of the Company are published in newspapers such as Financial Express, Bengaluru & Mumbai editions and Sanjivani newspaper, Bengaluru Edition. The financial results are uploaded on the website on periodic intervals for the benefit of shareholders.

The financial result and other information about the Company were disseminated to the Stock Exchanges for its updation on their respective websites.

Pursuant to the Listing Regulations, all data related to quarterly financial results, shareholding pattern, etc. are filed in NEAPS within the time frame prescribed in this regard.

No presentations have been made to institutional investors or to analysts during the year under review.

**13. RISK MANAGEMENT:**

Risk Management is attempting to identify and then manage threats that could severely impact organizational effectiveness. Generally, this involves reviewing operations of the organization, identifying potential threats to the organization and the likelihood of their occurrence, and then taking appropriate actions to address the most likely threats.

The Company has constituted the Risk Management Committee with various functional heads of the Company and the Company Secretary, as its members.

**14. GENERAL INFORMATION TO SHARE HOLDERS:**

Annual General Meeting: (2024 – 2025): 25.09.2025

Date of Incorporation	May 19, 1987.
CIN	L85110KA1987PLC008368
Date and time of the 38th Annual General meeting.	25-09-2025
Venue of Annual General Meeting	Through Video Conference ("VC") / other Audio Visual Means ("OAVM")
Date of Book Closure	19-09-2025 to 25-09-2025 (both days inclusive)
Financial Year	1st April, 2024 - 31st March, 2025.


**b) Financial Calendar 2025-26 (tentative):**

Financial reporting for the first quarter ended on 30-06-2025	On or before 11th August 2025
Financial reporting for the second quarter ended on 30-09-2025	On or before 14th November 2025
Financial reporting for the third quarter ended on 31-12-2025	On or before 14th February 2026.
Financial reporting for the quarter & year ended on 31-03-2026	On or before 30th May, 2026.

**c) Particulars of Payment of Dividend for the year ended 31.03.2025:**

Date of Declaration (if approved at the General Meeting)	25.09.2025
Rate of Dividend (proposed)	Rs.1.20 per equity share of Rs.10 each i.e 12%
Book Closure Date	19-09-2025 to 25-09-2025 (Including both days)
Date of payment of dividend (subject to approval at the general meeting)	10-10-2025
Amount of dividend to be paid	Rs.19,105,046
Share Capital (in Rs)	Rs.15,92,08,720

**d) Listing of Shares:**

Name of the Stock Exchange	Stock Code
BSE Ltd (BSE)	524824
National Stock Exchange of India Ltd (NSE)	BALPHARMA
ISIN Number	INE083D01012.

The listing fees for the F.Y ended 2025 have been paid for the above stock exchanges.

**e) Market Price Data:**

Monthly high and low quotations as well as the volume of shares traded at National Stock Exchange of India Limited during F.Y 2024-2025 are as under

Month	Month's High Price Rs	Month's Low Price Rs	Total volume of shares traded (in Lakhs)
2024-04-01	105.85	92.40	2.77
2024-05-01	131.90	95.15	16.07
2024-06-01	125.40	100.00	9.70
2024-07-01	126.50	109.18	8.78
2024-08-01	157.98	111.40	61.63
2024-09-01	142.70	121.76	5.88
2024-10-01	139.50	108.49	4.24
2024-11-01	140.95	113.90	3.21
2024-12-01	127.71	119.89	1.65
2025-01-01	132.00	103.00	4.58
2025-02-01	117.4	86.21	3.34
2025-03-01	94.93	78.06	5.25



Monthly high and low quotations as well as the volume of shares traded at BSE Limited, during 2024-2025 are as under:

Month	Month's High Price Rs	Month's Low Price Rs	Total volume of shares traded (in Lakhs)
2024-04-01	105.7	93.25	0.50
2024-05-01	131.94	95.10	2.12
2024-06-01	125.00	100	1.45
2024-07-01	126.75	110.00	0.92
2024-08-01	157.9	111.25	5.23
2024-09-01	144.8	122.05	1.32
2024-10-01	141.15	109.10	0.46
2024-11-01	139.50	111.75	0.37
2024-12-01	126.95	118.00	0.35
2025-01-01	131.45	103.85	0.48
2025-02-01	117.00	86.20	0.43
2025-03-01	94.10	76.30	1.23

f) Distribution of Shareholding as on 31.03.2025:

SL. NO.	Range			Number of Shareholders	% of Total Shareholders	Total Shares for the Range	% of Issued Capital
1.	1	to	500	14347	89.8766	1366326	8.5820
2.	501	to	1000	830	5.1995	665463	4.1798
3.	1001	to	2000	409	2.5622	618532	3.8850
4.	2001	to	3000	145	0.9084	367029	2.3053
5.	3001	to	4000	54	0.3383	193837	1.2175
6.	4001	to	5000	38	0.2381	180314	1.1326
7.	5001	to	10000	65	0.4072	456042	2.8645
8.	10001	to	15920872	75	0.4698	12073329	75.8333
<b>Total</b>							

g) Categories of Shareholders as on 31.03.2025:

SI No.	Category	No of Shareholders	No of shares held	% of Shareholding
1.	Financial Institutions/Banks	0	0	0
2.	Mutual Fund	0	0	0
3.	Body Corporates	62	122505	0.77
4.	HUF	262	368578	2.32
5.	NRI's	177	1987600	12.48
6.	Promoters	11	8097182	50.86
7.	Indian Public	15204	5190511	32.60
8.	IEPF	1	132104	0.83
9.	Foreign Portfolio Investor	3	21822	0.14
10.	Clearing Members	3	570	-
	<b>TOTAL</b>	<b>15723</b>	<b>15920872</b>	<b>100</b>



#### h) Detail of shares held in Demat and Physical form as on 31.03.2025:

Name of the Depository	Number of shares held	% of share held
NSDL	11215216	70.44
CDSL	4606220	28.94
Physical	99436	0.62
Total	15920872	100

#### i) Share Transfer System:

MUFG Intime India Private Limited Mumbai, is the Share Transfer Agent of the Company for both physical and electronic mode of transfer of the Company's shares. Transfer of shares held in the physical mode are approved within a maximum period of 15 days, if found in order. Shares under objection are returned within 7 days. Shares are tradable in the electronic form only.

Share Transfers are registered and returned within a period of 30 days from the date of receipt, if the documents are clear in all respects.

The Demat requests are processed within 21 days from the date of request. The Shareholder's and Investors Grievances Committee whose terms of reference include approving physical transfer of shares, meets as and when required.

#### j) Details of the outstanding amounts in the unpaid Dividend accounts: (As on 31.03.2025)

Year	Outstanding amount in Rs.
2017-18	248,248
2018-19	260,007
2020-21	165,819
2021-22	139,896
2022-23	122,259
2023-24	146,629.40

As per Section 125 of the Companies Act, 2013, dividends which remain unclaimed for a period of seven years from the date of declaration are required to be transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Shares pertaining to such unpaid dividends outstanding for 7 consecutive years are also liable for transfer to IEPF a/c.

Shareholders are advised to en-cash their dividend before the due date for transfer of unclaimed dividend amount to IEPF account.

Shareholders holding shares in electronic form are requested to deal only with their Depository Participant in respect of change of address, nomination facility and furnishing bank account number, etc.

#### k) Request to Shareholders:

Shareholders are requested to follow the general safeguards/procedures as detailed here under in-order to avoid risks, while dealing in the securities of the Company.

Shareholders are requested to convert their physical holding of share certificates into demat /electronic form through any of the DP's (Depository Participants) to avoid any possibility of the loss, mutilation etc, of physical share certificates and also to ensure safe and speedy transaction in securities. As per the notification of SEBI, transfer of physical shares lodged for transfer will not be processed by the R&T agents from 1st April 2019 onwards. Hence, the shareholders are advised to convert their shareholding into electronic form in order to avoid any possible hurdles in the transfer process.

Shareholders holding shares in physical form should communicate the change of address, if any, directly to the Registrar and Share Transfer Agent of the Company.

It has become mandatory for transferees to furnish a copy of Permanent Account Number for registration of transfer of Shares held in physical mode.

Shareholders holding Shares in physical form who have not availed nomination facility and would like to do so are requested to avail the same, by submitting the Nomination Form SH-13. Those holding shares in electronic form are advised to contact their Dp's.

As required by SEBI, it is advised that the shareholder furnish details of their bank account for incorporating the same in the dividend warrants. This would avoid credits being given to the unauthorized persons.

#### l) Reconciliation of Share Capital Audit:

Quarterly audit was conducted by a Practicing Company Secretary, reconciling the issued and listed capital of the Company with the aggregate of the number of shares held by investors in the depositories and the said certificate were submitted to the Stock Exchange within the prescribed time limit. As on 31st March, 2025 there was no difference between the issued capital and the listed capital and the aggregate of shares held by investors in both physical and electronic form with the depositories.

#### m) Details of Credit Ratings obtained by the Company along with any revision.

The discipline with which the Company conducts its financial transactions is reflected in the BBB- stable rating given by the credit rating agency Acute for the financial year 2024-25.

Sl. No.	Bank Limits Rated	Credit Rating assigned
1.	Fund based Limits	BBB- Stable
2.	Non-fund-based limits	A3
3.	Term Loan	BBB- Stable

#### n) Other Disclosures

Details of total fees for all services paid by the Company to the statutory auditors and all entities in the network firm / network entity of which the statutory auditor have been included in notes to the financial statements which forms part of the Annual Report.

Policy for determining material subsidiary is available on the Company's website <https://www.balpharma.com>.

**o) Locations of manufacturing Units:****1) Unit 1 (Formulations)**

# 21 & 22, Bommasandra Industrial Area  
Bangalore-560099.

**2) Unit 2 (API & Intermediates)**

# 61/B, Bommasandra Industrial Area Bangalore-560099.

**3) Unit 3 (Parenterals) (temporarily in-operational)**

# 732/735, Off National Highway No.4 Village Kenjal-412217,  
Dist Bhor, Maharashtra.

**4) Unit 4 (Formulations)**

Plot # 1, 2, 3 & 69, Sector 4, IIE-Pantnagar  
Rudrapur, Udham Singh Nagar-263153  
Uttarakhand.

**5) Unit 5 (API's and Intermediates)**

Thabadewadi Post, Kavatha Mahankal Sangli-416405  
Maharashtra.

**6) Unit 6 (API and Intermediates)**

# C-155, Mewar Industrial Area, Madri, Udaipur-313001.  
Rajasthan.

**7) Address for Correspondence:**

Company Secretary & Compliance Officer,  
Bal Pharma Limited, Corporate Office:  
5th Floor, 'Lakshmi Narayan Complex', 10/1, Palace Road,  
Bengaluru – 560052.  
Tel: 080 - 41379500 Fax: 080 - 22354057  
Email: [secretarial@balpharma.com](mailto:secretarial@balpharma.com).

**8) Registrar & Transfer Agents:**

MUFG Intime India Private Limited, C 101, Embassy 247,  
L.B.S. Marg, Vikhroli (West) MUMBAI - 400 083  
Email: [rnt.helpdesk@in.mpms.mufg.com](mailto:rnt.helpdesk@in.mpms.mufg.com)

Shareholders can also contact the branch offices/Agencies of  
MUFG Intime India Private Limited whose addresses are given  
below:

MUFG Intime India Private Limited, Surya 35, Mayflower Avenue,  
Behind Senthil Nagar, Swordplay Road, Coimbatore - 641 028.  
Phone: +91 422 2314 792 &  
Email: [Coimbatore@in.mpms.mufg.com](mailto:Coimbatore@in.mpms.mufg.com).

MUFG Intime India Private Limited, Noble Heights, 1st floor, Plot No  
NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi - 110  
058. Phone: +91 11 4141 0592/93/94, Telefax: +91 11 4141 0591, Email:  
[Delhi@in.mpms.mufg.com](mailto:Delhi@in.mpms.mufg.com).

MUFG Intime India Private Limited, Vaishno Chamber, 5th Floor, Flat  
Nos-502 & 503, No. 6, Brabourne Road, Kolkata - 700 001. Phone: +91  
33 4004 9728 /+91 33 4073 1698, Telefax: +91 33 4073 1698, Email:  
[kolkata@in.mpms.mufg.com](mailto:kolkata@in.mpms.mufg.com).

MUFG Intime India Private Limited, Block No. 202, 2nd Floor, Akshay  
Complex, Near Ganesh Temple, Off Dhole Patil Road, Pune - 411 001.  
Phone: +91 20 4601 4473, Telefax: +91 20 2616 3503, Email: [pune@in.mpms.mufg.com](mailto:pune@in.mpms.mufg.com).

MUFG Intime India Private Limited, 5th Floor, 506 TO 508, Amarnath  
Business Centre-I (ABC-I), Beside Gala Business Centre, Nr. St.  
Xavier's College Corner, Off CG Road, Ellisbridge, Ahmedabad-380 006.  
Phone: +91 7926465179, Email: [Ahmedabad@in.mpms.mufg.com](mailto:Ahmedabad@in.mpms.mufg.com).

MUFG Intime India Private Limited, Geetakunj, I, Bhakti Nagar Society,  
BEHIND ABSTOWER, Old padra road, Vadodara – 390 015. Phone: +91  
265 3566 768, Email: [vadodara@in.mpms.mufg.com](mailto:vadodara@in.mpms.mufg.com).

MUFG Intime India Private Limited, has implemented various investor  
initiatives given below as part of their constant endeavor to enhance  
investor servicing:

**Investor Service portal:**

'SWAYAM' is a secure, user-friendly web-based application developed  
by our RTA, that empowers investors to effortlessly access various  
services. Investors are requested to get registered and have first-hand  
experience of the portal. This application can be accessed at  
<https://swayam.mufg.co.in>

**Chatbot**

'iDIA' is a Chatbot developed by our RTA, that utilizes conversational  
technology to provide investors with a round-the-clock intuitive  
platform to ask questions and get information about queries. Talk to  
iDIA by logging in to [www.mufg.co.in](http://www.mufg.co.in)

**FAQs**

The FAQ section on their website has very detailed answers to  
almost all probable investor queries. Please  
visit <https://liiplweb.linkintime.co.in/faq.html> to find answers to your  
queries related to securities.

**Tax Exemption Form submission –**

You can submit your Tax exemption forms through online services on  
their website. Please visit  
<https://liiplweb.mufg.co.in/formsreg/submission-of-form-15g-15h.html>.





## Annexure-6

### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTFLOW:

As in Financial year 2024-25, the Research and Development department of Bal Pharma has been concentrating on developing and standardizing the methodologies involved in the synthesis of drugs of importance. The projects chosen by R&D for study are directed towards being niche and towards addressing the current needs.

During the FY 2024-25, the following are the products that are being developed by Research and Development department of the Company and are in the process of commercialization.

#### **Dabigatran Etexilate Mesilate:**

Dabigatran is an anticoagulant used to treat and prevent blood clots and to prevent stroke in people with atrial fibrillation. Specifically it is used to prevent blood clots following hip or knee replacement and in those with a history of prior clots. Product development has been completed, and the process of commercialization is underway.

#### **Baclofen:**

Baclofen is used for muscle relaxation. It provides relief from rigidity, tension and stiffness in muscles (spasticity) that may occur due to various conditions such as cerebral palsy, multiple sclerosis, motor neuron disease, or injury to the head, brain or spine. Product development has been completed and under commercialization.

#### **Hydrochlorothiazide:**

Hydrochlorothiazide is a type of diuretic (water pill). This medicine reduces excess fluid levels in the body and is used to treat edema (fluid overload) associated with heart, liver, kidney, or lung disease. It is also used in treatment of hypertension (high blood pressure) and heart failure. Product development has been completed and R&D samples are under stability study to apply manufacturing license. Commercialization to be started after getting manufacturing license.

#### **Vildagliptin:**

It is an oral anti-hyperglycemic agent (anti-diabetic drug) of the dipeptidyl peptidase-4 (DPP-4) inhibitor class of drugs. Product development has been completed and Product is under commercialization.

#### **Sitagliptin:**

Sitagliptin is a medicine used to treat type 2 diabetes mellitus. It is used together with a healthy diet and regular exercise to control blood sugar levels. This helps to prevent serious complications of diabetes like kidney damage and blindness. Product development has been completed and commercialization is pending to be implemented.

#### **Bilastine:**

Bilastine is an antihistamine medication and used to treat hives (urticaria), allergic rhinitis and itchy inflamed eyes (allergic conjunctivitis) caused by an allergy. It is a second generation antihistamine and takes effect by selectively inhibiting the histamine H1 receptor preventing the allergic reactions. Product development has been completed and commercialization is pending to follow.

#### **Dapagliflozin Propanediol:**

Dapagliflozin Propanediol is the propanediol form of dapagliflozin, a selective sodium-glucose co-transporter subtype 2 (SGLT2) inhibitor with antihyperglycemic activity. Upon administration, dapagliflozin selectively targets and inhibits SGLT2, thereby preventing the reabsorption of glucose by the kidneys. Product development has been completed and R&D samples are under stability study to apply manufacturing license. Commercialization to be started after getting manufacturing license.

#### **Empagliflozin:**

Empagliflozin is a selective sodium-glucose co-transporter subtype 2 (SGLT2) inhibitor with antihyperglycemic activity. It reduces the kidney's glucose reabsorption and excretes the excess glucose through the urine, thus its place in the treatment of type two diabetes. Product development has been completed and R&D samples are under stability study to apply manufacturing license. Commercialization to be started after obtaining manufacturing license.

**Expenditure on R&D during the financial year ended 31-03-2024:****(Amount in Lakhs)**

ii) Revenue Expenditure	325.03
iii) Total Expenditure	325.03
iv) Total R&D expenditure as a percentage of total turnover.	1.06%

**Foreign Exchange earnings and outflow:****Amount (In Lakhs)**

	2024-25	2023-24
<b>Total Foreign Exchange Earnings</b>	<b>16517.83</b>	<b>19496.58</b>
<b>Total Foreign Exchange outflow</b>		
a) Towards purchase of raw materials	5887.53	6926.93
b) Towards purchase of capital goods.	Nil	Nil
c) Towards other foreign currency payments		
i) Travelling Expenses	132.41	100.40
ii) Registration fees	36.43	60.78
iii) Commission on Export Sales	354.88	235.32
iv) Export Promotion Expenses	62.03	69.12
v) Inspection Fees	9.60	30.79
vi) Packing Charges	3.98	4.58
vii) Professional Fees	0	2.24
viii) Software and Maintenance	25.15	21.06



## Annexure-7

### Corporate Social Responsibility Activities

#### 1. Brief outline on CSR Policy of the Company

Bal Pharma Limited has always been committed to the cause of social service and has channelized a part of its resources and activities, such that it positively affects the society socially, ethically and also environmentally. The Company formulated a robust CSR Policy which encompasses its philosophy and guides its sustained efforts for undertaking and supporting socially useful programs for the welfare & sustainable development of the society.

The Company is inspired by the principle as enumerated by the father of the nation, Mahatma Gandhi 'quote "I believe it to be perfectly possible for an individual to adopt the way of life of the future.... without having to wait for others to do so" unquote' in drafting its corporate social responsibility policy.

The Company firmly believes that CSR is primarily, the responsibility of the Company in relation to the impact of its decisions and activities on the society and also the environment, through a transparent and ethical behavior which is:

- consistent with sustainable development and welfare of society,
- takes into account the expectations of stakeholders,
- is in compliance with applicable law, and
- is uniformly integrated and practiced throughout the Company.

While the Company is eligible to undertake any suitable/rightful activity as specified in Schedule VII of the Act, however, at present, it proposes to undertake the relevant activities on priority basis in the following three Thrust Areas:

- Community healthcare
- Education and imparting knowledge
- Social care and concern

#### 2. Composition of the CSR Committee: #nt during the financial year is detailed below.

Sl. No.	Name of the Member	Category
1.	Dr. CV Srinivas, Chairman *	Independent Director *
2.	Mr. H S Venkatesh, Chairman	Independent Director
3.	Mr. Shailesh Siroya, Member	Executive Director
4.	Mr. Jatish sheth, Member	Independent Director

\* Upto 28.06.2024 (Retirement due to completion of tenure)

# Note: The Corporate Social Responsibility Committee has been dissolved by the Board of Directors in its meeting held on 29.05.2025 as per section 135(9) of Companies Act, 2013 as the amount to be spend is below 50 lakhs for the FY 2025-26.

- Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board-Disclosed on the website of the Company

Composition of the CSR committee shared above and is available on the Company's website at -

<https://www.balpharma.com/balpharmacom/pdf/finance/irl/Composition%20of%20Board%20Committees.pdf>

CSR policy - <https://www.balpharma.com/balpharmacom/pdf/finance/irl/CSR%20Policy%.pdf>

CSR projects - <https://www.balpharma.com/balpharmacom/pdf/finance/irl/CSR%20Policy%.pdf>

- Average net profit of the company for last three financial years: 935.45 (in Lakhs).

- Prescribed CSR Expenditure (two percent of the amount as in item 4 above): 18,70,900.

- Details of CSR spent during the financial year: 19,00,000.

- Total amount to be spent for the financial year: 18,70,900.

- Amount unspent, if any: NA.

- Manner in which the amount spent during the financial year is detailed below.



9. Manner in which the amount spent during the financial year is detailed below.

Sl. NO	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs	Amount outlay (budget) project or programs wise	Amount spent on the projects or Programs Subheads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure up to the reporting period	Amount spent: Direct or through implementing agency
1	Dialysis for patients with malfunction of Kidneys.	Health care	Jain Mission Trust, Chikkaballapur, Karnataka state	3,00,000	3,00,000	3,00,000	Through Agency: Jain Mission Trust, Chikkaballapur CSR Registration No.: CSR00004169
2	Various support services for poor and needy patients.	Health care	Local area: Bhagwan Mahaveer Memorial Jain Trust, Bangalore	2,00,000	2,00,000	2,00,000	Through Agency: Bhagwan Mahaveer Memorial Jain Trust, Bangalore CSR Registration number: CSR00003259
3	Financial support to the poor and meritorious students.	Support to education activities	Local area: Swamy Vivekananda Vidya Niketana, Bangalore.	1,50,000	1,50,000	1,50,000	Through agency: Swamy Vivekananda Vidya Niketana, Bangalore. CSR Registration number: CSR00054986
4	Scholarships for poor and needy children studying in Adarsh group of Institutions	Support to education activities	Local area: Adarsh Vidya Sangh, Bangalore.	1,00,000	1,00,000	1,00,000	Through agency: Adarsh Vidya Sangh, Bangalore. CSR Registration number: CSR00000798
5	Donation of medical equipment and consumables to D.R Ranka Dialysis Centre, Bangalore.	Health care	Local area: Karnataka Marwari Youth Federation, Bangalore	2,00,000	2,00,000	2,00,000	Through agency: Karnataka Marwari Youth Federation, Bangalore. CSR Registration number: CSR00003457
6	Donation of medical equipment to Primary health centre's at KSRP 3rd Battalion, Koramangala and Halanayakahalli, Sarjapur Road, Bangalore.	Health care	Local area: Rotary Bangalore Brigades, Bangalore	2,00,000	2,00,000	2,00,000	Through agency: Rotary Bangalore Brigades, Bangalore. CSR Registration number: CSR00018833
7	Medicine expenses for mentally challenged children.	Health care	Local area: Mathrushree Manovikasa Kendra, Bangalore	50,000	50,000	50,000	Through agency: Mathrushree Manovikasa Kendra, Bangalore. CSR Registration number: CSR00008122



9. Manner in which the amount spent during the financial year is detailed below.

Sl. NO	CSR project or activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs	Amount outlay (budget) project or programs wise	Amount spent on the projects or Programs Subheads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure up to the reporting period	Amount spent: Direct or through implementing agency
8	Various support services for poor and needy patients.	Health care	Local area: Prabhavhem Kamdhenu Girivihar Trust, Bangalore	1,00,000	1,00,000	1,00,000	Through agency: Prabhavhem Kamdhenu Girivihar Trust, Bangalore. CSR Registration number: CSR00010910
9	Various support services for poor and needy patients.	Health care	Local area: Keshava Kripa Samvardhana Samiti, Bangalore	2,00,000	2,00,000	2,00,000	Through agency: Keshava Kripa Samvardhana Samiti, Bangalore. CSR Registration number: CSR00005742
10	Various support services for gender and related issues and operates shelter homes in Rajasthan	Support to social activities.	Local area: Lavina Vikash sewa Santhan, OGNA, Bangalore	1,00,000	1,00,000	1,00,000	Through agency: Lavina Vikash sewa Santhan, OGNA, Bangalore. CSR Registration number: CSR000054579
11	Sponsoring Mid-day meals to government and government aided schools.	Support to education activities	Local area: Akshaya Patra Foundation, Bangalore	1,00,000	1,00,000	1,00,000	Through agency: Akshaya Patra Foundation, Bangalore. CSR Registration number: CSR00000286
12	Supporting various social service activities.	Support to social activities.	Local area: Jain Yuva Sangathan, Bangalore	50,000	50,000	50,000	Through agency: Jain Yuva Sangathan, Bangalore. CSR Registration number: CSR00070380
13	Sponsoring eye surgery for poor patients.	Health care	Local area: Alakh Nayan Mandir, Bangalore	1,00,000	1,00,000	1,00,000	Through agency: Alakh Nayan Mandir, Bangalore. CSR Registration number: CSR00005604
14	Donating fodder for animals at Dhyan Foundation Gaushala.	Animal welfare Activities.	Local area: Dhyan Foundation, Bangalore	50,000	50,000	50,000	Through agency: Dhyan Foundation, Bangalore. CSR Registration number: CSR00003498
	<b>TOTAL</b>			<b>19,00,000</b>	<b>19,00,000</b>	<b>19,00,000</b>	

**SD**  
**Shailesh Siroya**  
Managing Director  
DIN No. 00048109

**SD**  
**H.S.Venkatesh**  
Chairman, CSR Committee  
Din: 01776040



## CSR Initiatives





### Annexure-8

#### Particulars of Employees

**Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:**

- a) The Nomination and Remuneration Committee of the Company fixes the remuneration of whole time Directors and key managerial personnel and is as per the remuneration policy of the Company.

Sl. No.	Name and Designation of Director & KMP.	Ratio of remuneration of each Director to the median remuneration of employee of the Company for F.Y 2024-2025.	% Increase / Decrease in remuneration in the F.Y 2024-2025.
1.	Mr. Shailesh Siroya Managing Director	54:1	15 %
2.	Mr. Virupakshaya Himesh Whole-Time Director	11:1	-
3.	Mr. Chittanand Damodar Kotian Wholetime Director	5:1	-
4.	Mr. Bharath Bhushan D.V. Chief Financial Officer	9:1	12 %
5.	Mr. Abdul Basith Company Secretary	2:1	5 %

- b) % increase in the median remuneration of the employees in the financial year: 10.92%.
- c) Number of permanent employees on the rolls of the Company: 986
- d) Average percentile increase already made in the salaries of the 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 managerial remuneration: Average increase in the remuneration of the employees for the financial year 2024-25 was 10 % and 15 % increase in the remuneration of KMP. There were no increase in remuneration of directors during the year. The percentile increases in the median remuneration and that of managerial personnel does not require any justification.



### DETAILS OF TOP TEN EMPLOYEES IN TERMS OF REMUNERATION FOR F.Y 2024-25

Statement of particulars of employees pursuant to the provisions of section 197(12) of the Companies Act, 2013 read with rules 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 for the Year ended 31st March, 2024

Sl. No.	Name of the Employee	Designation of the Employee	Remuneration received (Yearly)	Nature of Employment, whether contractual or otherwise	Experience of the employee	Date of commencement of employment	Age of Employee	Last employment held by such employee before joining the company	Percentage of equity shares held by the employee in the company	whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager
1.	Shailesh Siroya	Managing Director	15,00,000	Permanent	31 Years	01.08.1994	58 Years	NA	17.37%	NA
2.	Archana Dubey	COO	7,19,338	Permanent	22 Years	01.01.2003	50 Years	NA	NA	NA
3.	Nabajit Sharma	A.V.P, Exports	3,69,145	Permanent	20 Years	03.01.2005	45 Years	NA	NA	NA
4.	Ezaz Kaseem Azmi	GM	3,02,843	Permanent	08Years	21.04.2017	43 Years	NA	NA	NA
5.	V.Himesh	Whole Time Director	3,01,280	Permanent	14	09.09.2011	64 Years	NA	NA	NA
6.	Aby Abharam	GM	2,82,229	Permanent	21 Years	05.05.2004	55 Years	NA	NA	NA
7.	Bharath Bhushan D.V.	CFO	2,73,783	Permanent	4 Years	22.11.2021	36 Years	NA	NA	NA
8.	Ramachand-rappa B N	A.G.M	2,31,685	Permanent	06 Years	22.07.2019	50 Years	NA	NA	NA
9.	Bidyut Kumar Bhattacharrya	GM, Purchase	2,29,392	Permanent	3Year	24.08.2022	49 Years	NA	NA	NA
10.	N Subrahma nyeswara Rao	Senior G M	2,27,393	Permanent	2 Years	01.06.2023	53 Years	NA	NA	NA

For and on behalf of Board of Directors  
Bal Pharma Limited

Place: Bengaluru  
Date: 29-05-2025

**Himesh Virupakshya**  
Whole-Time Director

**Shailesh Siroya**  
Managing Director



**DECLARATION BY MANAGING DIRECTOR ON CODE OF CONDUCT  
AS PER REGULATION 34(3) OF SEBI (LODR) REGULATIONS, 2013**

**To,  
The Members  
Bal Pharma Limited  
Bangalore.**

I hereby declare that to the best of my knowledge and information, all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management for the year ended March 31, 2025.

Place: Bengaluru  
Date: 29.05.2025

**Shailesh Siroya**  
Managing Director  
Din: 00048109



## **CEO & CFO certification**

**To**  
**The Board of Directors**  
**Bal Pharma Limited**  
**Bangalore.**

### **SUB: CEO & CFO Certification.**

**Ref: As per Regulation 17(8) of SEBI (LODR) Regulations.**

- A. We have reviewed financial statements and cash flow statements for the year ended 31.03.2025 and that to the best of our knowledge and belief:
- i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii) these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit committee:
- (i) significant changes in internal control over financial reporting during the year;
  - (2) significant changes in accounting policies during the year to date and that the same have been disclosed in the notes to the financial statements; and
  - (3) instances of significant fraud of which we have become aware and involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

**Shailesh Siroya**  
**Chief Executive Officer /MD**  
**Din: 00048109**

**Bharath Bhushan D.V**  
**Chief Financial Officer**

Date: 29.05.2025



**Disclosure as per Rule 12(9) of the Companies (Share Capital and Debentures ) Rules, 2014**  
**Details of Employees Stock Option scheme**

	Employee Stock Option Scheme, 2014
Number of Options granted for F.Y 2023.24	1,16,500
Date on which options exercised	09.09.2024
Options exercised	1,16,500
Number of shares arising as result of exercise of option	1,16,500
options lapsed	NIL
Variation of terms of option	NIL

**Employee wise details of options granted to :**

- Key managerial personnel : Himesh Virupakshya - Whole-Time Director - 17,5500  
Chittanand Damodar Kotian - Whole-Time Director - 3,000  
Bharath Bhushan D.V. - Chief Financial Officer - 4,000
- Any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year : NIL
- Identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital ( excluding outstanding warrants and conversions ) of the company at the time of grant : NIL

For and on behalf of Board of Directors  
Bal Pharma Limited

Place: Bengaluru  
Date: 29.05.2025

**Himesh Virupakshya**  
Whole-Time Director  
Din:08554422

**Shailesh Siroya**  
Managing Director  
Din:00048109





**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF  
CORPORATE GOVERNANCE AS REQUIRED UNDER SEBI  
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To,  
The Members  
Bal Pharma Limited  
Bangalore

I have examined the compliance of the conditions of Corporate Governance by Bal Pharma Limited ('the Company') for the year ended 31st March, 2025 as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In my opinion and to the best of my information and explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provisions of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Place: Bangalore  
Date: 29.05.2025

**Vijayakrishna K T**  
Practising Company Secretary  
FCS - 1788  
COP - 980  
UDIN: F001788G000490881  
Peer Review Certificate No. 1883/2022



**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  
Bal Pharma Limited  
21-22, Bommasandra industrial Area  
Bangalore  
Karnataka 562158

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Bal Pharma Limited having CIN: L85110KA1987PLC008368 and having Registered Office at 21-22, Bommasandra, Industrial Area, Bangalore-562158 (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 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](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2025 has been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sl. No.	Name of Director	DIN	Date of Appointment in company
1.	Mr. Shailesh Dheerajmal Siroya	00048109	01/08/2004
2.	Mr. Virupakshaya Himesh	08554422	28/09/2019
3.	Mr. Jatish Sheth	00581963	28/12/2020
4.	Mr. H S Venkatesh	01776040	23/05/2020
5.	Ms. Nicola Neeladri	01997936	23/05/2020
6.	Mr. Kotian Chittananda Damodar	09613054	30/05/2022

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.

Place: Bangalore  
Date: 29.05.2025

**Vijayakrishna K T**  
Practising Company Secretary  
FCS - 1788  
COP — 980  
UDIN: F001788G000490914  
Peer Review Certificate No. 1883/2022



To the Members of Bal Pharma Limited

### Report on the Audit of the Standalone Financial Statements Opinion

We have audited the standalone financial statements of Bal Pharma Limited ("the Company"), which comprise the balance sheet as at 31st March 2025, and the statement of Profit and Loss (including other comprehensive income), 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 (hereinafter referred to as the "Standalone Financial Statements").

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 Act in the manner so required and give a true and fair view in conformity with the Indian accounting standards prescribed under section 133 of the act, ("INDAS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and profit (including other comprehensive income), 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 Standalone 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 standalone 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.

### Emphasis of Matter

We draw attention to Note 63 regarding recoverability of outstanding receivables from the subsidiary companies.

Our opinion is not modified in respect of this matter.

### Key Audit Matters

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

Key Audit Matters	How our audit addressed the key audit matter
<p><b>Related Party Transactions:</b></p> <p>Identification and disclosures of Related Parties: (as described in Note-58 of the Standalone IndAS financial statements)</p> <ul style="list-style-type: none"> <li>The Company has related party transactions which include, amongst others, sale, and purchase of goods/ services to its subsidiaries and other related parties and lending, investing, and borrowing to its subsidiaries and other related parties.</li> <li>We focused on identification and disclosure of related parties in accordance with relevant Indian Accounting Standards and hence considered it as a key audit matter.</li> </ul>	<p>Our audit procedures amongst others included the following:</p> <ul style="list-style-type: none"> <li>Evaluated the design and tested the operating effectiveness of controls over identification and disclosure of related party transactions.</li> <li>Obtained a list of related parties from the Company's Management and traced the related parties to declarations given by directors, where applicable, and to Note 58 of the standalone IndAS financial statements.</li> <li>Verified the minutes of the meetings of the Board of Directors and Audit Committee</li> <li>Tested material creditors/debtors, loan outstanding/ loans taken to evaluate existence of any related party relationships: tested transactions based on declaration of related party transactions given to the Board of Directors and Audit Committee</li> <li>Evaluated the disclosures in the Standalone IndAS financial statements for compliance with IndAS 24, compliance with Companies Act 2013 and determining the audit reporting required under CARO.</li> </ul>



Key Audit Matters	How our audit addressed the key audit matter
<p><b>Inventory</b></p> <ul style="list-style-type: none"> <li>As of 31 March 2025, the Company held inventories of Rs 10,277.80 Lakhs as disclosed in Note 11 to the Standalone financial statements. Inventories mainly consist of raw and packing material, work-in-progress, stock-in-trade, finished goods and stores, spares and consumables.</li> <li>We considered the value of the inventory as a key audit matter given the relative size of the balance in the financial statements and significant judgement involved in the consideration of various factors involved in determination of cost or selling prices</li> </ul> <p><b>Contingencies, including litigations and tax</b></p> <ul style="list-style-type: none"> <li>The Company is involved in disputes, lawsuits, claims, governmental and / or regulatory inspections, inquiries investigations and proceedings, including tax and commercial matters that arise from time to time in the ordinary course of business. Most of the claims involve complex issues. The Company assisted by their external legal counsel assesses the need to disclose a contingency on a case- to case basis considering the underlying facts of each litigation.</li> <li>This area is significant to our audit, since the accounting and disclosure for contingent legal and tax liabilities is complex and judgmental (due to the difficulty in predicting the outcome of the matter and estimating the potential impact if the outcome is unfavorable), and the amounts involved are, or can be, material to the standalone financial statements.</li> </ul>	<ul style="list-style-type: none"> <li>Reviewed the management's process for ensuring that there was no movement of stock during the physical verification of inventory.</li> <li>We understood and tested the design and operating effectiveness of controls as established by the management in determination and identification of returned stock nearing expiry, and the stock lying at different locations.</li> <li>We Assessed the appropriateness of Company's accounting policy for valuation of stock-in- trade and compliance of the policy with the requirements of the prevailing accounting standards. We considered various factors including the actual selling price prevailing around and subsequent to the year-end. Compared the cost of the finished goods with the estimated net realizable value and checked if the finished goods were recorded at net realizable value where the cost was higher than the net realizable value. For the purpose of determination of cost, the company has considered the prevailing market situation.</li> <li>Based on the above procedures performed, by the management for determination of expired stock, the net realizable value of the inventory as at the year end, the methodology adopted for arriving at cost and comparison with cost for valuation of inventory is considered to be reasonable</li> <li>We obtained a list of ongoing litigations from the Company's in-house legal counsel. We selected a sample of litigations based on materiality and performed inquiries with the said counsel on the legal evaluation of these litigations. We compared the evaluation with the provision or disclosure in the standalone financial statements. We tested the underlying computation of the management in relation to the measurement of the contingency.</li> <li>We inspected relevant communication with tax authorities.</li> <li>We also evaluated the disclosures made in the standalone financial statements.</li> </ul>

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

Our examination of those books. The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report but does not include the standalone financial statements and our auditors' report thereon. Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained in the 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 for the Standalone Financial Statements

The Company's Management and 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 Indian Accounting Standards (Ind AS) 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 standalone financial statements, the management and 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

#### Auditor's Responsibilities for the Audit of the Standalone 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 standalone 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)(l) 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.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

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

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, The Statement of Changes in Equity, the Statement of Profit and Loss (including other comprehensive income), 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 IndAS specified under Section 133 of the Act.
  - e. On the basis of the written representations received from the directors as on 31st March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2025 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 standalone financial statements – Refer Note 41 to the standalone 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 has been no delay in transferring amounts, 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 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 entities, 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 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, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person or entity, including foreign entities, 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 such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material misstatement.
- v. (a) The dividend proposed in the previous year, declared, and paid by the company during the year is in accordance with section 123 of the Act.
- (b) The Board of Directors have proposed dividend for the current year which is subject to the approval of the members at the Annual General Meeting.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. 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.
3. With respect to the matter to be included in the Auditors' Report under section 197(16):
- According to the information & explanations given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the provisions of section 197 of the Act.

for **SSJB & CO**  
Chartered Accountants  
Firm registration number: 013976S

**Sd.**  
**Dhanpal I Sakaria**  
Partner  
Membership No: 213666

Place: Bengaluru  
Date : 29th May, 2025

UDIN: 25213666BMNZIK5462





**Annexure A to the Independent Auditor's Report of even date to the members of Bal Pharma Limited,  
on the standalone financial statements for the year ended 31 March 2025**

(Referred to paragraph I under 'Report on other Legal and Regulatory requirements' Section of our report to the members of Bal Pharma Limited of even date)

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that,

- (i) a) (A) The Company has maintained proper records showing full, including quantitative details and situation of property, plant, and equipment and relevant details of right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- b) The Company has a program of physical verification of property, plant and equipment and capital work-in-progress so to cover all the assets over a period of five years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment and capital work-in-progress were due for verification during the year and were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed under Property, Plant and Equipment in the financial statements are held in the name of the Company.
- d) The Company has not revalued its Property, Plant and Equipment or Intangible Assets during the year.
- e) According to the information and explanations given by the management, no proceedings has been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and the rules made thereunder.
- (ii) a) As explained to us, inventory of the company has been physically verified during the year by the management at regular intervals. In our opinion, the frequency of such verification is reasonable. The discrepancies identified on verification were not more than 10% or more in aggregate for each class of inventory. Inventories lying with the third parties have been confirmed by them and no material discrepancies were noticed in respect of such confirmations.
- b) According to the information and explanations given to us by the management and based on our examination of the books of accounts in the normal course of audit, the Company has been sanctioned working capital limits in excess of five crores rupees in aggregate, from bank or financial institutions on the basis of security of current assets. On verification of the quarterly returns or statements, as provided to us by the management, filed by the Company with such banks or financial institution, no material discrepancy other than the following has been identified between the books of accounts and the returns/statements submitted to banks.

(Rs. in Lakhs)

Month	Particulars	Nature	Amount as provided in Quarterly Statement	Amount as recorded in Books of accounts	Difference	Remarks
June	Closing Stock	Current Asset	8,271.57	8,799.35	-527.78	Closing Stock in the statement submitted to bank does not contain slow moving stock and Stock in Transit.
June	Trade Receivables	Current Asset	8,626.12	9,826.09	-1,199.97	Trade Receivables in the statement submitted to bank contains only of outstanding for less than 150 Days
June	Trade Payables	Current Liability	4,766.26	4,764.54	1.72	
September	Closing Stock	Current Asset	8,811.16	8,954.58	-143.42	Closing Stock in the statement submitted to bank does not contain slow moving stock and Stock in Transit.
September	Trade Receivables	Current Asset	9,413.75	10,028.38	-614.63	Trade Receivables in the statement submitted to bank contains only of outstanding for less than 150 Days
September	Trade Payables	Current Liability	4,706.11	4,397.23	308.88	



(Rs. in Lakhs)

Month	Particulars	Nature	Amount as provided in Quarterly Statement	Amount as recorded in Books of accounts	Difference	Remarks
December	Closing Stock	Current Asset	9,283.4	10,202.32	-918.92	Closing Stock in the statement submitted to bank does not contain slow moving stock and Stock in Transit.
December	Trade Receivables	Current Asset	9,263.12	9,834.13	-571.01	Trade Receivables in the statement submitted to bank contains only of outstanding for less than 150 Days
December	Trade Payables	Current Liability	5,365.9	5,367.11	-1.21	
March	Closing Stock	Current Asset	9,946.71	10,277.80	-331.09	Closing Stock in the statement submitted to bank does not contain slow moving stock and Stock in Transit.
March	Trade Receivables	Current Asset	8,528.52	9,638.49	-1,109.97	Closing Stock in the statement submitted to bank does not contain slow moving stock and Stock in Transit.
March	Trade Payables	Current Liability	5,276.75	5,295.58	-18.83	Trade Receivables in the statement submitted to bank contains only of outstanding for less than 150 Days

- (iii) According to the information and explanation given to us and based on the audit procedures performed by us, the Company has made investments in, but not provided loans or advances in nature of loans or stood guarantee or provided security to companies, firms, limited liability partnerships or any other parties:
- According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not provided any loans or advances in the nature of loans or stood guarantee or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
  - According to the information and explanations given to us and based on the audit procedures conducted by us, the investments made, guarantee provided and securities provided are, prima facie, not prejudicial to the company's interest.
  - According to the information and explanation provided to us and based on the audit procedures conducted by us, the Company has not granted any loan or advance in nature of loan to any parties. Hence reporting under paragraph 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) is not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us the Company has not advanced loans to directors/ to a Company in which the director is interested to which the provisions of Section 185 of the Companies Act, 2013 ('Act') apply and hence not commented upon. However, in respect of loans given, investments made and guarantees given to subsidiary, associates, or joint ventures the Company is in compliance with provisions of Section 186 of the Act.
- (v) The Company has not accepted any deposits or has any amounts which are deemed to be deposits to which the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act rules framed thereunder and the directions issued by the RBI are applicable. Hence paragraph 3 (v) of CARO is not applicable to the company.
- (vi) We have broadly reviewed the cost records maintained by the company pursuant to the Companies (Cost Accounting Records) Rules, as amended, specified by the Central Government under section 148(1) of the Companies Act and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Duty of Customs, Goods and Services tax, Cess and other material statutory dues have been regularly deposited by the company with the appropriate authorities.
- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, there are no dues of income tax, Goods and Service Tax, custom duty, and cess which have not been deposited on account of any dispute other than that stated below:


**Statement of Disputed Dues**

Name of the statute	Nature of Dues	Amount (in lakhs)	Period to which the amount relates	Forum where the dispute is pending	Remarks, if any
Chapter V of Finance Act, 1994	Service Tax and equivalent penalty	31.70	Nov 2007 to March 2012	Assistant Commissioner of Service Tax.	
Chapter V of Finance Act, 1994	Service Tax and equivalent penalty	27.34	FY 2012-13 to FY 2016-17	Audit Commissioner of Central Excise	
Chapter V of Finance Act, 1994	Service Tax and equivalent penalty	15.51	FY 2012-13 to FY 2015-16	Audit Commissioner of Central Excise	
Income tax Act, 1961	Income tax	99.10	FY 2016-17 (AY 2017-18)	Commissioner of Income Tax (Appeals)	
Income tax Act, 1961	Income tax	60.55	FY 2018-19 (AY 2019-20)	Commissioner of Income Tax (Appeals)	
Income tax Act, 1961	Income tax	147.25	FY 2017-18 (AY 2018-19)	Commissioner of Income Tax (Appeals)	
Income tax Act, 1961	Income tax	19.30	FY 2012-23 (AY 2023-24)	Deputy Commissioner /Assistant Commissioner of Income Tax	
Goods & Service Tax	GST	1069.64	Oct-2018 to Dec-2019	Office of DGGL/ High court of Karnataka	
Goods & Service Tax	GST	36.47	September 2023	Jt Commissioner, State Tax, Udaipur.	
Goods & Service Tax	GST	54.28	July 2017 to March 2018	ACCT, ND3, Central Taxes.	

The Company has received show cause notices under the Central Excise laws and Service Tax laws for the years 2007-08 onwards which in various stages of assessment as of 31 March 2025. The assessments are in progress and the Company has not received the assessment order in respect of the same. In certain cases, the Company has preferred an appeal which has been remanded back to the original authority for reassessment.

- (viii) Based on our audit procedure and on the information and explanation given to us by the management, no transaction has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) a) Based on our audit procedure and on the information and explanation given by the management, we are of the opinion that the company has not defaulted in repayment of loans or other borrowing to its lender other than that stated below:

Nature of Borrowing including debt securities	Name of lender	Amount not paid on due date (in lakhs)	Whether Principal or Interest	No of days of delay	Remarks, if any
Vehicle Loan	HDFC bank	0.17	Both	7	Refer Note-22(vi)(b) of the Standalone Ind AS financial statements
Term Loan	Kotak Mahindra Bank	2.43	Both	2	Refer Note-22(vi)(b) of the Standalone Ind AS financial statements
Term Loan	Kotak Mahindra Bank	2.43	Both	1	Refer Note-22(vi)(b) of the Standalone Ind AS financial statements



- b) According to the information and explanation given to us by the management, the Company is not declared as willful defaulter by any bank or Financial Institution or other lenders.
- c) In our opinion and according to the information and explanations given to us, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.
- d) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.
- e) According to the information and explanations given to us and on an overall examination of the balance sheet of the company/ examination of the cash flow statement of the Company, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under Companies Act, 2013.
- f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures, or associate companies.
- (x) (a) According to the information and explanation given to us and based on audit procedure performed, no money was raised by the way of public issue/follow-on-offer (including debt instruments).
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based upon audit procedure performed and information and explanation given by the management, we report that no fraud by the company or any fraud on the company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed by us or by other auditors of the Company.
- (c) As represented to us by the management, there are no whistle blower complaints received by the company during the year.
- (xii) The company is not a Nidhi Co. and therefore clause 3(ix) of the order is not applicable to the company.
- (xiii) In our opinion, all transactions with the related parties entered into by the Company during the year are in compliance with section 188 of the Companies Act of 2013 and the details thereof have been disclosed in the Financial Statement as required by the Accounting Standards and Companies Act, 2013. Further, the company has complied with the provisions of Sec 177 subject to certain exceptions.
- (xiv) (a) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the Internal Audit reports of the Company issued till date, for the period under audit.
- (xv) Based on the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) According to the information and explanation given to us and in our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred any cash losses in the financial year and in the preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly clause is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we 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) In respect of other than ongoing projects, as at balance sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable.
- (b) There is no amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

for **S S J N B & CO**

Chartered Accountants

Firm registration number: 013976S

**Sd/-**

**Dhanpal I Sakaria**

Partner

Membership No: 213666

Place: Bengaluru

Date : 29th May, 2025

UDIN: 25213666BMNZIK5462



**Annexure B to the Independent Auditors' Report**

on the standalone financial statements of Bal Pharma Limited for the period ended 31 March 2025

**Report on the Internal Financial Controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

(Referred to clause (f) of paragraph 2 under 'Report on other Legal and Regulatory requirements' Section of our report to the members of Bal Pharma Limited of even date)

We have audited the internal financial controls with reference to standalone financial statements of Bal Pharma Limited ("the Company") as of 31 March 2025 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 and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 (hereinafter referred to as "the Act").

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. 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 with reference to standalone financial statements were established and maintained and whether 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, 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 standalone 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 standalone financial statements.

**Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements include 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

**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, the Company has, in all material respects, an adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

for **SSJB & CO**

Chartered Accountants

Firm registration number: 013976S

Sd/-

**Dhanpal I Sakaria**

Partner

Membership No: 213666

UDIN: 25213666BMNZIK5462

Place: Bengaluru

Date : 29th May, 2025





**BAL PHARMA LIMITED**  
**CIN: L85110KA1987PLC008368**  
**Audited Standalone Balance Sheet**  
(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note No	As at 31 March 2025	As at 31 March 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	4	7,094.80	6,416.94
Capital work-in-progress	5	278.58	47.22
Goodwill	6A	382.69	382.69
Other Intangible Assets	6B	1,199.75	1,138.14
Financial assets		-	-
- Investments	7	215.86	215.86
- Other financial assets	8	712.24	277.40
Deferred tax Asset (Net)	9	39.53	-
Other non-current assets	10	367.74	289.75
		<b>10,291.19</b>	<b>8,767.99</b>
<b>Current assets</b>			
Inventories	11	10,277.80	8,753.43
Financial assets		-	-
- Investments	12	246.80	675.67
- Trade receivable	13	9,484.78	10,184.99
- Loans	14	113.28	116.93
- Cash and cash equivalents	15	163.95	405.83
- Other bank balances	16	629.89	909.65
- Other financial assets	17	127.63	102.12
Current tax assets (Net)	18	98.84	11.67
Other current assets	19	3,622.23	3,494.31
		<b>24,765.19</b>	<b>24,654.60</b>
		<b>35,056.39</b>	<b>33,422.60</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	20	1,592.09	1,580.44
Other equity	21	8,290.37	7,703.33
		<b>9,882.46</b>	<b>9,283.77</b>
<b>LIABILITIES</b>			
Non-current liabilities			
Financial liabilities			
- Borrowings	22	3,140.03	3,634.94
- Other financial liabilities	23	127.65	134.12
Provisions	24	560.43	503.30
Deferred tax liabilities (Net)	25	-	153.13
		<b>3,828.11</b>	<b>4,425.49</b>



**BAL PHARMA LIMITED**  
**CIN: L85110KA1987PLC008368**  
**Audited Standalone Balance Sheet**  
(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note No	As at 31 March 2025	As at 31 March 2024
<b>Current liabilities</b>			
Financial liabilities			
- Borrowings	26	11,321.14	9,748.11
- Trade payables	27	-	-
Due to Micro, Small and Medium Enterprises		461.66	393.64
Others		7,723.13	7,368.44
- Other financial liabilities	28	1,075.15	938.14
Other current liabilities	29	648.58	949.20
Provisions	30	116.16	94.07
Current tax liabilities (Net)	31	-	221.76
		<b>21,345.82</b>	<b>19,713.34</b>
		<b>35,056.39</b>	<b>33,422.60</b>

As per our report of even date attached  
for **S S J N B & CO**  
Chartered Accountants  
Firm registration number: 013976S

**Dhanpal I Sakaria**  
Partner  
Membership No: 213666

Place: Bengaluru  
Date : 29th May, 2025

UDIN: 25213666BMNZIK5462

for and on behalf of the board of directors of  
**Bal Pharma Limited**

**Shailesh Siroya**  
Managing Director  
DIN: 00048109

**V Himesh**  
Whole Time Director  
DIN: 08554422

**Bharath Bhushan D.V**  
Chief Financial Officer

**Abdul Basith**  
Company Secretary

Place: Bengaluru  
Date : 29th May, 2025


**BAL PHARMA LIMITED**
**CIN: L85110KA1987PLC008368**
**Standalone Statement of Profit and Loss**

(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note No	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Income</b>			
Revenue from operations	32	30,249.64	33,853.99
Other income	33	214.93	230.31
<b>Total Income</b>		<b>30,464.57</b>	<b>34,084.29</b>
<b>Expenses</b>			
Cost of materials consumed	34	14,988.61	18,157.67
Purchase of traded goods	35	1,496.68	1,121.88
(Increase)/decrease in inventories of finished goods and work-in-progress	36	-708.12	-105.65
Employee Benefits expenses	37	6,182.89	5,957.46
Finance costs	38	1,684.51	1,446.14
Depreciation and amortisation Expense	39	964.88	1,004.87
Other expenses	40	5,281.89	5,569.95
<b>Total expenses</b>		<b>29,891.34</b>	<b>33,152.31</b>
Profit before exceptional items and tax		<b>573.23</b>	<b>931.98</b>
Exceptional Items		-	-
<b>Profit before tax</b>		<b>573.23</b>	<b>931.98</b>
Less: Tax expense:			
Current tax	52	-	320.23
Excess/Short provision of tax written back		(14.06)	(244.70)
Tax adjustments relating to previous year			-
Deferred tax charge/ (credit)	52	(192.66)	83.85
Tax expenses		-206.72	159.37
<b>Profit / (Loss) for the year</b>		<b>779.95</b>	<b>772.61</b>
<b>Other Comprehensive Income (OCI)</b>			-
A (i) Items that will not be reclassified to statement of profit or loss			-
Remeasurements of post-employment benefit obligations	60	(4.33)	35.37
(ii) Income tax relating to items that will not be reclassified to statement profit or loss		-	-
<b>Total other comprehensive income</b>		<b>(4.33)</b>	<b>35.37</b>
<b>Total Comprehensive Income for the year</b>		<b>775.62</b>	<b>807.97</b>
Earning per share (face value per equity share Rs. 10)			
- Basic		4.89	5.13
- Diluted		4.89	5.13



**BAL PHARMA LIMITED**

**CIN: L85110KA1987PLC008368**

**Standalone Statement of Profit and Loss**

(all amounts in Rs. lakhs unless otherwise stated)

As per our report of even date attached  
for **SSJB & CO**  
Chartered Accountants  
Firm registration number: 013976S

for and on behalf of the board of directors of  
**Bal Pharma Limited**

**Dhanpal I Sakaria**  
Partner  
Membership No: 213666

Place: Bengaluru  
Date : 29th May, 2025

UDIN:25213666BMNZIK5462

**Shailesh Siroya**  
Managing Director  
DIN: 00048109

**V Himesh**  
Whole Time Director  
DIN: 08554422

**Bharath Bhushan D.V**  
Chief Financial Officer

**Abdul Basith**  
Company Secretary

Place: Bengaluru  
Date: 29th May, 2025


**BAL PHARMA LIMITED**
**CIN: L85110KA1987PLC008368**
**Standalone Statement of Cash Flows**

(all amounts in Rs. lakhs unless otherwise stated)

Cash flow from operating activities:	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Profit / (Loss) before tax</b>	573.23	931.98
<b>Adjustment for :</b>		
- Interest income	(73.64)	(54.00)
- (Gain)/Loss on sale of Property, Plant and Equipment	-	(8.27)
- Balances written off as no more payable	(14.20)	(0.00)
- Unrealised Foreign (Gain)/Loss	20.68	(103.53)
- Finance cost (including effect of amortisation of processing fees)	1,684.51	1,446.14
- Rental Expense(IND AS 116)	(116.66)	(103.57)
- Balances written off as no more receivable	-	35.15
- Depreciation and amortisation	964.88	1,004.87
- Expected Credit Losses	-	19.30
- Impairment on investment write back	(0.01)	(117.95)
- Other comprehensive income	(4.33)	35.37
<b>Operating cash flow before working capital changes</b>	<b>3,034.47</b>	<b>3,085.48</b>
<b>Changes in</b>		
- Decrease/(Increase) in Inventories	(1,524.38)	1,020.20
- Decrease/(Increase) in Trade receivables	679.53	(776.58)
- Decrease/(Increase) in Loans	3.56	(39.73)
- Decrease/(Increase) in Financial Assets (Current and Non current)	(64.97)	0.98
- Decrease/(Increase) in Other Assets (Current and Non current)	(351.80)	50.80
- Increase/ (Decrease) in Trade payables	436.91	(44.45)
- Increase/ (Decrease) in Other Financial liabilities (Current and Non current)	247.21	130.54
- Increase/ (Decrease) in Other liabilities (Current and Non current)	(300.62)	(151.84)
- Increase/ (Decrease) in Provisions	79.22	33.30
<b>Cash (used in)/ generated from operations</b>	<b>2,239.14</b>	<b>3,308.69</b>
Income taxes (paid)/ refund	(207.71)	(454.31)
<b>Net cash generated (used in) operating activities</b>	<b>2,031.43</b>	<b>2,854.38</b>
<b>Cash flow from investing activities:</b>		
Purchase of Property, Plant & Equipment including intangible assets and capital work-in-progress	(1,876.99)	(1,091.25)
Intercompany Deposit to Subsidiary	0.10	-
Decrease/ (increase) in fixed deposits/Liquid Funds	313.25	(861.14)
Interest received	73.64	67.97
<b>Net cash generated/ (used in) investing activities</b>	<b>(1,490.00)</b>	<b>(1,884.43)</b>

**BAL PHARMA LIMITED****CIN: L85110KA1987PLC008368****Standalone Statement of Cash Flows**

(all amounts in Rs. lakhs unless otherwise stated)

<b>Cash flow from operating activities:</b>	<b>For the year ended 31 March 2025</b>	<b>For the year ended 31 March 2024</b>
<b>Cash flow from financing activities:</b>		
Proceeds from/(Repayment) of long term borrowings	(494.91)	582.64
Proceeds from long term borrowings	-	-
Proceeds from / (repayment) of short term borrowings	1,573.04	277.34
Dividend Paid including unpaid dividends of preceding years	(191.05)	(156.90)
Payment of Dividend Distribution Tax	-	-
Money received on issue of Equity shares	80.69	121.81
Money received against ESOP	-	-
Share based payment reserve	(66.57)	(72.69)
Interest Paid (Gross)	(1,684.51)	(1,446.14)
<b>Net cash arising/ (used in) from financing activities</b>	<b>(783.31)</b>	<b>(693.93)</b>
Net (decrease)/ increase in cash and cash equivalents	(241.88)	275.92
Cash and cash equivalents at the beginning of the year	405.83	129.91
<b>Cash and cash equivalents at the end of the year</b>	<b>163.95</b>	<b>405.83</b>
Cash and cash equivalents comprise of:		
Cash on hand	2.43	3.08
Balances with banks		
- in current accounts	67.35	310.30
- in deposits with original maturity of less than 3 months	94.16	92.45
	<b>163.95</b>	<b>405.83</b>

As per our report of even date attached  
for **SSJB & CO**  
Chartered Accountants  
Firm registration number: 013976S

**Dhanpal I Sakaria**  
Partner  
Membership No: 213666

Place: Bengaluru  
Date : 29th May, 2025

UDIN:25213666BMNZIK5462

for and on behalf of the board of directors of  
**Bal Pharma Limited**

**Shailesh Siroya**  
Managing Director  
DIN: 00048109

**V Himesh**  
Whole Time Director  
DIN: 08554422

**Bharath Bhushan D.V**  
Chief Financial Officer

**Abdul Basith**  
Company Secretary

Place: Bengaluru  
Date: 29th May, 2025



**BAL PHARMA LIMITED**  
**CIN: L8510KA1987PLC008368**  
**Standalone Statement of changes in equity**  
(all amounts in Rs. lakhs unless otherwise stated)

**A. Equity share Capital**

Particulars	
Equity shares of Rs 10 each issued, subscribed and fully paid	
Balance as at 1 April 2023	1,568.99
Add: Issue of shares	11.45
<b>Balance as at 31 March 2024</b>	<b>1,580.44</b>
Balance as at 1 April 2024	1,580.44
Add: Issue of shares	11.65
<b>Balance as at 31 March 2025</b>	<b>1,592.09</b>

**B. Other Equity**

	Reserves & Surplus					OCI		Total Other Equity
	Share based payment reserve	Securities premium	General Reserve	Capital Reserve	Money received against share warrants	Retained earnings	Remeasurements of the net defined benefit plans	
<b>Balance as at 1 April 2023</b>	139.26	3,018.39	245.15	44.06	-	3,673.98	-106.26	7,014.58
Profit/(Loss) for the year	-	-	-	-	-	772.61	-	772.61
Less: Appropriations for dividend and tax on same	-	-	-	-	-	-156.90	-	(156.90)
Other Comprehensive income	-	-	-	-	-	-	35.37	35.37
Issue of shares during the year	-	110.36	-	-	-	-	-	110.36
Share based payment reserve	-72.69	-	-	-	-	-	-	(72.69)
<b>Balance as at 31 March 2024</b>	66.57	3,128.75	245.15	44.06	-	4,289.70	(70.90)	7,703.32
<b>Balance as at 1 April 2024</b>	66.57	3,128.75	245.15	44.06	-	4,289.70	(70.90)	7,703.33
Profit/(Loss) for the year	-	-	-	-	-	779.95	-	779.95
Less: Appropriations for dividend and tax on same	-	-	-	-	-	(191.05)	-	(191.05)
Other Comprehensive income/Additions	-	-	-	-	-	-	(4.32)	(4.32)
Issue of shares during the year	-	69.04	-	-	-	-	-	69.04
Transfer to OCI	-	-	-	-	-	-4.65	4.65	-
Share based payment reserve	-66.57	-	-	-	-	-	-	(66.57)
<b>Balance as at 31 March 2025</b>	-	3,197.79	245.15	44.06	-	4,873.95	(70.57)	8,290.37

The notes referred to above form an integral part of these standalone financial statements,

As per our report of even date attached for **SSJB & CO**  
Chartered Accountants  
Firm registration number: 013976S

**Dhanpal I Sakaria**  
Partner  
Membership No: 213666

Place: Bengaluru  
Date : 29th May, 2025

UDIN:25213666BMNZIK5462

for and on behalf of the board of directors of  
**Bal Pharma Limited**

**Shailesh Siroya**  
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**Bharath Bhushan D.V**  
Chief Financial Officer

**Abdul Basith**  
Company Secretary

Place: Bengaluru  
Date: 29th May, 2025

**BAL PHARMA LIMITED****CIN: L85110KA1987PLC008368****Notes to standalone financials statements****1. Company Overview**

Bal Pharma Limited (the Company) is a Public Limited Company domiciled in India and incorporated under provisions of the Companies Act, 1956. Its shares are listed on two recognized stock exchanges in India.

The Company is engaged in the manufacturing and selling of pharmaceutical products. The Company caters to both domestic and international markets.

**2. Basis for preparation of Standalone Financial Statements****2.01 Statement of compliance**

These standalone financial statements as of and for the year ended March 31, 2025 comply in all material aspects with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015, and presentation requirements of Division II of Schedule III to the Companies Act, 2013, and as amended from time to time.

These standalone financial statements have been prepared by the Company as a going concern on the basis of relevant Ind AS that are effective at the Company's annual reporting date, March 31, 2025. These standalone financial statements were authorised for issuance by the Company's Board of Directors on May 29, 2025.

**2.02 Functional and presentation currency**

These standalone financial statements are presented in Indian Rupees, which is the Company's functional currency and the currency of the primary economic environment in which the Company operates. All financial information presented in Indian Rupees has been rounded off to nearest lakhs, unless otherwise indicated.

**2.03 Basis of measurement**

"The standalone financial statements have been prepared on a historical cost basis and on an accrual basis except for the following:

- certain financial assets and financial liabilities that are measured at fair value (refer accounting policies regarding financial instrument).
- employee defined benefit assets / liability recognised as the net total of the fair value of plan assets, and actuarial losses/gains, and the present value of defined benefit obligation
- equity-settled and cash-settled share-based payments are measured at fair value on the grant date and the reporting date, respectively."

**2.04 Amended standards adopted by the Company:**

The Company applied for the first time the below amendments, which are effective for annual periods beginning on or after April 01, 2024. The Company has not adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Amendments to IND AS 116: Lease Liability in a Sale and Leaseback

The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amend Ind AS 116, Leases, with respect to Lease Liability in a Sale and Leaseback.

The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

The amendment is effective for annual reporting periods beginning on or after April 01, 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of Ind AS 116.

This amendment had no impact on these standalone financial statements."

**2.05 Use of judgements, Assumptions and estimates**

In preparing these standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

These estimates are reviewed on an ongoing basis. Subsequent revisions to accounting estimates are recognised prospectively.

**Judgements**

Information about judgements in applying accounting policies that have the most significant effect on the amounts recognised in the standalone financial statements is included in the following notes:

- Note 3.01 : whether the Company acts as an agent rather than as a principal in a transaction.
- Note 66(j) - contingent liabilities : measurement and likelihood of occurrence of provisions and contingencies
- Note 66(g) - leases : whether an arrangement contains a lease; lease classification

### Assumptions and estimations

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2025 or subsequent year/ years is included in the following notes:

- Note 3.02: Useful lives of various of Property, Plant and Equipment
- Note 61: Fair Value of Financial Instruments
- Note 59: Accounting for Defined Benefit Plan - measurement of defined benefit obligation - key actuarial assumptions.
- Note 66(b): Expected Credit Losses associated with its assets carried at amortized cost

### 2.06 Current vs Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

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

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

### 2.07 Measurement of fair values

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The management regularly reviews significant unobservable inputs and valuation adjustments.

### Measurement of fair values

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

Financial Instruments - Refer Note 61

## 3. Material Accounting Policies Information

### 3.01 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

#### Sale of Goods:

"Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. In the Company's case, the obligation of the Company is said to be completed on movement of the goods from the factory gate. The Company has generally concluded that it is the principal in its revenue arrangements, since it is the primary obligor in all of its revenue arrangement, as it has pricing latitude and is exposed to inventory and credit risks. Revenue is stated net of goods and service tax and net of returns, chargebacks, rebates and other similar allowances. These are calculated on the basis of historical experience and the specific terms in the individual contracts. In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing components, noncash consideration, and consideration payable to the customer (if any). The Company estimates variable consideration at contract inception until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Other Operating revenue is recognised on accrual basis."

#### "Government grants and incentives:

The Company recognizes government grants only when there is reasonable assurance that the conditions attached to them will be complied with, and the grants will be received. Grants related to income and other incentives are deducted in reporting the related expense in the standalone statement of Profit and Loss.

Export entitlements under the Duty Drawback ('DBK'), Remission of duties & taxes on export of goods (RoDTEP) are recognized as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds. As the Company derives a substantial portion of its revenue from export of goods, such incentives are recognised as "Other Operating Income."

**Rendering of Services:**

Revenue from services rendered is recognised in the profit or loss as the underlying services are performed and is recognised net of service tax and goods and service tax (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

**Interest Income:**

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

**Dividend Income**

Dividend income from investments is recognized when the right to receive payment has been established, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

**Rental Income**

Rental income is recognised on a straight-line basis over the term of the lease

**3.02 Property, Plant & Equipment, Intangible Assets and Work-in-Progress****Recognition and Measurement**

All items of property, plant and equipment, including freehold land, are initially recorded at cost. Cost of property, plant and equipment comprises purchase price, non refundable taxes, levies and any directly attributable cost of bringing the asset to its working condition for the intended use. Expenses directly attributable to new manufacturing facility during its construction period are capitalized if the recognition criteria is met. Freehold land has an unlimited useful life and therefore is not depreciated.

The cost of an item of property, plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The accounting policy for borrowing costs is set out in note below.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

**Subsequent Measurement**

Subsequent to initial recognition, property, plant and equipment other than freehold land are measured at cost less accumulated depreciation and any accumulated impairment losses. The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

**Disposal/Write-off**

An item of property, plant and equipment is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of property, plant and equipment, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

**Capital Work-in-Progress**

Capital work-in-progress includes cost of property, plant and equipment that are not ready for their intended use. Capital work-in-progress included property, plant and equipment are not depreciated as these assets are not yet available for use.

**Depreciation**

Depreciable amount for assets in the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on the property, plant and equipment is provided on straight line method, over the useful life of the assets, as specified in schedule II to the companies Act, 2013 and is recognised in the statement of profit and loss except for the below mentioned assets:



Particulars	Useful life as per schedule II of Companies Act, 2013	Useful life as technically assessed
Motor buses, motor lorries and motor cars other than those used in a business of running them on hire	8	10

Property, plant and equipment which are added / disposed off during the year, depreciation is provided on pro-rata basis. Building constructed on leasehold land is depreciated based on the useful life specified in schedule II to the companies Act, 2013 where the lease period of the land is beyond the life of the building. In other cases, building constructed on leasehold lands are amortised over the primary lease period of the lands.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

### **3.03 Inventories:**

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

#### **Raw materials and accessories:**

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

#### **Finished goods and work in progress:**

Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on first in, first out basis.

#### **Trading Goods:**

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.



**BAL PHARMA LIMITED**  
**CIN: L8510KA1987PLC008368**

**Notes to the standalone financial statements (continued)**  
(all amounts in Rs. lakhs unless otherwise stated)

**4. Tangible Assets**

Particulars	Building (Right-Of-Use assets)	Freehold land	Leasehold land	Building	Plant and machinery	Furniture and fixtures	Office equipment	Motor vehicles	Total
<b>Gross Block (Deemed Cost)</b>									
Balance as at 01 April 2023	284.73	1,216.16	123.12	2,131.09	4,170.81	113.33	226.89	268.60	8,534.73
Additions	188.64	-	-	110.12	187.83	4.49	25.99	78.55	595.62
Disposals	-	-	-	-	(3.25)	-	(0.10)	(18.72)	(22.07)
Merger Pooling of Interest	-	-	150.00	90.93	1,607.24	16.52	13.83	-	1,878.52
<b>Balance as at 31 March 2024</b>	<b>473.37</b>	<b>1,216.16</b>	<b>273.12</b>	<b>2,332.13</b>	<b>5,962.63</b>	<b>134.34</b>	<b>266.61</b>	<b>328.43</b>	<b>10,986.79</b>
<b>Balance as at 01 April 2024</b>	<b>473.37</b>	<b>1,216.16</b>	<b>273.12</b>	<b>2,332.13</b>	<b>5,962.63</b>	<b>134.34</b>	<b>266.61</b>	<b>328.43</b>	<b>10,986.79</b>
Additions	66.55	-	237.85	61.71	825.57	32.91	44.03	14.83	1,283.44
Disposals	-	-	-	-	-	-	-	-	-
<b>Balance as at 31 March 2025</b>	<b>539.92</b>	<b>1,216.16</b>	<b>510.97</b>	<b>2,393.84</b>	<b>6,788.20</b>	<b>167.25</b>	<b>310.63</b>	<b>343.26</b>	<b>12,270.24</b>
<b>Accumulated Depreciation</b>									
Balance as at 01 April 2023	119.69	-	15.65	620.58	2,134.32	78.75	190.28	113.48	3,272.75
Additions	110.74	-	1.37	79.02	293.21	9.00	20.96	24.90	539.21
Disposals	-	-	-	-	(3.25)	-	-	(17.78)	(21.03)
Merger Pooling of Interest	-	-	-	31.78	733.99	3.79	10.01	-	779.56
<b>Balance as at 31 March 2024</b>	<b>230.43</b>	<b>-</b>	<b>17.02</b>	<b>731.38</b>	<b>3,158.27</b>	<b>91.54</b>	<b>221.25</b>	<b>120.60</b>	<b>4,570.49</b>
<b>Balance as at 01 April 2024</b>	<b>230.43</b>	<b>-</b>	<b>17.02</b>	<b>731.38</b>	<b>3,158.27</b>	<b>91.54</b>	<b>221.25</b>	<b>120.60</b>	<b>4,570.49</b>
Additions	133.29	-	1.37	84.43	321.30	12.03	25.98	26.51	604.90
Disposals	-	-	-	-	-	-	-	-	-
<b>Balance as at 31 March 2025</b>	<b>363.73</b>	<b>-</b>	<b>18.39</b>	<b>815.81</b>	<b>3,479.57</b>	<b>103.57</b>	<b>247.23</b>	<b>147.11</b>	<b>5,175.40</b>
<b>Carry Amount (Net)</b>									
Balance as at 31 March 2024	242.93	1,216.16	256.10	1,600.76	2,804.36	42.79	45.36	207.83	6,416.30
Balance as at 31 March 2025	176.19	1,216.16	492.58	1,578.04	3,308.64	63.68	63.41	196.15	7,094.80

I. The assets are owned by the Company except as stated otherwise



**BAL PHARMA LIMITED****CIN: L85110KA1987PLC008368****Notes to the standalone financial statements (continued)**

(all amounts in Rs. lakhs unless otherwise stated)

**5. Capital work-in-progress**

Particulars	As at 31 March 2025	As at 31 March 2024
Capital work-in-progress	278.58	47.22
	<b>278.58</b>	<b>47.22</b>

**Capital work-in-progress ageing schedule**

Capital work-in-progress	Amount in Capital work-in-progress for a period of				Total
	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Projects in progress Project I	278.58	-	-	-	278.58
	<b>278.58</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>278.58</b>

**6A. 6A. Goodwill**

Particulars	As at 31 March 2025	As at 31 March 2024
Goodwill	382.69	382.69
	<b>382.69</b>	<b>382.69</b>

**6. Intangible Assets**

Particulars	Computer software	Development Expenses	Trade Licence	Total Intangible assets
Gross Block (Deemed Cost)				
Balance as at 01 April 2023	76.61	2,009.73	101.33	2,187.67
Additions	28.93	303.20	97.22	429.35
Disposals	-	-	-	-
Merger Pooling of Interest	3.00	-	-	3.00
Balance as at 31 March 2024	108.54	2,312.93	198.55	2,620.02
Additions	25.15	325.03	70.73	420.91
Disposals	-	-	-	-
Balance as at 31 March 2025	133.69	2,637.96	269.28	3,040.93
Accumulated Depreciation				
Balance as at 01 April 2023	28.35	1,095.83	18.36	1,142.54
Additions	25.55	203.90	107.21	336.66
Disposals	-	-	-	-
Merger Pooling of Interest	2.70	-	-	2.70
Balance as at 31 March 2024	56.59	1,299.73	125.57	1,481.89
Additions	30.07	236.41	92.81	359.29
Disposals	-	-	-	-
Balance as at 31 March 2025	86.66	1,536.14	218.38	1,841.18
Carry Amount (Net)				
Balance as at 31 March 2024	51.95	1,013.21	72.98	1,138.13
Balance as at 31 March 2025	47.03	1,101.82	50.90	1,199.75



## Non-current financial assets

### 7. Investments

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Investment in equity instruments - Quoted</b>		
Equity Shares at FVTPL		
" 31 Mar 2025 : 10,000 (31 Mar 2024: 10,000)		
Equity shares of Rs 10 each fully paid in Lamina Foundries Limited "	-	3.72
" 31 Mar 2025 : 73,600 (31 Mar 2024 : 73,600)		
Equity shares of Rs 10 each fully paid in Sri Jayalakshmi Autospin Limited "	-	7.36
	-	
<b>Investment in equity instruments - Unquoted</b>		
Equity Shares at FVTPL	-	-
" 31 Mar 2025: 4,000 ( 31 Mar 2024: 4,000 )		
Equity shares of Rs 25 each fully paid in The saraswat co-operative Bank Limited "	-	1.00
" 31 Mar 2024: 5,000 (31 Mar 2023: 5,000)		
Equity shares of Rs 10 each fully paid in The Shamrao vithal Co-operative Bank Ltd. "	-	0.50
	-	
<b>Investments in Subsidiary Companies</b>		
" 31 Mar 2025: 19,89,000 (31 Mar 2024: 19,89,000)		
Equity shares of Rs 10 each fully paid in Lifezen Healthcare Private Limited "	198.91	198.90
" 31 Mar 2025: 80,000 (31 Mar 2024 : 80,000)		
Equity shares of Rs 10 each fully paid in Bal Research Foundation "	8.00	8.00
" 31 Mar 2025: 80% (31 Mar 2024 : 80%)		
Percentage of share in Balanace Clinic LLP "	8.00	8.00
" 31 Mar 2025: 6,47,000 (31 Mar 2024: 6,47,000)		
Equity shares of Rs 10 each fully paid in Golden Drugs Private Limited "	-	-
" 31 Mar 2025: 9500 (31 Mar 2024: 9500)		
Equity shares of Rs.10 each fully paid 9500 shares in Aurum Res & Antyl soln pvt ltd "	0.95	0.95
-	-	
Less: Impairment in value of Investments	-	-12.57
	<b>215.86</b>	<b>215.86</b>
Aggregate Amount of Quoted Investments and market value thereof		11.08
Aggregate Amount of Unquoted Investments	215.86	217.35
Aggregate Amount of Impairment in Value of Investments		-12.57

## Financial Assets

### 8. Other financial assets

Particulars	As at 31 March 2025	As at 31 March 2024
Bank Deposits (original maturity of more than 12 months)*	423.47	28.09
Earnest Money - Non current	16.53	28.34
<b>Others</b>	-	-
Interest accrued but not received - Fixed Deposits	-	0.00
Security deposit	272.24	220.97
	<b>712.24</b>	<b>277.40</b>

**9. Deferred tax Asset (Net)**

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred tax Asset (Net)	39.53	-
	<b>39.53</b>	

**Non-financial assets****10. Other non-current assets**

Particulars	As at 31 March 2025	As at 31 March 2024
Capital Advances	158.98	217.71
Other Non Current Assets	17.11	17.11
Balances with Statutory/Government Authorities	191.64	54.92
	<b>367.74</b>	<b>289.75</b>

**Current assets****11. Inventories (valued at lower of cost and net realisable value)**

Particulars	As at 31 March 2025	As at 31 March 2024
Raw materials	3,271.35	2,495.27
Packing material	589.80	549.02
Work-in progress	3,350.73	3,091.65
Finished goods	3,059.18	2,610.14
Fuel	6.74	7.36
	<b>10,277.80</b>	<b>8,753.43</b>

**12. Current Investments**

Particulars	As at 31 March 2025	As at 31 March 2024
Investment in Mutual Fund	246.80	675.67
	-	-
	<b>246.80</b>	<b>675.67</b>

**Current financial assets****13. Trade Receivables**

Particulars	As at 31 March 2025	As at 31 March 2024
Trade Receivables considered good - secured		-
Trade Receivables considered good - unsecured	9,484.78	10,184.99
Trade Receivables which have significant increase in credit risk	154.22	165.50
Trade Receivables - credit risk	-	-
	<b>9,639.00</b>	<b>10,350.49</b>
Loss Allowance	-154.22	-165.50
	<b>9,484.78</b>	<b>10,184.99</b>

Debts due by firms or private companies in which any director is a partner or a director or a member as at 31 March 2025 - Rs370.68 lakhs  
(31 March 2024 - Rs. 330.97lakhs)


**Trade Receivables ageing schedule for the year ended 31 March 2025**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	
(i) Undisputed Trade Receivables -considered good	8,532.41	484.38	341.77	126.22	9,484.78
(ii) Undisputed Trade Receivables -considered doubtful					-
(iii) Disputed Trade Receivables considered good					-
(iv) Disputed Trade Receivables considered doubtful					-
<b>Total</b>	<b>8,532.41</b>	<b>484.38</b>	<b>341.77</b>	<b>126.22</b>	<b>9,484.78</b>

**Trade Receivables ageing schedule for the year ended 31 March 2024**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	
(i) Undisputed Trade Receivables -considered good	9,228.96	172.20	648.72	135.11	10,184.99
(ii) Undisputed Trade Receivables -considered doubtful					-
(iii) Disputed Trade Receivables considered good					-
(iv) Disputed Trade Receivables considered doubtful					-
<b>Total</b>	<b>9,228.96</b>	<b>172.20</b>	<b>648.72</b>	<b>135.11</b>	<b>10,184.99</b>

**14. Loans**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Unsecured-Considered good</b>		
Loan receivables considered good - unsecured	-	-
- Security deposit	-	-
- Loans/advances to employees	113.27	116.83
- Inter-Corporate Loan to related party	-	0.10
- Interest receivable on Inter-Corporate Loan to related party	-	-
	<b>113.28</b>	<b>116.93</b>

**15. Cash and cash equivalents**

Particulars	As at 31 March 2025	As at 31 March 2024
Cash on hand	2.43	3.08
Balance with bank	-	-
- On current Account	67.35	310.30
Deposits with original maturity of less than 3 months	94.16	92.45
	<b>163.95</b>	<b>405.83</b>


**16. Other Bank balances**

Particulars	As at 31 March 2025	As at 31 March 2024
Bank Deposits (maturity between 3 months to 12 months)	619.06	897.66
Investment in Liquid fund	-	-
Balance earmarked for Unclaimed Dividends	10.83	11.99
	<b>629.89</b>	<b>909.65</b>

**17. Other financial assets**

Particulars	As at 31 March 2025	As at 31 March 2024
Bank Deposits (original maturity of more than 12 months)	-	-
Security deposits	24.35	19.44
<b>Unsecured, considered good</b>	-	-
Earnest Money	103.29	82.68
	-	-
	<b>127.63</b>	<b>102.12</b>

**18. Current tax assets (Net)**

Particulars	As at 31 March 2025	As at 31 March 2024
Advance Tax (net of provision)	98.84	-
	<b>98.84</b>	

**Non-financial assets**
**19. Other Current Assets**

Particulars	As at 31 March 2025	As at 31 March 2024
Balances with statutory/government authorities	1,500.54	1,292.54
Export Incentives Receivable	231.31	248.75
Security Deposit	-	-
- from related parties	953.00	916.00
Advances recoverable in Cash or Kind	-	-
- from related parties	158.11	156.15
Advance to suppliers	412.80	502.48
Insurance claim receivable	79.35	79.35
Prepayments	134.37	96.90
Other current assets	-	-
- from related parties	-	-
- from others	152.73	202.15
	<b>3,622.23</b>	<b>3,494.31</b>

**20. Equity**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Authorised Share capital</b>		
31 March 2025 : 2,45,00,000 equity shares of Rs.10 each	2,450.00	2,450.00
31 March 2024 : 2,45,00,000 equity shares of Rs.10 each	-	-
	-	-
<b>Issued, subscribed and paid-up share capital</b>		
31 Mar 2025: 15920872 equity shares of Rs.10 each	1,592.09	1,580.44
31 Mar 2024: 15804372 equity shares of Rs.10 each	-	-
	<b>1,592.09</b>	<b>1,580.44</b>


**a) Reconciliation of the shares outstanding at the beginning and at the end of the period**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Authorised Share capital</b>		
Opening Balance (Number of shares in Lakhs)	158.05	156.90
Add : Shares Issued during the year (Number of shares in Lakhs)	1.16	1.15
<b>Closing Balance</b>	<b>159.21</b>	<b>158.05</b>

**b. Rights, preferences and restrictions attached to equity shares:**

- The Company has only one class of shares referred to as equity shares having par value of Rs 10 each.
- Each holder of the equity share, as reflected in the records of the Company as of the date of the shareholders' meeting, is entitled to one vote in respect of each share held for all matters submitted to vote in the shareholders' meeting.
- The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing General Meeting.
- In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amounts if any. The distribution will be in proportion to the number of equity shares held by the shareholders.
- Each Share holder has a right to inspect the statutory registers of the company as per the provisions of the companies act, 2013.
- Each and every share holder has a right to participate in the share holders's meetings as and when called by the company subject to provisions of the Companies Act, 2013.

**c) Equity shareholders holding more than 5 percent shares in the Company:**

Name of the shareholder	As at 31 March 2025		As at 31 March 2024	
	No. of shares	No. of shares(in Lakhs) Percentage	No. of shares	No. of shares(in Lakhs) Percentage
Shailesh Siroya	27.45	17.24%	27.45	17.37%
Micro Labs Limited	20.11	12.64%	20.11	12.73%
Anita Siroya	10.49	6.59%	10.49	6.64%

(d) Shares reserved for issue under options & contracts/commitments for sale of shares /disinvestment, including the terms & amounts - NIL

(e) For period of 5 years immediately preceding the balance sheet date.

- Alloted as fully paid up by way of bonus shares NIL
- Bought back NIL
- For consideration other than cash- NIL

(f) Securities convertible into equity /preference shares issued - NIL

(g) No Calls Unpaid

(h) Issue of securities made for a specific purpose at the balance sheet date - NIL





## 21. Other Equity

Particulars	As at 31 March 2025	As at 31 March 2024
<b>(i) Retained Earnings</b>	-	
Balance as at beginning of the reporting period	4,289.70	3,673.99
Less :Transferred to OCI	-4.65	
Add: Net profit/(loss) for the period	779.95	772.61
Less: Dividend payable	-191.05	-156.90
Less: Transfer to General Reserve	-	-
	<b>4,873.94</b>	<b>4,289.70</b>
<b>(ii) Other Reserves*</b>		
Securities premium	3,197.79	3,128.75
General reserve	245.15	245.15
Capital Reserve	44.06	44.06
	<b>3,487.00</b>	<b>3,417.96</b>
<b>(iii) Other comprehensive income</b>	-	
Others (acturial gain/ (Loss))	-70.90	-106.26
Add :Transferred from retained earnings	4.65	
Add: Net gain/(loss) for the period	-4.33	35.37
	<b>(70.57)</b>	<b>(70.90)</b>
<b>(iv) Money received against ESOP</b>	-	-
<b>(v) Share based payment reserve</b>	-0.00	66.57
	<b>8,290.37</b>	<b>7,703.33</b>

\*Refer Statement of changes in equity for detailed movement in other equity balances.

### Nature and purpose of reserves

#### Retained Earnings:

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distribution to share holders.

#### Securities premium:

The amount received in excess of face value of the equity shares is recognised in securities premium. This reserve will be utilised in accordance with provisions of Section 52 of the Companies Act, 2013.

#### General reserve:

The Company has transferred a portion of its net profit before declaring dividend to general reserve pursuant to the earlier provisions of the Companies Act, 1956. Mandatory transfer to general reserve is not required under the Companies Act, 2013

#### Other Comprehensive Income (OCI):

##### Re-measurement of defined employee benefit plans

Difference between the interest income on plan assets and the return actually achieved, any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments with in the plans, are recognised in other comprehensive income and subsequently not reclassified into standalone statement of profit and loss



## Financial liabilities

## 22. Borrowings

Particulars	As at 31 March 2025	As at 31 March 2024
Terms loans		
- from banks	686.92	788.68
- from others	1,751.93	1,563.44
GECL Loan	639.29	1,193.46
Other Loans	-	-
- vehicle loans	61.89	89.36
	-	-
	<b>3,140.03</b>	<b>3,634.94</b>

The above amount includes\*

Secured Borrowings (includes vehicle loans)	<b>2,470.42</b>	<b>2,320.98</b>
Unsecured Borrowings		
Loan Under guaranteed emergency credit line & Bank Loan	<b>669.60</b>	<b>1,313.96</b>

\* The same includes borrowings including current maturities

**i) A Term loans (including current maturities of non-current borrowings) from South Indian Bank Limited -Term Loan 1**

As at 31 March 2025 :Rs.325.42 lakhs (31 March 2024 :Rs.362.81 lakhs)

**Security**

- i. All the property bearing municipal no 6/3 situated at Vasanthnagar, new ward number 63, Bengaluru consisting of 6825 square feet land owned by the Company

**Repayment and interest**

- ii. The loan was repayable in 154 monthly instalments starting from March 2018.  
iii. The loan carried interest rate equal to the lender's 12 month's MCLR rate Date of Maturity : 19.06.2031

**B Term loans (including current maturities of non-current borrowings) from South Indian Bank Limited - Term Loan 2**

As at 31 March 2025 :Rs.253.08 lakhs (31 March 2024 :Rs.273 lakhs)

**Security**

- i. All the property bearing municipal no 6/3 situated at Vasanth Nagar, new ward number 63, Bengaluru consisting of 6825 square feet land owned by the Company

**Repayment and interest**

- ii. The loan was repayable in 180 monthly instalments starting from April 2018.  
iii. The loan carried interest rate equal to the applicable 12 month's MCLR rate Date of Maturity : 31.12.2035

**C Term loans - I (including current maturities of non-current borrowings) from Canara Bank.**

As at 31 March 2025 :Rs 90.89 lakhs (31 March 2024 : Rs.114.11 lakhs)

**Security**

- i. Hypothecation of Plant and Machinery which were funded from the term loan. For all the limits sanctioned by bank including term loan, charge on current assets of the Company along with HDFC Bank limited and Canara Bank and first charge on the property located in Plot 61B, Bommasandra, Bengaluru and personal guarantee of Mr Shailesh Siroya (managing director)

**Repayment and interest**

- i. The disbursed loan to be repayable in 84 months with 5 months of moratorium and 1 month for project implementation  
iii. The loan carried interest rate equal to the applicable RLLR (presently 6.90%)+2.80%+0.8% (Liquidity Premium) - Date of **Maturity : 21.01.2029**



**D Term loans-2 (including current maturities of non-current borrowings) from Canara Bank.**

As at 31 March 2025 :Rs 205.36 lakhs (31 March 2024 : Rs.274.00)

**Security**

- i. The assets created out of the credit facility so extended, that is, pari passu first charge on the entire current assets of the Company

**Repayment and interest**

- i. The disbursed loan to be repayable in 72 months with 24 months of moratorium
- iii. The loan carried interest rate equal to the applicable RLLR (presently 6.90%)+0.60%= 7.5% Date of Maturity : 29.02.2028

**ii) Details of securities, repayment and interest of secured term loans from others (including current maturities of long-term debt):**

**A Term loans (including current maturities of non-current borrowings) from STCI Finance Limited**

As at 31 March 2025 :Rs 1900 lakhs (31 March 2024 : Rs.1500)

**Security**

- i. Exclusive Charge by way of mortgage of Plot No.C-155, Mewar Industrial Area, Udaipur, Rajasthan - 313003, presently mortgaged in favour of TFSL towards Term loan which has taken over by STCI Finance Limited
- ii. First and Exclusive charge on entire present and future Fixed Assets (both movable and Immovable of Golden Drugs Pvt Ltd.

**Repayment and interest**

- ii. The loan is repayable in 60 monthly instalments shall commence from the end of the 12th month succeeding the month of first disbursement. Starting from Jan'25 with an initial moratorium of 12 months
- iii. The loan carried interest rate equal to the lender's long term lending rate @ 12.50% p.a payable monthly. Date of Maturity : 22.12.2029

**B Term loans (including current maturities of non-current borrowings) from Small Industries Development Bank of India (SIDBI)**

As at 31 March 2025 :Rs 347.33 lakhs (31 March 2024 : Rs.182.00 lakhs)

**Security**

- i. First Charge by way of hypothecation of Plant and Machinery pertaining to the project of Rs.429 Lakhs, ii. Collateral Security FDR of Rs. 129 lakh lien mark with SIDBI in favour of Borrower and unconditional joint and several personal guarantee of Mr Shailesh Siroya (Managing director) and Mr.V.Himesh, Executive Director

**Repayment and interest**

- ii. The loan is repayable in 54 monthly instalments starting from June 2024 with a initial moratorium of 6 months
- iii. The loan carried interest rate equal to the lender's long term lending rate less 8.90% Date of Maturity : 10.11.2028

**iii) Details of securities, repayment and interest of Working Capital Term Loan under GECL scheme (including current maturities of long-term debt):**

**A Working Capital Term Loans (including current maturities of non-current borrowings) from Canara Bank limited - 01**

As at 31 March 2025 :Rs.91.67 lakhs (31 March 2024 :Rs.191.67 lakhs)

**Security**

- i. The Loan is secured by all assets created out of credit facility
- ii. The Loan is further secured by extending the charges created over existing loan.
- iii. The facility is to be covered under Emergency Credit Line Guarantee Scheme (ECLGS) administered by National Credit Guarantee Trustee Company (NCGTC) Limited

**Repayment and interest**

- i. Initial moratorium of 12 months and thereafter repayable in 48 months as Rs 8.35 lakhs per month for 47 months and Rs 7.55 lakh per month for 1 month
- ii. The loan carried interest rate equal to the lender's long term lending rate less 7.50% p.a Date of Maturity : 15.02.2026

**B Working Capital Term Loans (including current maturities of non-current borrowings) from HDFC Bank Limited-02**

As at 31 March 2025 :Rs.325.00 lakhs (31 March 2024 :Rs.487.50 lakhs)

**Security**

- i. The Loan is secured by all assets created out of credit facility
- ii. The Loan is further secured by extending the charges created over existing loan.
- iii. The facility is to be covered under Emergency Credit Line Guarantee Scheme (ECLGS) administered by National Credit Guarantee Trustee Company (NCGTC) Limited

**Repayment and interest**

- i. Total tenor of 60 months with 12 months moratorium period .
- ii. The loan carried interest rate equal to 7.5%.p.a Date of Maturity :26.03.2027

**C Working Capital Term Loans (including current maturities of non-current borrowings) from HDFC Bank Limited-03**

As at 31 March 2025 :Rs 700 lakhs (31 March 2024 :Rs.800 lakhs)

**Security**

- i. The Loan is secured by all assets created out of credit facility
- ii. The Loan is further secured by extending the charges created over existing loan.
- iii. The facility is to be covered under Emergency Credit Line Guarantee Scheme (ECLGS) administered by National Credit Guarantee Trustee Company (NCGTC) Limited

**Repayment and interest**

- i. Total tenor of 48 months with 24 months moratorium period .
- ii. The loan carried interest rate equal to 8%.p.a Date of Maturity :28.09.2028

**iv) Details of Vehicle loans (including current maturities of long-term debt):****A Vehicle Loans (including current maturities of non-current borrowings) from HDFC Bank Limited - INNOVA HYCROSS**

As at 31 March 2025 :Rs.21.14 lakhs (31 March 2024 : Rs.26.71 lakhs)

- (I) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 8.50%
- (iii) The principal amount has to be repaid in 60 equated monthly instalments Date of Maturity :05.05.2028

**B Vehicle Loans (including current maturities of non-current borrowings) from HDFC Bank Limited - MAHINDRA XUV700 AX7AWD**

As at 31 March 2025 :Rs.22.34 lakhs (31 March 2024 : Rs.28.04)

- (I) Secured by hypothecation of motor vehicles.
- (ii )These loans carry an interest rate of 9 %
- (iii) The principal amount has to be repaid in 60 equated monthly instalments Date of Maturity :05.06.2028

**C Vehicle Loans (including current maturities of non-current borrowings) from HDFC Bank Limited - GLANZA 1.2 G P MT**

As at 31 March 2025 :Rs.5.46 lakhs (31 March 2024 : Rs.6.89 lakhs)

- (I) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 9 %
- (iii) The principal amount has to be repaid in 60 equated monthly instalments Date of Maturity:05.05.2028

**D Vehicle Loans (including current maturities of non-current borrowings) from HDFC Bank Limited - EECOAMBULANCE**

As at 31 March 2025 :Rs.3.76 lakhs (31 March 2024 : Rs.5.3 lakhs)

- (i) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 10%
- (iii) The principal amount has to be repaid in 39 equated monthly instalments. - Date of Maturity :05.04.2027



**E Vehicle Loans (including current maturities of non-current borrowings) from Mercedes- Benz Financial Services India Pvt Lrd**

As at 31 March 2025 :Rs.34.16 lakhs (31 March 2024: Rs.47.64 lakhs)

- (i) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 7.27%
- (iii) The principal amount has to be repaid in 60 equated monthly instalments. Date of Maturity :04.06.2027

**F Vehicle Loans (including current maturities of non-current borrowings) from Union Bank of india - EECO -CAR**

As at 31 March 2025 :Rs.2.53 lakhs (31st March 2024 : Rs.3.37 lakhs)

- (i) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 9.45%
- (iii) The principal amount has to be repaid in 60 equated monthly instalments. Date of Maturity :05.09.2027

**G Vehicle Loans (including current maturities of non-current borrowings) from HDFC BANK LTD - RUDRAPUR - GLANZA**

As at 31 March 2025 :Rs.5.84 lakhs (31 March 2024: Rs Nil lakhs)

- (i) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 9.53%
- (iii) The principal amount has to be repaid in 36 equated monthly instalments. Date of Maturity 05.11.2027

**v) Details of Unsecured loans (including current maturities of long-term debt) from Kotak Mahindra Bank Limited:**

**A Kotak Mahindra Bank Limited-Jaldi Loan-Personal Loan-01**

As at 31 March 2025 :Rs.11.91 lakhs (31 March 2024 : Rs.77.67 lakhs)

- I. The Loan is Not secured and sanctioned loan under Jaldi Loan credit facility offered by Kotak Mahindra Bank Limited

**Repayment and interest**

- i. Total tenor of 24 months without any moratorium period .
- ii. The loan carried interest rate equal to 14.17 %.p.a Date of Maturity : 10.05.2025

**B Kotak Mahindra Bank Limited-Jaldi Loan-Personal Loan-02**

As at 31 March 2025 :Rs.18.40 lakhs (31 March 2024 : Rs.42.82 lakhs)

- i. The Loan is Not secured and sanctioned loan under Jaldi Loan credit facility offered by Kotak Mahindra Bank Limited

**Repayment and interest**

- i. Total tenor of 24 months without any moratorium period .
- ii. The loan carried interest rate equal to 14.50%.p.a Date of maturity : 10.11.2025

**vi) There are no defaults in repayment of principal or interest to lenders as at the balance sheet date, however, in certain cases based on information available as on date, there exists delay in repayment of loan as mentioned below.**

**a) The following are delay in repayments towards loan for the year ended March 31, 2024**

- In case of vehicle loans taken from HDFC Bank Limited, the terms of which is stipulated in (iv) above, there is a delay in repayment for 13 days in the month of Aug 23 where auto debit was linked is rejected due to signature mismatch.
- In case of vehicle loans taken from HDFC Bank Limited, the terms of which is stipulated in (iv) above, there is a delay in repayment for 7 days in the month of Mar 24 where auto debit was linked is rejected due to signature mismatch.  
In case of vehicle loans taken from Mercedes Benz Financial Services India Pvt Ltd, the terms of which is stipulated in (iv) above, there is a delay in repayment for 7 days in the month of Apr' 23 where auto debit was linked is rejected due to signature mismatch in ECS form.
- In case of Unsecured loans taken from Kotak Mahindra Bank Limited-01, the terms of which is stipulated in (v) above, there is a delay in repayment for 2 days in the month of Dec' 23 where auto debit was linked is rejected due to signature mismatch in ECS form.

**b) The following are delay in repayments towards loan for the year ended March 31, 2025**

- In case of vehicle loans taken from HDFC Bank Limited, the terms of which is stipulated in (iv) above, there is a delay in repayment for 7 days in the month of April 24 where auto debit was linked is rejected due to signature mismatch.



In case of Unsecured loans taken from Kotak Mahindra Bank Limited-02, the terms of which is stipulated in (v) above, there is a delay in repayment for 2 days in the month of April 24 where auto debit was linked is rejected due to signature mismatch in ECS form.

In case of Unsecured loans taken from Kotak Mahindra Bank Limited-02, the terms of which is stipulated in (v) above, there is a delay in repayment for 1 day in the month of Feb 25 due to bank server error.

## 23 Other financial liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Deposits received from customers	-	-
Lease Liability (Ind AS 116)	127.65	134.12
	<b>127.65</b>	<b>134.12</b>

## 24. Provisions

Particulars	As at 31 March 2025	As at 31 March 2024
Provision for employee benefits	-	-
Gratuity	469.84	421.99
Leave benefits	90.59	81.31
	<b>560.43</b>	<b>503.30</b>

## 25. Deferred tax liabilities (Net)

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred tax liabilities (Net)	-	153.13
Add: Created during the year	-	-
	<b>-</b>	<b>153.13</b>

## Current financial liabilities

## 26. Borrowings

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Secured:</b>		
- Cash Credit	5,808.72	4,147.11
- Packing Credit	4,273.55	4,287.18
- Buyers Credit	71.89	65.00
- Bills Discounting	0.00	-0.00
- Working Capital Demand Loan	-	500.00
	-	-
Current maturities of long-term debt *	-	-
- term loan from banks	161.20	312.12
- term loan from others	495.40	118.57
- vehicle loans	33.01	32.42
- GECL loan	477.37	285.71
- others	-	-
	<b>11,321.14</b>	<b>9,748.11</b>





- A) All secured loans payable on demand and secured short term loans from banks are secured by first charge by way of hypothecation of all the stocks, book debts and other current assets (both present and future) and carries interest rate @ 9.75% to 13.15%

## 27. Trade Payables

Particulars	As at 31 March 2025	As at 31 March 2024
Due to Micro, Small and Medium Enterprises*	461.66	393.64
Due to Other than Micro, small and Medium Enterprises	-	-
- Due to Related Parties	63.47	136.80
- Due to Others	7,659.66	7,231.64
	<b>8,184.79</b>	<b>7,762.07</b>

\* There are no overdue amounts to Micro, Small and Medium Enterprises as on 31st March, 2025

### Trade Payable ageing schedule for year ended March 2025

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
(I) Micro, Small and Medium Enterprises (MSME)	461.66				461.66
(ii) Others	7,322.49	53.27	52.91	294.47	7,723.13
(iii) Disputed Dues - Micro, Small and Medium Enterprises (MSME)				-	
(iii) Disputed Dues - Others				-	
<b>Total</b>	<b>7,784.14</b>	<b>53.27</b>	<b>52.91</b>	<b>294.47</b>	<b>8,184.79</b>

### Trade Payable ageing schedule for year ended March 2024

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
(I) Micro, Small and Medium Enterprises (MSME)	393.64				393.64
(ii) Others	6,674.08	108.90	431.01	154.43	7,368.43
(iii) Disputed Dues - Micro, Small and Medium Enterprises (MSME)				-	
(iii) Disputed Dues - Others				-	
<b>Total</b>	<b>7,067.72</b>	<b>108.90</b>	<b>431.01</b>	<b>154.43</b>	<b>7,762.07</b>

**28. Other Financial Liabilities**

Particulars	As at 31 March 2025	As at 31 March 2024
Interest accrued but not due	32.70	15.80
Security deposits	148.88	148.88
Payable towards purchase of Property, Plant and Equipment	206.93	8.87
Accrued Payroll	496.49	184.48
Unclaimed Dividends	10.79	11.99
Payable towards Dividend Distribution Tax	-0.00	-0.00
Lease Liability (IND AS 116)	61.76	126.08
Rental Deposits	-	-
Rental Deposits from Related Party	4.00	4.00
- from others	-	-
Other current liabilities	-	-
- Due to Others	113.63	438.06
	-	-
	<b>1,075.15</b>	<b>938.14</b>

**29. Other Current Liabilities**

Particulars	As at 31 March 2025	As at 31 March 2024
Advance received from Customers	552.24	859.89
Statutory dues	84.67	81.39
Other Current Liabilities	11.67	7.92
Book Overdraft due to issue of cheques	-	-
	<b>648.58</b>	<b>949.20</b>

**30. Provision**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Provision for employee benefits</b>		
Gratuity	82.17	61.84
Leave Encashment	34.00	32.23
	<b>116.16</b>	<b>94.07</b>

**31. Current Tax Liabilities (Net)**

Particulars	As at 31 March 2025	As at 31 March 2024
Current Income Tax Liabilities (Net)	-	221.76
	-	<b>221.76</b>



### 32. Revenue from operations

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Sale of Product	29,368.62	32,566.53
Other operating revenue	881.02	1,287.46
	<b>30,249.64</b>	<b>33,853.99</b>

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Sale of Product</b>		
API		
- Domestic	6,415.95	6,368.81
- Exports	6,819.52	10,476.23
Formulations		
- Domestic	4,627.76	5,305.32
- Exports	11,505.39	10,416.16
	<b>29,368.62</b>	<b>32,566.52</b>
<b>Other operating revenue</b>		
Scrap Sales	44.40	17.98
Govt Incentives	836.62	1,269.49

### 33. Other income

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Interest income</b>		
- on fixed deposits with bank	73.64	54.00
- Others	26.34	1.92
	-	-
Net gain on foreign currency translation and transactions	29.11	-
Profit on sale of Property, Plant and Equipment	-	8.27
Rental Income	19.56	11.96
Insurance Claim	1.35	-
Balances/Advances No More Payable	14.20	0.00
Reverseal of expected Credit Loss	11.28	
Other Non -Operating revenue	39.46	154.15
	<b>214.93</b>	<b>230.31</b>

**BAL PHARMA LIMITED****CIN: L85110KA1987PLC008368****Notes to the standalone financial statements (continued)**

(all amounts in Rs. lakhs unless otherwise stated)

**34. Cost of materials consumed**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Raw materials		
Opening stock	2,495.27	3,634.58
Add: Purchases - Raw Material	14,286.08	15,422.15
Less: Closing stock	-3,271.35	-2,495.27
	<b>13,510.00</b>	<b>16,561.46</b>
Packing Materials		
Opening Stock	549.02	536.34
Add: Purchases - Packing Material	1,519.39	1,608.90
Less: Closing stock	-589.80	-549.02
	<b>1,478.61</b>	<b>1,596.21</b>
	<b>14,988.61</b>	<b>18,157.67</b>

**35. Purchases of traded goods**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Purchase of traded goods	1,496.68	1,121.88
	<b>1,496.68</b>	<b>1,121.88</b>

**36. (Increase)/decrease in Inventories of finished goods and work in progress**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Inventories at the end of the year		
Work-in-progress	3,350.73	3,091.65
Finished goods	3,059.18	2,610.14
	<b>6,409.91</b>	<b>5,701.79</b>
Inventories at the beginning of the year		
Work-in-progress	3,091.65	2,748.49
Finished goods	2,610.14	2,847.65
	<b>5,701.79</b>	<b>5,596.14</b>
	<b>(708.12)</b>	<b>(105.65)</b>

**BAL PHARMA LIMITED****CIN: L85110KA1987PLC008368****Notes to the standalone financial statements (continued)**

(all amounts in Rs. lakhs unless otherwise stated)

**37. Employee benefits expense**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Salary and wages	5,543.26	5,271.17
Contribution to provident and other funds	221.83	233.23
Staff welfare expenses	296.98	295.98
Share based payment Expense	2.47	37.67
Gratuity Expenses	96.76	100.40
Leave Encashment Expense	21.58	19.02
	<b>6,182.89</b>	<b>5,957.46</b>

**38. Finance Cost**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest Expenses on Term Loan	446.19	312.13
Interest Expenses on Working Capital	833.53	778.42
Interest Expenses GECL	51.37	80.53
Interest Expenses - others	101.04	97.59
Interest Expenses on Lease Liability (Ind AS 116)	20.76	19.75
Other Finance Cost	231.63	157.72
	<b>1,684.51</b>	<b>1,446.14</b>

**39. Depreciation and Amortisation**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation on Property, Plant and Equipment	605.59	612.83
Amortisation on Intangible Assets	359.29	392.04
	<b>964.88</b>	<b>1,004.87</b>


**40. Other expenses**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Consumption of stores and spares	37.72	35.67
<b>Power and fuel</b>		-
Fuel - Opening Balance	7.36	6.58
Add: Fuel/Spares Purchases	300.18	308.51
Less: Closing Stock of Fuel/Spares	-6.74	-7.35
		-
Cost of fuel consumption	300.80	307.74
		-
Electricity charges	13.79	15.35
Power charges	478.12	520.69
Water Charges	36.41	29.11
Laboratory and Testing Charges	311.39	256.93
Sub contracting expenses	213.47	440.77
		-
Repairs & Maintenance		-
- Plant and machinery	279.94	280.56
- Building	98.12	96.83
- Others	148.87	184.56
		-
Commission on sales & Others	660.99	767.46
Commission on Import	76.28	99.13
Freight and forwarding charges	783.01	676.88
Net loss on foreign currency translation and transactions	-	91.05
Travelling Expenses	335.32	281.73
Advertisement and selling expenses	465.10	275.89
Legal and professional charges	254.43	265.52
Rent	103.20	103.53
Rates & Taxes	210.68	285.74
Communication Cost	52.59	49.22
Registration fees	0.00	0.00
Liquidated damages	28.31	62.28
Security Charges	85.03	70.96
Donation	6.46	1.30
Corporate Social Responsibility	19.00	20.50
Seminar, Conference & Exhibition Expenses	22.69	24.12
Insurance	150.43	146.25
Printing & Stationary	41.27	43.75
Subscription & Membership	29.94	17.48
Bank charges	19.92	18.30
Expected Credit Losses	-	19.30
Balances/Advances No More Recoverable	-	35.15
Director Sitting fee	2.22	2.41
Miscellaneous Expenses	16.39	43.79
	<b>5,281.89</b>	<b>5,569.95</b>





#### 41. Contingent liabilities and commitments

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Contingent liabilities</b>		
- Income tax	326.22	306.92
- Excise & Customs and Service Tax (refer note I below)	223.04	247.94
- GST	1,160.39	1,140.71
<b>Capital commitments</b>		
- Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for	-	-

**Note I :** The Company has received show cause notices under the Central Excise laws and Service Tax laws in for the years 2007-08 onwards which in various stages of assessment as at 31 March 2025. The assessments are in progress and the Company has not received the assessment order in respect of the same. In certain cases, the Company has preferred an appeal which has been remanded back to the original authority for reassessment.

#### Other Disputes

The Company is also involved in other lawsuits, claims, investigations and proceedings, which arise in the ordinary course of business, however, there are no such matters pending that the company expects to be material in relation to its business.

#### 42. Auditors' remuneration excluding tax (included in Legal and Professional Charges)

Particulars	As at 31 March 2025	As at 31 March 2024
As auditor		
- for Statutory audit	12.50	12.50
- for Taxation matters	2.00	2.00
- for Limited Review	0.40	0.48
- for Internal Financial Controls & Reporting	1.50	1.50
In other capacity		
Other services (certification fees)	2.85	3.02
Reimbursement of expenses	-	-
	<b>19.25</b>	<b>19.50</b>

#### 43. Disclosure with respect to Micro, Small and Medium Enterprises

The Company has certain dues to Micro and small enterprises registered (suppliers) under Micro, Small, and medium Enterprises Development Act, 2006 (MSMED Act). The disclosure pursuant to the said MSMED Act, to the extent the information is available with company are as below

(Rs. in Lakhs)

a) Principal amounts due to suppliers remaining unpaid as at the year end	461.66
b) Interest due to the supplier as at the year end	

#### 44. Confirmations

Balances of Trade Receivables, Trade Payables, Loans and Advances, Receivables and Payables are subject to confirmation / reconciliation, if any



#### 45. Earnings per share

Basic EPS amounts are calculated by dividing the income for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. The Company has no potentially dilutive instruments.

**(i) Reconciliation of earnings used in calculating earnings per share:**

Particulars	As at 31 March 2025	As at 31 March 2024
From continuing operations:		
Total Profit / (Loss) for the period attributable to Equity shareholders	775.62	807.97
<b>Net profit/(loss) for basic and diluted earnings</b>	<b>775.62</b>	<b>807.97</b>

**(ii) Reconciliation of basic and diluted shares used in computing earnings per share**

Particulars	As at 31 March 2025	As at 31 March 2024
Number of equity shares at the beginning of the year (in Lakhs)	158.05	156.90
Add: Weighted average number of equity shares issued during the year	0.49	0.48
Number of weighted average equity shares considered for calculation of basic and diluted earnings per share (in lakhs)	<b>158.53</b>	<b>157.38</b>

**(iii) Earnings per share:**

Particulars	As at 31 March 2025	As at 31 March 2024
Basic	4.89	5.13
Diluted	4.89	5.13

(All share warrants issued at average market price)  
\* The Company has no potential dilutive instrument

#### 46. Unclaimed Dividends on Equity Shares

Particulars	As at 31 March 2025	As at 31 March 2024
2015 - 2016		
2016 - 2017		2.41
2017 - 2018	2.48	2.57
2018 - 2019	2.60	2.68
2020 - 2021	1.66	1.66
2021 - 2022	1.40	1.40
2022 - 2023	1.22	1.27
2023 - 2024	1.43	
	<b>10.79</b>	<b>11.99</b>


**BAL PHARMA LIMITED**
**CIN: L85110KA1987PLC008368**
**Notes to the standalone financial statements (continued)**

(all amounts in Rs. lakhs unless otherwise stated)

**47. Expenditure on corporate social responsibility activities**

Particulars	As at 31 March 2025	As at 31 March 2024
(a) Amount required to be spent by the Company during the year*	19.00	20.35
(b) Amount spent during the year	19.00	20.50

Particulars	As at 31 March 2025	As at 31 March 2024
Where the company covered under section 135 of the companies act, the following shall be disclosed with regard to CSR activities:-		
(a) amount required to be spent by the company during the year,	19.00	20.35
(b) amount of expenditure incurred,	19.00	20.50
(i) Construction/acquisition of any asset		
(ii) On purposes other than (i) above	19.00	20.50
(c) shortfall at the end of the year,	-	-
(d) total of previous years shortfall,	-	-
(e) reason for shortfall,		
(f) nature of CSR activities,	Education to socially and financially underprivileged children & Financial assistance to health care institutions	Education to socially and financially underprivileged children & Financial assistance to health care institutions
(g) details of related party transactions		
(h) Provision made in respect of a Liability incurred due to a Contractual Obligation		

**48. Leases**
**(a) Company as a lessee**

The Company adopted Ind-AS 116, on all lease contracts, except for the leases with a term of twelve month or less (short term leases) and low value leases using the modified retrospective method with Right-of-use assets recognised at an amount equal to the lease liabilities in the balance sheet. The Right-of-use assets as on March 31, 2024 and March 31, 2025 have been presented as part of Property, plant and equipment. For these short term leases, the Company recognises the lease payments as an operating expense on a straight line basis over the period of lease.

**Changes in Lease Liabilities**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Opening Balance	260.20	207.99
On account of adoption of Ind AS 116		
Additions	66.55	104.41
Finance Cost	20.76	19.75
Payment of Lease Liabilities	-158.08	-71.96
Closing Balance	189.42	260.20
Current Lease Liabilities	61.76	126.08
Non-current Lease Liabilities	127.66	134.12

**48. Leases (continued)****Contractual Maturities of Lease Liability**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Less than one year	61.76	126.08
1 to 5 years	77.56	84.02
above 5 years	50.10	50.11

**49. Export Benefit Incentives**

Export benefit Incentives includes Duty Drawback ('DBK'), Focus Marketing incentive scheme(FMS), Focus product scheme (FPS), Market Linked Product Scheme (MLPS), Incremental Exports incentive scheme, Merchandise Export India Scheme, Service tax rebate scheme (STR) and Remission of Duties or Taxes on Export Products Scheme .The Company has accounted an amount of Rs. 236.62 lakhs (31 March 2024 :Rs. 279.49 lakhs ) under "other operating revenue", being the net amount of credit under various export incentive schemes as announced under Foreign trade Policy.The same will be either be sold or utilized for off-setting customs duty on future imports.The accumulated amount outstanding on this account as on 31 March 2025 is Rs. 231.31 lakhs (31 March 2024 is Rs. 248.75 lakhs) and the same is reflected under Export Incentives Receivable.

**50. Segment reporting**

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses and for which discrete financial information is available.The operating segments' operating results are reviewed by the Chief Operating Decision Maker (Board of Directors) to make decisions about resources to be allocated to the segments and assess their performance.The Company's business activities fall within one component namely, "manufacturing and marketing of pharmaceutical formulations and active pharmaceutical ingredients". Accordingly, separate disclosures per the requirements of IndAS 108, Operating Segments, are not considering necessary.

In accordance with Ind AS-108 "Operating Segments", information about geographical areas has been given in the Consolidated Financial Statements of Bal Pharma Limited and therefore, no separate disclosure on geographical areas is given in these financial statements



## 51. Income tax

### A. Amounts recognised in statement of profit and loss

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Current income tax:</b>		
Current income tax charge	-	320.23
Excess/Short provision of tax written back	(14.06)	(244.70)
Previous Year's Tax Adjustment		-
	<b>(14.06)</b>	<b>75.53</b>
<b>Deferred tax:</b>		
Attributable to -		
Origination and reversal of temporary differences	(192.66)	83.85
	<b>(192.66)</b>	<b>83.85</b>
<b>Minimum Alternate Tax credit entitlement</b>		
Excess of tax liability under Minimum Alternate Tax over Normal Provisions as per Income Tax Act, 1961	-	-
	-	-
<b>Income tax (credit) / expense reported in the Statement of profit or loss</b>	<b>(206.72)</b>	<b>159.37</b>

### B. Income tax recognised in other comprehensive income

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Net (gain)/loss on remeasurement of defined benefit liability/ (assets)	-	-
<b>Income tax charged to OCI</b>	<b>-</b>	<b>-</b>

### C. Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Profit before income tax	573.23	931.98
Domestic tax rate *	27.82%	29.12%
Tax using the Company's domestic tax rate	159.47	271.39
Impact of Non-taxable items due to Ind AS adjustments	8.72	(41.68)
Weighted Deductions and Exemptions	(90.42)	(88.29)
Impact of non-deductible expenses for tax purposes	16.37	54.66
Impact of deductible expenses for tax purposes	(54.26)	(25.90)
Impact of disallowance for non payment and non deduction of TDS	-	23.81
Impact of allowability of certain expenditure on payment basis	16.77	9.90
Impact of Depreciation on Property, Plant and Equipment and others	70.02	119.74
Impact of tax losses on tax expense	(126.67)	
Excess/Short provision of tax written back	(14.06)	(244.70)
Previous Year's Tax Adjustment	-	-
Others	-	(3.40)
<b>Current tax Expense</b>	<b>(14.06)</b>	<b>75.53</b>
Effective Tax Rate	-2.45%	8.10%

\* Including applicable surcharge rate and cess

**BAL PHARMA LIMITED****CIN: L85110KA1987PLC008368****Notes to the standalone financial statements (continued)**

(all amounts in Rs. lakhs unless otherwise stated)

**51. Income tax (continued)****D. Deferred Tax**

Deferred tax relates to the following:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Deferred Tax Liability</b>		
Property, Plant and Equipment	(552.80)	(491.71)
Borrowings	(15.84)	-12.14
<b>Deferred tax Asset</b>		
Allowability of certain expenditure on payment basis	203.01	37.80
Disallowance under sec 40(a)(ia)	-	22.75
Impairment of Investments	-	3.50
Lease Liability and ROU Asset	52.70	-
Provision for Doubtful debts	42.91	46.04
Carried forward loss	309.56	240.63
<b>Deferred tax Liability Reflected in Balance Sheet</b>	<b>39.53</b>	<b>(153.13)</b>

**52. Expenditure on Research and Development**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Total Expenditure</b>		
Raw material consumed	4.02	3.15
Power and Fuel	66.06	73.80
Water Charges	4.54	3.18
Laboratory and testing	17.56	3.01
Employee benefit expense	191.37	160.91
Others	41.47	59.15
<b>Total Expenditure towards Research and Development</b>	<b>325.03</b>	<b>303.20</b>
Amount Capitalised (refer note 6)		
Development Expenses	-325.03	-303.20

**53. Note on Suspended Activities in Unit located at Pune**

"The Management of the Company has decided to suspend the operations of its IV fluids and parenterals manufacturing facility at Pune as this unit has been consistently incurring operational losses due to various reasons such as higher costs of raw materials, escalation in production cost, employee cost, lack of adequate orders and thin margins on products manufactured. The above have led to a situation wherein any further efforts to restore the profitability of the unit will be futile.

This decision was taken as part of the restructuring exercise undertaken by the Company to streamline its operations and to exit from its noncore businesses, so that further deterioration of its noncore business revenues can be plugged. The management is considering both avenues of disinvestment of the Unit or partnering with an outside party, whichever is beneficial."




**54. Value of Imports calculated on CIF basis**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Raw Materials	5,770.38	6,379.47
Capital goods (Including spares and components)	-	-
	<b>5,770.38</b>	<b>6,379.47</b>

**55. Details of consumption of imported and indigenous raw materials, components and spare parts:**

Particulars	31 March 2025		31 March 2024	
	Value in Rs	% of total consumption	Value in Rs	% of total consumption
<b>Raw Material</b>				
Imported	5,887.53	39.28%	6,926.93	38.15%
Indigenous	9,101.09	60.72%	11,230.74	61.85%
	<b>14,988.61</b>	<b>100%</b>	<b>18,157.67</b>	<b>100%</b>
<b>Stores and Spares</b>				
Imported	-	-	-	-
Indigenous	-	-	-	-
	<b>14,988.61</b>		<b>18,157.67</b>	

**56. Earnings in Foreign Currency**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
FOB value of Exports	16,517.83	19,496.58
	<b>16,517.83</b>	<b>19,496.58</b>

**57. Expenditure in Foreign Currency**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Lab Chemical	1.78	7.27
Travelling expenditure	132.41	100.40
Registration fee	36.43	60.78
Commission on export sales	354.88	235.32
Sales promotion expenses	62.03	69.12
Inspection Fees	9.60	30.79
Packing charges	3.98	4.58
Professional Fee	-	-
software and Maintenance	25.15	21.06
<b>Total</b>	<b>626.26</b>	<b>522.06</b>



## 58. Related Party Transactions

<b>A Subsidiaries</b>		Subsidiary Company Subsidiary Company Subsidiary Company	Subsidiary Entity Balance Clinics LLP Bal Research Foundation Lifezen Healthcare Private Limited Aurum Research & Analytical Solutions Pvt Ltd
<b>B</b>	<b>Enterprise owned by the Managing Director of the company</b>		Desa Marketing International
<b>C</b>	<b>Enterprise over which the Managing Director of the Company exercises joint control with other relatives</b>		Siroya Construction Siroya Wellness
<b>D</b>	<b>Enterprise over which the Managing Director of the Company exercises control</b>		Siroya Properties & Holdings Siroya Developers Siroya Sunshine
<b>E</b>	<b>Significant Interest Entities</b>		Micro Labs Limited
<b>F</b>	<b>Key management personnel</b>		Shailesh D Siroya - Managing Director Himesh Virupakshaya - Whole time director C D Kotian - Whole time director Bharath Bhushan DV - CFO Abdul Basith - CS & compliance officer

## (ii) Particulars of Related Party Transactions

Particulars	Category	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Revenue from Operations</b>			
- Micro Labs Limited	E	328.90	425.70
- Lifezen Healthcare Private Limited	A	7.99	6.54
- Balance Clinics LLP	A	17.05	9.09
		<b>353.94</b>	<b>441.32</b>
<b>Other Income - Rental Income</b>			
- Lifezen Healthcare Private Limited	A	5.16	5.16
- Bal Research Foundation	A	2.40	2.40
		<b>7.56</b>	<b>7.56</b>
<b>Purchase of traded goods/Material</b>			
- Lifezen Healthcare Private Limited	A	21.46	35.17
		<b>21.46</b>	<b>35.17</b>
<b>Commission on sales</b>			
- Shailesh D Siroya		51.35	-
- Desa Marketing International	B	72.34	99.13
		<b>123.69</b>	<b>99.13</b>
<b>Rental Expenses</b>			
- Shailesh D Siroya	F	15.00	12.00
		<b>15.00</b>	<b>12.00</b>


**58. Related Party Transactions (continued)**
**(ii) Particulars of Related Party Transactions**

Particulars	Category	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Key Managerial Personnel Compensation</b>			
- Shailesh D Siroya	F	183.33	135.70
- Himesh Virupakshaya	F	37.13	37.13
- Abdul Basith	F	7.63	5.40
- Bharath Bhushan DV	F	33.71	26.03
- Chittanand Damodar Kotian	F	14.81	19.37
		<b>276.61</b>	<b>223.63</b>
<b>Expenses incurred on behalf of</b>			
- Siroya Properties & Holdings Private Limited	D	-	0.06
		<b>-</b>	<b>0.06</b>
<b>Deposit Provided for rendering of services</b>			
- Lifezen Healthcare Private Limited	A	37.00	46.11
		<b>37.00</b>	<b>46.11</b>

**iii. Amount outstanding as at the balance sheet date**

Particulars	Category	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Capital advances</b>			
- Siroya Properties & Holdings Private Limited	D	74.51	84.50
		<b>74.51</b>	<b>84.50</b>
<b>Trade Receivables</b>			
- Lifezen Healthcare Private Limited	A	273.16	255.17
- Balance Clinics LLP	A	78.08	59.19
- Micro Labs Limited	E	215.58	117.67
- Bal Research Foundation	A	19.44	16.61
		<b>586.26</b>	<b>448.64</b>
<b>Security Deposit</b>			
- Lifezen Healthcare Private Limited	A	953.00	916.00
		<b>953.00</b>	<b>916.00</b>
<b>Advances recoverable in Cash or Kind</b>			
- Balance Clinics LLP	A	154.83	153.02
- Bal Research Foundation	A	2.18	2.15
- Siroya Wellness	C	0.98	0.98
- Aurum Research & Analytical Solutions Pvt Ltd	C	0.11	0.10
		<b>158.11</b>	<b>156.25</b>
<b>Other current assets</b>			
- Lifezen Healthcare Private Limited	A	-	2.14
- Siroya Constructions	C	1.44	
- Himesh Virupakshaya	F	0.25	0.27
		<b>1.69</b>	<b>2.41</b>



## iii. Amount outstanding as at the balance sheet date (continued)

Particulars	Category	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Trade Payables</b>			
- Desa Marketing International	B	53.94	126.63
- Balance Clinics LLP	A	9.53	9.53
- Siroya Constructions	C	-	0.51
- Siroya Sunshine	D	-	0.13
		<b>63.47</b>	<b>136.80</b>
<b>Payable towards Capital Goods</b>			
- Siroya Constructions	C	-	0.93
		-	0.93
<b>Other financial liabilities - Rental Deposits</b>			
- Bal Research Foundation	A	1.00	1.00
- Lifezen Healthcare Private Limited	A	3.00	3.00
		<b>4.00</b>	<b>4.00</b>
<b>Other Current Liabilities</b>			
Shailesh D Siroya	F	58.93	23.29
		<b>58.93</b>	<b>23.29</b>

## 59. Employee benefits

## (a) Defined Contribution Plans

Employees receive benefits from a provident fund and employee state insurance funds. The employer and employees each make periodic contributions to the plan as per local regulations. The following table discloses the employers contribution to the funds:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Provident Fund Contribution	206.12	210.04
Contribution to Employee State Insurance	15.42	22.87
Labour Welfare Fund	0.29	0.32

## (b) Defined Benefit Plans and other Long term plans

In accordance with applicable Indian laws, the Company provides for gratuity, a defined benefit retirement plan (Gratuity Plan). The Gratuity Plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on the respective employee's last drawn salary and the number of years of employment with the Company.

Actuarial Valuation for compensated absences is done as at the year end and the provision is made as per Company policy with corresponding (gain)/charge to the statement of profit and loss and it covers all regular employees. Obligation in respect of earned leave policy are actuarially determined as at the year end using the 'Projected Unit Credit' method.

The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for gratuity benefit and leave encashment


**(b) Defined Benefit Plans and other Long term plans (continued)**

Particulars	Gratuity		Leave Encashment	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
<b>Changes in present value of defined benefit obligations during the year</b>				
Present Value of Defined Benefits at the beginning of the year	483.83	460.39	113.55	103.67
Service cost	63.12	71.01	21.56	19.01
Past Service Cost	-	-	-	-
Interest on defined benefit obligation	33.63	32.57	-	-
Benefits settled	(32.91)	(41.60)	(10.52)	(9.14)
Actuarial (gain) / loss	4.33	(38.55)	-	-
	<b>552.00</b>	<b>483.82</b>	<b>124.59</b>	<b>113.54</b>
<b>Reconciliation of present value of the obligation and the fair value of the plan assets:</b>				
Present Value of Defined Benefits at the end of the year	552.00	483.82	124.59	113.54
Fair value of plan assets at the end of the year	<b>552.00</b>	<b>483.82</b>	<b>124.59</b>	<b>113.54</b>
Net Liability - Current (Refer Note No.29)	82.16	61.84	34.00	32.23
Net Liability - Non Current (Refer Note No.23)	469.84	421.98	90.59	81.32
	-	-	-	-
<b>Expenses recognised in Statement of Profit or Loss during the year</b>				
Current Service cost	63.12	71.01	21.56	19.01
Past Service Cost	-	-	-	-
Interest cost on defined benefit (net)	33.63	32.57	-	-
Expected return on plan assets	-	-	-	-
Others	<b>96.75</b>	<b>103.58</b>	<b>21.56</b>	<b>19.01</b>


**(b) Defined Benefit Plans and other Long term plans (continued)**

Particulars	Gratuity		Leave Encashment	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
<b>Actuarial (gain) / loss</b>				
Remeasurements - Due to Demographic Assumptions	-	-	-	-
Remeasurements - Due to Financial Assumptions	16.56	7.08	-	-
Remeasurements - Due to Experience Adjustments	(12.23)	(45.50)	-	-
(Return) on Plan Assets (Excluding Interest Income)	-	-	-	-
(Return) on Reimbursement Rights	-	-	-	-
Changes in Asset Ceiling / Onerous Liability	-	-	-	-
	4.33	(38.42)	-	-
<b>Maturity Profile of Defined Benefit Plan</b>				
Within the next 12 months	81.71	61.83	20.33	19.79
Between 2 and 5 years	161.59	141.95	35.47	31.08
Between 6 and 9 years	142.03	115.15	27.87	25.69
For 10 years and above	166.67	164.89	40.92	36.98
<b>Sensitivity Analysis for significant assumptions</b>				
Salary Escalation - Up by 1%	9.74%	10.04%	9.02%	8.75%
Salary Escalation - Down by 1%	-8.35%	-8.63%	-7.66%	-7.43%
Attrition Rates - Up by 1%	-1.14%	-1.10%	-0.49%	-0.25%
Attrition Rates - Down by 1%	1.23%	1.17%	0.54%	0.27%
Discount Rates - Up by 1%	-8.63%	-8.86%	-8.06%	-7.81%
Discount Rates - Down by 1%	10.23%	10.53%	9.65%	9.33%
<b>Assumptions</b>				
Discount rate	6.85%	7.29%	6.85%	7.21%
Estimated rate of return on plan assets	0.00%	0.00%	0.00%	0.00%
Salary increase	7.00%	7.00%	7.00%	7.00%
Attrition Rate	12.50%	10.00%	12.50%	12.50%
Retirement age	58 years	58 years	58 years	58 years

**60. Financial Instruments - Fair Value Disclosure**

The carrying value and fair value of financial instruments by categories for year ended 31 March, 2025

Particulars	Note No	Carrying value	Amortized Cost	Fair Value
<b>Financial Asset at Amortised Cost (Current and Non-Current)</b>				
Investments *	7 & 12	462.66	462.66	-
Loans	14	113.28	113.28	-
Trade receivable	13	9,484.78	9,484.78	-
Cash and cash equivalents	15	163.95	163.95	-
Other bank balances	16	629.89	629.89	-
Other financial assets	8 & 17	839.87	839.87	-
<b>Total Financial Assets</b>		<b>11,694.43</b>	<b>11,694.43</b>	



**60. Financial Instruments - Fair Value Disclosure (continued)****Financial Liabilities at Amortised Cost (Current and Non-Current)**

Particulars	Note No	Carrying value	Amortized Cost	Fair Value
Borrowings (including current maturities)	22 & 26	14,461.17	14,461.17	-
Trade payables 27	8,184.79	8,184.79	-	-
Other financial liabilities	23 & 28	1,202.81	1,202.81	-
<b>Total Financial Liabilities</b>		<b>23,848.76</b>	<b>23,848.76</b>	<b>-</b>
		<b>(12,154.33)</b>	<b>(12,154.33)</b>	<b>-</b>

\*The Company has opted to account for investments in subsidiaries at cost as per Ind-AS 27 'Separate financial statements'

**The carrying value and fair value of financial instruments by categories for year ended 31 March, 2024**

	Note No	Carrying value	Amortized Cost	Fair Value
<b>Financial Asset at Amortised Cost (Current and Non-Current)</b>				
Investments *	7 & 12	891.53	891.53	-
Loans	14	116.93	116.93	-
Trade receivable	13	10,184.99	10,184.99	-
Cash and cash equivalents	15	405.83	405.83	-
Other bank balances	16	909.65	909.65	-
Other financial assets	8 & 17	379.52	379.52	-
<b>Total Financial Assets</b>		<b>17,136.28</b>	<b>17,136.28</b>	<b>-</b>
<b>Financial Asset at Amortised Cost (Current and Non-Current)</b>				
Borrowings (including current maturities)	22 & 26	13,383.04	13,383.04	-
Trade payables	27	7,762.07	7,762.07	-
Other financial liabilities	23 & 28	1,072.26	1,072.26	-
<b>Total Financial Liabilities</b>		<b>23,429.52</b>	<b>23,429.52</b>	<b>-</b>
		<b>(6,293.23)</b>	<b>(6,293.23)</b>	<b>-</b>

**61. Financial Instruments - Financial risk management**

The Company has exposure to following risks arising from financial instruments-

- Market Risk
- Credit Risk
- Liquidity Risk

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company's audit committee oversees how management monitors compliance with the Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relations to the risks faced by the Company.


**A Market Risk**
**1) Currency Risk**

The Company operates internationally and a major portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk to the extent that there is mismatch between the currencies in which its sales and services and purchases from overseas suppliers in various foreign currencies. However as the Company exports as well as imports goods and services, the Company has a natural hedging due to its operations. Market Risk is the risk that changes in market prices such as foreign exchange rates will effect company's income or value of its holding financial assets/ instruments. The exchange rate between the Rupee and foreign currencies has changed substantially in recent years and may fluctuate substantially in the future. Consequently, the results of the Company's operations are adversely affected as the Rupee appreciates/ depreciates against US dollar (USD), Euro (EUR), Dhirs (AED) and Others.

**(a) Foreign Exchange Exposures outstanding at the year end**

Nature Of Instrument	As at 31 March 2025	As at 31 March 2024
Unhedged Foreign Exchange Exposures		
Trade Receivables	4,845.62	5,453.27
Cash and Cash Equivalents	-	-
	4,845.62	5,453.27
Trade Payables	(1,801.75)	(1,372.68)
Current Borrowings	(71.89)	(65.00)
Others	-	-
	(1,873.64)	(1,437.68)
	<b>2,971.98</b>	<b>4,015.59</b>

**(b) Foreign Currency Risk from Financial Instrument as at 31 March 2025**

Nature Of Instrument	USD	EUR	AED	Others	Total
Trade Receivables	4,366.19	342.06	137.37		4,845.62
Cash and Cash Equivalents					-
Trade Payables	(1,799.24)	(2.52)			(1,801.75)
Current Borrowings	(71.89)				(71.89)
Others					-
<b>Net Assets/(Liabilities)</b>	<b>2,495.07</b>	<b>339.54</b>	<b>137.37</b>	<b>-</b>	<b>2,971.98</b>

**(b) Foreign Currency Risk from Financial Instrument as at 31 March 2024**

Nature Of Instrument	USD	EUR	AED	Others	Total
Trade Receivables	4,564.85	775.44	112.99		5,453.27
Cash and Cash Equivalents					-
Trade Payables	(1,372.16)	(0.52)			(1,372.68)
Current Borrowings	(65.00)				(65.00)
Others					-
<b>Net Assets/(Liabilities)</b>	<b>3,127.69</b>	<b>774.92</b>	<b>112.99</b>	<b>-</b>	<b>4,015.59</b>



### (c) Sensitivity Analysis

A reasonably possible change in foreign exchange rates by 5% would have increased/ (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables in particular interest rates remain constant

Particulars	USD	EUR	AED
<b>Impact on Statement of Profit and Loss</b>			
Increase by 5%			
As at 31 March 2025	124.75	16.98	6.87
As at 31 March 2024	156.38	38.75	5.65
Decrease by 5%			
As at 31 March 2025	(124.75)	(16.98)	(6.87)
As at 31 March 2024	(156.38)	(38.75)	(5.65)
<b>Impact on Equity (Net of Tax)</b>			
Increase by 5%			
As at 31 March 2025	92.32	12.56	5.08
As at 31 March 2024	115.72	28.67	4.18
Decrease by 5%			
As at 31 March 2025	(92.32)	(12.56)	(5.08)
As at 31 March 2024	(115.72)	(28.67)	(4.18)

## 2 Interest rate Risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates, in cases where the borrowings are measured at fair value through profit or loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

### a) Exposure to Interest Rate Risk

The interest rate profile of the Company's interest-bearing financial instruments as reported :

Nature Of Instrument	As at 31 March 2025	As at 31 March 2024
<b>Fixed Rate Instruments</b>		
Financial Assets	1,136.69	1,018.30
- Fixed Deposits	1,136.69	1,018.20
- Loans	-	0.10
Financial Liabilities	(14,610.04)	(13,531.92)
- Received from Customers	(148.88)	(148.88)
- Other Borrowings	(14,461.17)	(13,383.04)
<b>Variable Rate Instruments</b>		
Financial Assets	-	-
Financial Liabilities	-	-
	<b>(13,473.35)</b>	<b>(12,513.62)</b>

**(b) Fair value sensitivity analysis for fixed-rate instruments**

The Company's fixed rate instruments are carried at amortised cost. They are therefore not subject to interest rate risk as defined as per IndAS 107, since neither the carrying amount nor future cash flows will fluctuate because of change in market interest rates.

**(c) Cash flow sensitivity analysis for variable-rate instruments**

A reasonable possible change of 2% (200 basis points) in interest rates at the reporting date would have increased/ (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Impact on Statement of Profit and Loss</b>		
Increase by 2%	-	-
Decrease by 2%	-	-
<b>Impact on Equity (Net of Tax)</b>		
Increase by 2%	-	-
Decrease by 2%	-	-

**B Liquidity Risk**

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

**Maturities of financial liabilities:**

The table below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

Particulars	Contractual cash Flows				
	Carrying Amount	< 12 Months	1 to 5 years	> 5 years	Total
<b>31 March, 2025</b>					
Borrowings (Incl Current Maturities)*	4,307.02	1,166.99	3,140.03	-	4,307.02
Trade and other payables	8,184.79	7,784.14	400.65	-	8,184.79
Short Term Borrowings	10,154.16	10,154.16	-	-	10,154.16
Other Financial Liabilities	1,202.81	1,053.93	148.88	-	1,202.81
<b>31 March, 2024</b>					
Borrowings (Incl Current Maturities)*	4,383.76	749.00	3,634.76	-	4,383.76
Trade and other payables	7,762.07	7,067.73	694.34	-	7,762.07
Short Term Borrowings	8,999.28	8,999.28	-	-	8,999.28
Other Financial Liabilities	1,072.26	923.38	148.88	-	1,072.26

\*indicates actual outflow



## C Credit Risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. The Company's exposure to credit risk is limited to the carrying amount of financial assets recognised at the date of the balance sheet, as summarised in the table below. The Company periodically assesses the financial reliability of the counter party taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable. Individual customer limits are set accordingly.

Particulars	As at 31 March 2025	As at 31 March 2024
Cash and Cash Equivalents	163.95	405.83
Other Bank Balances	629.89	909.65
Trade Receivables	9,484.78	10,184.99
Short Term Financial Assets	240.91	219.05
Long Term Financial Assets	712.24	277.40
	<b>11,231.76</b>	<b>11,996.92</b>

credit ratings assigned by international and domestic credit rating agencies. Advances to Related Parties are for business purposes and the Company assesses the credit risk on the these advances on a regular basis and does not foresee any event of default.

Trade receivables are typically unsecured and are derived from revenue earned from customers. Credit risk has always been managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of IndAS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company is exposed to credit risk in the event of non-payment by customers. Credit risk concentration with respect to trade receivables is mitigated by the Company's large customer base. Adequate expected credit losses are recognized as per the assessments and as such has provided for a expected credit loss of Rs. 154.22 lakhs. (31 March 2024: 165.50 lakhs)

### Ageing of Trade Receivable

Particulars	0-180 Days	Above 180 Days	Total
As on 31 March, 2025	8,532.41	952.37	9,484.78
As on 31 March, 2024	9,228.96	956.04	10,185.00
	<b>17,761.37</b>	<b>1,908.41</b>	<b>19,669.78</b>

### Reconciliation of Loss Allowance

Particulars	As at 31 March 2024	As at 31 March 2023
Loss allowance in the beginning of the year	165.50	146.21
Add: Changes in allowance	(11.28)	19.29
<b>Loss allowance at the end of the year</b>	<b>154.22</b>	<b>165.50</b>



## 61 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions, annual operating plans and long term and other strategic investment plans. In order to maintain or adjust its capital structure, the Company may adjust the amount of dividends paid, return the capital to shareholders, issue new shares or adjust its short term borrowings. The current capital structure of the Company is equity based backed with borrowings.

Particulars	As at 31 March 2025	As at 31 March 2024
Long Term Borrowings (incl Current Maturities)*	4,307.02	4,383.76
Short Term Borrowings	10,154.16	8,999.28
Total Borrowings (A)	14,461.18	13,383.03
As a percentage of total equity	59.40%	59.04%
Total equity (B)	9,882.46	9,283.77
As a percentage of total equity	40.60%	40.96%
Total Capital (A+B)	<b>24,343.64</b>	<b>22,666.81</b>

\*Taken Borrowings at amortised cost

## 63 Recoverability from Subsidiary Companies

The Company has an outstanding recoverability of Rs.916.00 lakhs and Rs.153.02 lakhs from its subsidiaries Lifezen Healthcare Private Limited and Balance Clinic LLP respectively. The said subsidiaries have incurred losses and have a negative net worth. However the management is confident that with infusion of additional funds, introduction of new brands and renewed marketing, the companies can be revived and the amounts recovered.

## 64 Business Combination

Merger of erstwhile Golden Drugs Private Limited with the company

"The Board of Directors of the company in its meeting held on March 9th, 2022, had approved the scheme of merger and arrangement (the scheme), amongst the company and its Subsidiary, Golden Drugs Private Limited (GDPL), in terms of Section 230-232 and other applicable provisions of companies act, 2013. Upon the scheme coming into effect from the appointed date, all equity shares of the transferor company held by the transferee company (directly and/ or through nominees) shall stand cancelled without any further application, act or deed. It is clarified that no new shares shall be issued or payment made in cash or kind whatsoever by the transferee company in lieu of such shares of the transferor company

The aforesaid scheme was sanctioned by Hon'ble National Company Law Tribunal (NCLT) Bengaluru bench vide order no. C.P. (CAA) No. 13/BB/2024 dated March 26, 2025. The scheme has become effective April 01, 2023 upon filing of the certified copy of the orders passed by the NCLT with the relevant registrar of companies on April 28, 2025. The Appointed date of the scheme is April 01, 2023."



### Accounting Treatment

"The Scheme of merger is accounted in accordance with ""Pooling of Interest Method"" laid down by Appendix C of Indian Accounting Standard 103 (IndAS 103): Business combination of entities under common control), notified under the companies act, 2013. Accordingly, on and from the Appointed date and subject to the provisions hereof, all assets, liabilities and reserves of the transferor company are recorded in the books of account of the transferee company at their existing carrying amounts and in same form.

The difference between Interest held by the transferee company and all the assets, liabilities and reserves of the transferor company is recognised as Goodwill.

Comparative accounting period presented in the financial statements of the Transferee company are restated for the accounting impact of merger, as stated above, as if the merger had occurred from the beginning of the comparative period in the Financial Statements."

Details of Assets, Liabilities and amount of Goodwill recognised as on appointed date is as below:

Particulars	Amount in Lakhs
Property, Plant and Equipment	1,098.96
Other Intangible Assets	0.30
Deferred Tax Asset	240.63
Other financial assets	11.66
Inventories	4.32
Trade receivable	1,311.59
Loans	0.41
Cash and cash equivalents	2.12
Current tax assets (Net)	11.67
Other current assets	42.30
<b>Total Assets(A)</b>	<b>2,723.95</b>
Provisions	10.72
Trade Payables	214.60
Other financial liabilities	3,406.68
Other current liabilities	7.35
Reserves and Surplus	-1,274.40
<b>Total Liabilities(B)</b>	<b>2,364.96</b>
Net Assets(C=A-B)	359.00
Investment by the Transferee Company(D)	741.69
<b>Goodwill recognised(D-C)</b>	<b>382.69</b>





## 65. Ratio Analysis

Particulars	Numerator	Denominator	As at 31 March 2025	As at 31 March 2024
Current ratio	Current Assets	Current Liabilities	1.46	1.25
Debt-equity ratio	Total Debt	Total Equity	1.46	1.44
Debt service coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses + Finance Cost	Debt service = Interest Payments + Principal Repayments	1.60	2.81
Return on equity (%)	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	8.14%	8.18%
Inventory turnover ratio	Cost of goods sold OR sales	Average Inventory	1.66	2.07
Trade receivables turnover ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	3.08	3.44
Trade payables turnover ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	2.17	2.16
Net capital turnover ratio	Net sales	Working capital	8.85	6.85
Net profit (%)	Net Profit	Net sales = Total sales - sales return	2.58%	2.28%
Return on capital employed (%)	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax	17.34%	18.41%

Particulars	As at 31 March 2025	As at 31 March 2024
Revenue	30,249.64	33,853.99
Current Assets	24,765.19	24,654.60
Current Liabilities	21,345.82	19,713.34
EBIT (Earnings before Interest and Tax)	2,257.74	2,378.12
Profit After Tax (PAT)	779.95	772.61
EBITDA	3,222.62	3,382.99
COGS	15,777.17	19,173.89
Purchases	17,302.15	18,152.92
Working Capital	3,419.37	4,941.26
Total expenses	29,891.34	33,152.31
Total Borrowings	14,461.17	13,383.04
Total Equity	9,882.46	9,283.77
Average Shareholders' Equity	9,583.11	9,443.55
Average Value of Inventory	9,515.62	9,261.09
Average Accounts Receivable	9,834.88	9,834.40
Average Accounts Payable	7,973.43	8,419.74
Capital Employed	13,022.48	12,918.70

**65. Ratio Analysis (Continued)**

Particulars	As at 31 March 2025	
	% of Variance	Reason
Current ratio	-7.23%	
Debt-equity ratio	1.51%	
Debt service coverage ratio	-11.60%	
Return on equity (%)	-0.52%	
Inventory turnover ratio	-19.92%	Due to increase in Net working capital for the end of the year
Trade receivables turnover ratio	-10.65%	
Trade payables turnover ratio	0.65%	
Net capital turnover ratio	29.12%	
Net profit (%)	12.98%	
Return on capital employed (%)	-5.82%	

**66. Other Accounting Policies Information****a) Intangible Asset****Recognition and Measurement**

The items of intangible assets, with finite life, are measured at cost less accumulated amortisation and impairment losses, if any. Cost of an item of intangible assets comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any cost directly attributable to bringing the asset to its working condition for its intended use.

**Subsequent expenditure**

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure on internally generated goodwill and brands, is recognised in profit or loss when incurred.

**Research and Development**

Expenditure on research activities undertaken with the prospect of gaining new scientific or technical knowledge and understanding are recognised as an expense when incurred. Development activities involve a plan or design for the production of new or substantially improved products and processes. An internally-generated intangible asset arising from development is recognised if following have been demonstrated by the Company.

- development costs can be measured reliably;
- the product or process is technically and commercially feasible
- future economic benefits are probable; and
- the Company intends to and has sufficient resources to complete development and to use or sell the asset.

As such, expenditure on projects which have become unsuccessful are charged off as an expense in the year in which they are abandoned. Capital expenditure incurred on research and development is capitalized as Property, Plant and Equipment and depreciated in accordance with the depreciation policy of the company.

**Disposal/Write-off**

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

**Amortisation**

Amortisation is calculated to write-off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in the statement of profit and loss. The estimated useful life of intangibles are as follows:

Asset	Management estimate of useful life (years)
Computer software	3
Research and Development	10



The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

**b) Impairment****i. Impairment of financial instruments**

The Company recognises loss allowances for expected credit losses on:

- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 180 days or more;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is 180 days or more past due.

**A. Measurement of expected credit losses**

"Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed."

**B. Presentation of allowance for expected credit losses in the balance sheet**

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

**C. Write-off**

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

**ii. Impairment of non-financial assets**

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

The Company's corporate assets do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the Statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

**c) Financial Instruments****i. Recognition and initial measurement**

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

**ii. Classification and subsequent measurement****A. Financial assets**

On initial recognition, a financial asset is classified as measured at

- amortised cost
- Fair value through other comprehensive income (FVOCI) - debt investment;
- Fair value through other comprehensive income (FVOCI) - equity investment; or
- Fair value through profit & loss- (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.



On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

#### **B. Financial assets : Business model assessment**

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

#### **C. Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest.**

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

#### **D. Financial assets: Subsequent measurement and gains and losses**

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.


**D.1 Financial assets: Subsequent measurement and gains and losses**
**Debt investments at FVOCI**

These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss

**Equity investments at FVOCI**

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

**E. Financial liabilities: Classification, subsequent measurement and gains and losses**

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

**iii Derecognition**
**A. Financial assets**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

**B. Financial liabilities**

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

**iv Offsetting**

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

**d) Foreign Currency Transactions:**
**"Initial recognition:**

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction."

**"Measurement of foreign currency monetary items at the Balance Sheet date:**

Foreign currency monetary items (other than derivative contracts) of the Company and its net investment in non-integral foreign operations outstanding at the Balance Sheet date are restated at the year-end rates."

**"Treatment of exchange differences:**

Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company are recognized as income or expense in the Statement of Profit and Loss."

**e) Employee Benefits**
**a) Short Term Employee Benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are recorded as expense as the related service is provided. Benefits such as salaries, short term compensated absences etc., and the expected cost of bonus is recognized in the period in which the employee renders the related services. A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for the related service



**b) Post-Employment Benefits**

The Company participates in various employee benefit plans. Pensions and other post-employment benefits are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan, the Company's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks are borne by the employee. The expenditure for defined contribution plans is recognised as an expense during the period when the employee provides service. Under a defined benefit plan, it is the Company's obligation to provide agreed benefits to the employees. The related actuarial and investment risks are borne by the Company. The present value of the defined benefit obligations is calculated by an independent actuary using the projected unit credit method.

**Defined contribution plans**

Employees receive benefits from a provident fund and employee state insurance funds. The employer and employees each make periodic contributions to the plan as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expenses in the Statement of Profit and Loss as they fall due based on the amount of contribution required to be made.

**Defined Benefit plans**

In accordance with the Payment of Gratuity Act, 1972, applicable for Indian companies, the Company provides for a lump sum payment to eligible employees, at retirement or termination of employment based on the last drawn salary and years of employment with the Company. Company's liability towards Gratuity are actuarially determined at each balance sheet date using the projected unit credit method. Actuarial gains and losses are recognized in the Statement of Profit and Loss in the period of occurrence.

**Other Long Term Benefit plan**

Actuarial Valuation for compensated absences is done as at the year end and the provision is made as per Company policy with corresponding (gain)/charge to the statement of profit and loss and it covers all regular employees. Obligation in respect of earned leave policy are actuarially determined as at the year end using the 'Projected Unit Credit' method.

**f) Borrowing Cost**

Borrowing costs consists of interest, ancillary costs and other costs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to interest costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of such assets up to the assets are substantially ready for their intended use or sale.

The loan origination costs directly attributable to the acquisition of borrowings (e.g. loan processing fee, upfront fee) are amortised on the basis of the Effective Interest Rate (EIR) method over the term of the loan.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

**g) Leases**

The company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether

- a. the Contract involves the use of an identified asset
- b. the Company has substantially all of the economic benefits from use of the asset through the period of lease
- c. the Company has the right to direct the use of asset

The Company determines the lease term as the noncancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics

**Leases as Lessor**

Leases for which the Company is a lessor is classified as a finance or operating lease. When ever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease



### **Leases as Lessee**

As at the date of commencement of the lease, the Company recognises a right of use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for the leases with a term of twelve month or less (short term leases) and low value leases. For these short term leases, the Company recognises the lease payments as an operating expense on a straight line basis over the period of lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised. ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease and related prepaid amount plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses

ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

"The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the market. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

The Right-of-Use asset has been disclosed within the same line item as that within which the corresponding underlying asset would be presented. Where the Right-of-Use asset meets the definition of Investment Property such items have been presented in Balance sheet as Investment Property. Lease liability have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows"

### **h) Earnings per Share**

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

### **i) Income Tax**

#### **a. Current Tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

#### **b. Minimum Alternate Tax ('MAT')**

Minimum Alternate Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss. The credit available under the Income-tax Act, 1961 in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each Balance Sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

#### **c. Deferred Tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the standalone financial statements and corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognised if the temporary differences arise from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

**c. Deferred Tax (continued)**

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interest are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

**j) Provisions and Contingencies****a. Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) 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 a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**b. Contingent Liabilities and Contingent Assets**

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is probable. Major contingent liabilities are disclosed in the financial statements unless the possibility of an outflow of economic resources is remote. Contingent assets are not recognised in the standalone financial statements but disclosed, where an inflow of economic benefit is probable.

**k) Cash and cash equivalents**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

**l) Statement of cash flows**

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

**66 Additional Regulatory Information**

- (i) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed under Property, Plant and Equipment in the financial statements are held in the name of the Company.
- (ii) There are no proceedings that have been initiated or pending against the Company for holding any any benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and the Rules made thereunder.
- (iii) The Company has not been declared as a wilful defaulter by any bank or financial institution or any other lender
- (iv) The Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- (v) The details of charges and satisfaction of charges have been registered with Registrar of Companies within the statutory period
- (vi) Utilisation of Borrowed Funds and Share premium
- (A) The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).



- (B) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vii) The Company declares that the Relevant Provisions of the FEMA Act, 1999 and Companies Act have been Complied with and are not in violation of the Prevention of Money-Laundering Act, 2002.
- (viii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)
- (ix) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

As per our report of even date attached  
for **SSJB & CO**  
Chartered Accountants  
Firm registration number: 013976S

**Dhanpal I Sakaria**  
Partner  
Membership No: 213666

Place: Bengaluru  
Date : 29th May, 2025

UDIN: 25213666BMNZIK5462

for and on behalf of the board of directors of  
**Bal Pharma Limited**

**Shailesh Siroya**  
Managing Director  
DIN: 00048109

**Bharath Bhushan D.V**  
Chief Financial Officer

Place: Bengaluru  
Date: 29th May, 2025

**V Himesh**  
Whole Time Director  
DIN: 08554422

**Abdul Basith**  
Company Secretary



To the Members of Bal Pharma Limited

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the accompanying consolidated financial statements of Bal Pharma Limited (hereinafter referred to as the "the Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at 31st March 2025, and the consolidated statement of Profit and Loss (including other comprehensive income), consolidated Statement of Changes in Equity and consolidated 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 (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of such subsidiaries as were audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31, 2025, and consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated 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 Consolidated Financial Statements section of our report. We are independent of the Group 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 ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters	How our audit addressed the key audit matter
<p><b>Related Party Transactions:</b></p> <p>Identification and disclosures of Related Parties: (as described in Note-60 of the Consolidated IndAS financial statements)</p> <ul style="list-style-type: none"> <li>● The Company has related party transactions which include, amongst others, sale, and purchase of goods/ services to its subsidiaries and other related parties and lending and borrowing to its subsidiaries and other related parties.</li> <li>● We focused on identification and disclosure of related parties in accordance with relevant accounting standards as a key audit matter.</li> </ul>	<p>Our audit procedures amongst others included the following:</p> <ul style="list-style-type: none"> <li>● Evaluated the design and tested the operating effectiveness of controls over identification and disclosure of related party transactions.</li> <li>● Obtained a list of related parties from the Company's Management and traced the related parties to declarations given by directors, where applicable, and to Note 60 of the consolidated IndAS financial statements.</li> <li>● Verified the minutes of the meetings of the Board of Directors and Audit Committee</li> <li>● Tested material creditors/debtors, loan outstanding/ loans taken to evaluate existence of any related party relationships: tested transactions based on declaration of related party transactions given to the Board of Directors and Audit Committee</li> <li>● Evaluated the disclosures in the consolidated Ind AS financial statements for compliance with Ind AS 24, compliance with Companies Act 2013 and determining the audit reporting required under CARO.</li> </ul>



Key Audit Matters	How our audit addressed the key audit matter
<b>Inventory</b> <ul style="list-style-type: none"> <li>As of 31 March 2025, the Company held inventories of Rs 10,302.22 Lakhs as disclosed in Note 12 to the Consolidated financial statements. Inventories mainly consist of raw and packing material, work-in-progress, stock-in-trade, finished goods and stores, spares and consumables.</li> <li>We considered the value of the inventory as a key audit matter given the relative size of the balance in the financial statements and significant judgement involved in the consideration of various factors involved in determination of cost or selling prices</li> </ul>	<ul style="list-style-type: none"> <li>Reviewed the management's process for ensuring that there was no movement of stock during the physical verification of inventory.</li> <li>We understood and tested the design and operating effectiveness of controls as established by the management in determination and identification of returned stock nearing expiry, and the stock lying at different locations.</li> <li>We Assessed the appropriateness of Company's accounting policy for valuation of stock-in- trade and compliance of the policy with the requirements of the prevailing accounting standards. We considered various factors including the actual selling price prevailing around and subsequent to the year-end. Compared the cost of the finished goods with the estimated net realizable value and checked if the finished goods were recorded at net realizable value where the cost was higher than the net realizable value. For the purpose of determination of cost, the company has considered the prevailing market situation.</li> </ul> <p>Based on the above procedures performed, by the management for determination of expired stock, the net realizable value of the inventory as at the year end, the methodology adopted for arriving at cost and comparison with cost for valuation of inventory is considered to be reasonable</p>
<b>Contingencies, including litigations and tax</b> <ul style="list-style-type: none"> <li>The Company is involved in disputes, lawsuits, claims, governmental and / or regulatory inspections, inquiries investigations and proceedings, including tax and commercial matters that arise from time to time in the ordinary course of business. The Company assisted by their external legal counsel assesses to disclose a contingency on a case- to case basis considering the underlying facts of each litigation.</li> <li>This area is significant to our audit, since the accounting and disclosure for contingent legal and tax liabilities is complex and judgmental (due to the difficulty in predicting the outcome of the matter and estimating the potential impact if the outcome is unfavorable), and the amounts involved are, or can be, material to the consolidated financial statements.</li> </ul>	<ul style="list-style-type: none"> <li>We obtained a list of ongoing litigations from the Company's in-house legal counsel. We selected a sample of litigations based on materiality and performed inquiries with the said counsel on the legal evaluation of these litigations. We compared the evaluation with the disclosure in the consolidated financial statements. We tested the underlying computation of the management in relation to the measurement of the contingency.</li> <li>We inspected relevant communication with tax authorities.</li> <li>We also evaluated the disclosures made in the consolidated financial statements.</li> </ul>

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Our opinion on the consolidated Ind AS 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

consolidated Ind AS financial statements, our responsibility is to read the other information and in doing so consider whether such other information is materially inconsistent with the consolidated Ind AS financial statements, or our knowledge obtained in the 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 for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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; which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated 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 scepticism throughout the audit. We are 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

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

#### Other Matters

The consolidated financial statement include the audited financial information of four subsidiaries, whose Financial Statements and financial information reflect total assets (before consolidation adjustments) of 256.69 lakhs as at 31 March 2025, total income (before consolidation adjustments) of 135.57 lakhs for year ended, total net profit/(loss) after tax (before consolidation adjustments) of (56.28) lakhs for year ended 31 March, 2025 and net cash flow inflows/(outflows) (before consolidation adjustments) of (2.55) lakhs for the year ended on that date as considered in the consolidated Financial Results, which have been audited by us.

Our opinion on the consolidated financial statements is not modified in respect of the above matters.

#### Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

I. As required by Section 143(3) of the Act, we report that:

- (a) We/the other auditors whose reports we have relied upon, 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 of the aforesaid consolidated Ind AS financial statements.
- (b) in our opinion, proper books of account as required by law relating to preparation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors.
- © the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Consolidated Statement of Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

(d) in our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standard) Rules, 2015 as amended.

(e) on the basis of the written representations received from the directors of the Holding as on 31 March 2025 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under section 139 of the Act of its subsidiary companies, none of the directors of the Group is disqualified as on 31 March 2025 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 Holding Company and its subsidiaries and the operating effectiveness of such controls, refer to our separate report in Annexure A, and

(g) with respect to the other matters to be included in the Auditors' 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 and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries as notes in 'Other Matter' paragraph.

i. The consolidated Ind AS financial statements has disclosed the impact of pending litigations on its consolidated financial position— Refer Note 42 to the Consolidated Ind AS financial statements.

ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Group.

iv.

(i) The respective managements of the Company and its subsidiaries whose financial statements have been audited under the Act have represented to us that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company or any subsidiaries/ associates to or in any other person or entity, including foreign entities, 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 or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The respective management of the Company and its subsidiaries/ associates whose financials have been audited under the Act have represented to us that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person or





entity, including foreign entities, 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

(iii) Based on such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material misstatement.

v.

(i) The dividend proposed in the previous year, declared, and paid by the company during the year is in accordance with section 123 of the Act.

(ii) The Board of Directors have proposed dividend for the current year which is subject to the approval of the members at the Annual General Meeting.

vi. Based on our examination, which included test checks, the Holding Company has used accounting software for maintaining its books of accounts for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Out of four subsidiaries,

two subsidiaries have accounting software which has audit trail feature and the same has operated throughout the year for all relevant transactions recorded in the software. In respect of the remaining two subsidiaries, the accounting software used to maintain books of accounts did not have a feature of recording audit trail (edit log) as reported by the respective auditors. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with for which the audit trail feature was operating and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. With respect to the matter to be included in the Auditors' Report under section 197(16):

According to the information & explanations given to us and based on our examination of the records of the Holding Company, the Holding Company has paid / provided for managerial remuneration in accordance with the provisions of section 197 of the Act.

3. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company, to which reporting under CARO is applicable, we would like to draw your attention to the following qualification/adverse remarks in the CARO reports of the below mentioned holding/subsidiary/ associates of the Company.

Sr No	Name	CIN	Holding/ Subsidiary/ Associate/ Joint Venture	Clause Number of CARO
I	Bal Pharma Limited	L85110KA1987PLC008368	Holding Company	Point(ix)(a)

for **S S J N B & Co**  
Chartered Accountants  
Firm registration number: 013976S

**Sd/-**  
**Dhanpal I Sakaria**  
Partner  
Membership No: 213666  
UDIN : 25213666BMNZIL9041

Place : Bengaluru  
Date : 29th May, 2025

**Annexure A to the Independent Auditors' Report**

on the consolidated financial statements of Bal Pharma Limited for the period ended 31 March 2025

**Report on the Internal Financial Controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

(Referred to paragraph 1(f) under 'Report on other regulatory requirements' Section of our report to the members of Bal Pharma Limited of even date)

**Opinion**

In conjunction with our audit of the consolidated financial statements of the Group as of and for the year ended 31 March 2025, we have audited the internal financial controls with reference to consolidated financial statements of Bal Pharma Limited (hereinafter referred to as "the Holding Company") and such companies which are its subsidiary companies as of that date (Holding Company and its subsidiaries together referred to as "the Group").

In our opinion, to the best of information and according to the explanations given to us based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the Holding Company and its subsidiaries have in all material aspects, an adequate internal financial control system over financial reporting as at March 31, 2025, based on the internal control over financial reporting criteria established by the Holding 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.

**Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the Holding Company and its subsidiaries is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the 'Guidance Note') 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 the respective 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.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the company based on our audit. We

conducted our audit in accordance with the Guidance Note on audit of internal financial controls and the Standards on Auditing, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter Paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

**Meaning of Internal Financial Controls Over Financial Reporting**

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

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

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

**Other Matter**

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company, insofar as it relates to the subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiary, to the extent made available to us.

for **SSJNB & Co**  
Chartered Accountants  
Firm registration number: 013976S

**Sd/-**  
**Dhanpal I Sakaria**  
Partner  
Membership No: 213666  
UDIN : 25213666BMNZIL904I

Place : Bengaluru  
Date : 29th May, 2025

**Opinion**

In our opinion, the Holding Company and its subsidiaries have, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

**BAL PHARMA LIMITED****CIN: L85110KA1987PLC008368****Audited Consolidated Balance Sheet**

(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	As at 31 March 2025	As at 31 March 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant and Equipment	4	7,099.05	6,431.69
Capital work-in-progress	5	278.58	47.22
Goodwill	6A	382.69	382.69
Other Intangible Assets	6B	1,199.75	1,138.14
Financial assets		-	-
- Loans	8	-	11.66
- Other financial assets	9	713.04	266.54
Deferred tax assets (Net)	10	40.98	-
Other non-current assets	11	367.74	289.75
		<b>10,081.83</b>	<b>8,567.67</b>
<b>Current assets</b>			
Inventories	12	10,302.22	8,781.14
Financial assets			
- Investments	13	246.80	675.67
- Trade receivable	14	9,244.35	9,962.18
- Loans	15	113.28	138.29
- Cash and cash equivalents	16	175.16	419.58
- Other bank balances	17	629.89	909.65
- Other financial assets	18	127.73	101.22
Current tax assets (Net)	19	98.84	11.67
Other current assets	20	2,548.91	2,416.78
		<b>23,487.20</b>	<b>23,416.16</b>
		<b>33,569.02</b>	<b>31,983.83</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	21	1,592.09	1,580.44
Other equity	22A	6,149.50	5,620.00
Non Controlling Interest	22B	-1.15	-3.29
		<b>7,740.44</b>	<b>7,197.16</b>

**BAL PHARMA LIMITED****CIN: L85110KA1987PLC008368****Audited Consolidated Balance Sheet**

(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	As at 31 March 2025	As at 31 March 2024
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
- Borrowings	23	3,140.03	3,634.94
- Other financial liabilities	24	174.07	182.53
Provisions	25	564.46	508.60
Deferred tax liabilities (Net)	26	-	154.89
		<b>3,878.56</b>	<b>4,480.96</b>
<b>Current liabilities</b>			
Financial liabilities			
- Borrowings	27	11,897.99	10,324.95
- Trade payables	28		
Due to Micro, Small and Medium Enterprises		461.66	393.64
Others		7,706.92	7,352.79
- Other financial liabilities	29	1,074.09	936.39
Other current liabilities	30	692.66	981.31
Provisions	31	116.71	94.87
Current tax liabilities (Net)	32	-	221.76
		<b>21,950.03</b>	<b>20,305.72</b>
		<b>33,569.03</b>	<b>31,983.83</b>

**Significant accounting policies**

3

The accompanying notes referred to above form an integral part of these consolidated financial statements.

As per our report of even date attached

for **S S J N B & CO**

Chartered Accountants

Firm's registration number: 0139765

**Dhanpal I Sakaria**

Partner

Membership number: 213666

Place: Bengaluru

Date: 29 May 2025

UDIN:25213666BMNZIL9041

for and on behalf of the board of directors of

**Bal Pharma Limited****Shailesh Siroya**

Managing Director

DIN: 00048109

**V Himesh**

Whole Time Director

DIN: 08554422

**Bharath Bhushan D.V**

Chief Financial Officer

**Abdul Basith**

Company Secretary

Place: Bengaluru

Date: 29 May 2025


**BAL PHARMA LIMITED**
**CIN: L85110KA1987PLC008368**
**Consolidated Statement of Profit and Loss**

(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Income</b>			
Revenue from operations	33	30,308.33	33,921.96
Other income	34	220.29	284.82
<b>Total Income</b>		<b>30,528.62</b>	<b>34,206.78</b>
<b>Expenses</b>			
Cost of materials consumed	35	14,988.61	18,157.67
Purchase of traded goods	36	1,505.56	1,124.01
(Increase)/decrease in inventories of finished goods and work-in-progress	37	-704.83	-106.49
Employee Benefits expenses	38	6,240.05	6,047.62
Finance costs	39	1,685.44	1,448.23
Depreciation and amortisation Expense	40	977.09	1,007.11
Other expenses	41	5,322.95	5,623.91
<b>Total expenses</b>		<b>30,014.88</b>	<b>33,302.05</b>
Profit before exceptional items and tax		513.74	904.73
Exceptional Items		-	-
<b>Profit before tax</b>		<b>513.74</b>	<b>904.73</b>
<b>Less: Tax expense:</b>			
Current tax	53	-	320.23
Excess/Short provision of tax written back		-14.06	-244.70
Tax adjustments relating to previous year		-	-
Deferred tax charge/ (credit)	53	-195.87	84.63
<b>Tax expenses</b>		<b>(209.92)</b>	<b>160.16</b>
<b>Profit / (Loss) for the year</b>		<b>723.67</b>	<b>744.57</b>
Profit / (Loss) attributable to :			
Equity holders of the parent company		721.53	739.22
Non controlling interest		2.13	5.35


**BAL PHARMA LIMITED**
**CIN: L85110KA1987PLC008368**
**Audited Consolidated Statement of Profit and Loss**

(all amounts in Rs. lakhs unless otherwise stated)

Particulars	Note	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Other Comprehensive Income (OCI)</b>			
A (i) Items that will not be reclassified to statement of profit or loss		-	-
Remeasurements of post-employment benefit obligations		-3.46	36.08
(ii) Income tax relating to items that will not be reclassified to statement profit or loss		-	
<b>Total other comprehensive income</b>		-3.46	36.08
<b>Total Comprehensive Income for the year</b>		<b>720.21</b>	<b>780.66</b>
<b>Profit / (Loss) attributable to :</b>			
Equity holders of the parent company		721.53	739.22
Non controlling interest		2.13	5.35
<b>Earning per share (face value per equity share Rs. 10)</b>			
- Basic	46	4.54	4.96
- Diluted		4.54	4.96

The accompanying notes referred to above form an integral part of these consolidated financial statements.

As per our report of even date attached

for **S S J N B & CO**

Chartered Accountants

Firm's registration number: 013976S

for and on behalf of the board of directors of  
**Bal Pharma Limited**
**Dhanpal I Sakaria**

Partner

Membership number: 213666

Place: Bengaluru

Date: 29 May 2025

UDIN:25213666BMNZIL9041

**Shailesh Siroya**

Managing Director

DIN: 00048109

**V Himesh**

Whole Time Director

DIN: 08554422

**Bharath Bhushan D.V**

Chief Financial Officer

**Abdul Basith**

Company Secretary

Place: Bengaluru

Date: 29 May 2025



**BAL PHARMA LIMITED****CIN: L85110KA1987PLC008368****Audited Consolidated Statement of Cash Flows**

(all amounts in Rs. lakhs unless otherwise stated)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Cash flow from operating activities:</b>		
<b>Profit / (Loss) before tax</b>	513.74	904.73
<b>Adjustment for :</b>		
- Interest income	(73.64)	(54.78)
- (Gain)/Loss on sale of Property, Plant and Equipment	-	(8.26)
- Balances written off as no more payable	(14.20)	-
- Unrealised Foreign (Gain)/Loss	20.68	(103.53)
- Finance cost (including effect of amortisation of processing fees)	1,685.44	1,525.64
- Rental Expense(IND AS 116)	(116.66)	(103.57)
- Balances written off as no more receivable	-	35.15
- Depreciation and amortisation	977.09	1,007.11
- Expected Credit Losses	-	19.30
- Impairment on investment write back	(0.01)	(117.95)
- Share based payment reserve	-	-
- Other Comprehensive income	(4.33)	35.37
<b>Operating cash flow before working capital changes</b>	<b>2,988.14</b>	<b>3,139.19</b>
<b>Changes in</b>		
- Decrease/(Increase) in Inventories	(1,521.09)	1,019.36
- Decrease/(Increase) in Trade receivables	714.92	(1,495.41)
- Decrease/(Increase) in Loans	3.52	66.09
- Decrease/(Increase) in Financial Assets (Current and Non current)	(64.97)	0.98
- Decrease/(Increase) in Other Assets (Current and Non current)	(315.96)	102.92
- Increase/ (Decrease) in Trade payables	416.66	(59.51)
- Increase/ (Decrease) in Other Financial liabilities		
(Current and Non current)	247.21	132.58
- Increase/ (Decrease) in Other liabilities (Current and Non current)	(308.44)	(204.59)
- Increase/ (Decrease) in Provisions	79.22	33.30
<b>Cash (used in)/ generated from operations</b>	<b>2,239.21</b>	<b>2,734.90</b>
Income taxes (paid)/ refund	(207.71)	(454.32)
<b>Net cash generated (used in) operating activities</b>	<b>2,031.50</b>	<b>2,280.58</b>
<b>Cash flow from investing activities:</b>		
Purchase of Property, Plant & Equipment including intangible assets and capital work-in-progress	(1,878.68)	(1,098.00)
Intercompany Deposit to Subsidiary	0.10	(0.00)
Proceeds from sale of fixed assets	-	1.19
Decrease/ (increase) in fixed deposits/Liquid Funds	313.25	(861.14)
Interest received	73.64	68.86
<b>Net cash generated/ (used in) investing activities</b>	<b>(1,491.69)</b>	<b>(1,889.09)</b>

**BAL PHARMA LIMITED****CIN: L85110KA1987PLC008368****Audited Consolidated Statement of Cash Flows**

(all amounts in Rs. lakhs unless otherwise stated)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Cash flow from financing activities:</b>		
Proceeds from/(Repayment) of long term borrowings	(494.91)	582.63
Proceeds from / (repayment) of short term borrowings	1,573.04	1,036.13
Dividend Paid including unpaid dividends of preceding years	(191.05)	(156.90)
Money received on issue of Equity shares	80.69	122.81
Share based payment reserve	(66.57)	(72.69)
Interest Paid (Gross)	(1,685.44)	(1,632.63)
<b>Net cash arising/ (used in) from financing activities</b>	<b>-784.24</b>	<b>(120.63)</b>
Net (decrease)/ increase in cash and cash equivalents	(244.42)	270.86
Cash and cash equivalents at the beginning of the year	419.58	148.71
Effect of exchange differences on cash and cash equivalents	-	-
<b>Cash and cash equivalents at the end of the year</b>	<b>175.16</b>	<b>419.58</b>
<b>Cash and cash equivalents comprise of:</b>		
Cash on hand	3.04	4.02
Balances with banks		
- in current accounts	77.96	323.10
- in deposits with original maturity of less than 3 months	94.16	92.45
	<b>175.16</b>	<b>419.58</b>

The accompanying notes referred to above form an integral part of these consolidated financial statements.

As per our report of even date attached

for **SSJNB & CO**  
Chartered Accountants  
Firm's registration number: 013976S

for and on behalf of the board of directors of  
**Bal Pharma Limited**

**Dhanpal I Sakaria**  
Partner  
Membership number: 213666

**Shailesh Siroya**  
Managing Director  
DIN: 00048109

**V Himesh**  
Whole Time Director  
DIN: 08554422

Place: Bengaluru  
Date: 29 May 2025

**Bharath Bhushan D.V**  
Chief Financial Officer

**Abdul Basith**  
Company Secretary

UDIN:25213666BMNZIL9041

Place: Bengaluru  
Date: 29 May 2025



**BAL PHARMA LIMITED**  
**CIN: L8510KA1987PLC008368**

**Consolidated Statement of changes in equity**

(all amounts in Rs. lakhs unless otherwise stated)

**A. Equity share Capital**

Particulars	Numbers(in 0,000)
Equity shares of Rs 10 each issued, subscribed and fully paid	
Balance as at 1 April 2023	1,568.99
Add: Issue of shares	11.45
Balance as at 31 March 2024	1,580.44
Balance as at 1 April 2024	1,580.44
Add: Issue of shares	11.65
Balance as at 31 March 2025	1,592.09

B. Other Equity									
	Reserves & Surplus					OCI		Non Controlling Interest	Total Other Equity
	Securities premium	General Reserve	Capital Reserve	Retained earnings	Money received against share warrants	Remeasurements of the net defined benefit plans			
<b>Balance as at 1 April 2023</b>	<b>3,157.65</b>	<b>245.15</b>	<b>44.06</b>	<b>1,459.53</b>	-	<b>(96.52)</b>	<b>(8.64)</b>	<b>4,801.24</b>	
Profit for the year	-	-	-	739.22	-	-	5.35	744.57	
Appropriations for dividend and tax on same	-	-	-	(156.90)	-	-	-	(156.90)	
Transfer from OCI	-	-	-	9.30	-	(9.30)	-	-	
Impairment of investment reversal	-	-	-	(117.00)	-	-	-	(117.00)	
Issue of shares during the year	-	-	-	271.02	-	-	-	271.02	
Fixed Assets Adjustment for merger	-	-	-	-	-	-	-	-	
Issue of share warrants during the year	-	-	-	-	-	-	-	-	
-Other Comprehensive income/Additions	110.36	-	-	-	-	36.08	-	36.08	
Issue of shares during the year	(72.69)	-	-	-	-	-	-	110.36	
Share based payment reserve	-	-	-	0.03	-	-	-	(72.69)	
Less:Adjustment in equity due to purchase of equity in Lifezen Healthcare Private Limited	-	-	-	-	-	-	-	0.03	
<b>Balance as at 31 March 2024</b>	<b>3,195.32</b>	<b>245.15</b>	<b>44.06</b>	<b>2,205.21</b>	-	<b>(69.73)</b>	<b>(3.29)</b>	<b>5,616.72</b>	
<b>Balance as at 1 April 2024</b>	<b>3,195.32</b>	<b>245.15</b>	<b>44.06</b>	<b>2,205.21</b>	-	<b>(69.73)</b>	<b>(3.29)</b>	<b>5,616.72</b>	
Profit for the year	-	-	-	721.53	-	-	2.13	723.67	
Appropriations for dividend and tax on same	-	-	-	(191.05)	-	-	-	(191.05)	
Impairment of investment reversal	-	-	-	-	-	-	-	-	
Transferred to OCI	-	-	-	(4.65)	-	4.65	-	-	
Issue of share warrants during the year	-	-	-	-	-	-	-	-	
Other Comprehensive income/Additions	69.04	-	-	-	-	(3.46)	-	(3.46)	
Issue of shares during the year	-66.57	-	-	-	-	-	-	69.04	
Share based payment reserve	-	-	-	-	-	-	-	(66.57)	
Less:Adjustment in equity due to purchase of equity in Lifezen Healthcare Private Limited	-	-	-	-	-	-	-	-	
<b>Balance as at 31 March 2025</b>	<b>3,197.79</b>	<b>245.15</b>	<b>44.06</b>	<b>2,731.04</b>	-	<b>(68.54)</b>	<b>(1.15)</b>	<b>6,148.36</b>	

The accompanying notes referred to above form an integral part of these consolidate financial statements.

As per our report of even date attached

for **S S J N B & CO**

Chartered Accountants

Firm's registration number: 0139765

**Dhanpal I Sakaria**

Partner

Membership number: 213666

Place: Bengaluru

Date: 29 May 2025

UDIN:25213666BMNZIL9041

**Shailesh Siroya**

Managing Director

DIN: 00048109

Place: Bengaluru

Date: 29 May 2025

**V Himesh**

Whole Time Director

DIN: 08554422

**Bharath Bhushan D.V**

Chief Financial Officer

**Abdul Basith**

Company Secretary

for and on behalf of the board of directors of **Bal Pharma Limited**



## **BAL PHARMA LIMITED**

**CIN: L85110KA1987PLC008368**

### **Notes to consolidated financials statements**

#### **1. Overview of the Group**

The consolidated financial statements comprise financial statements of Bal Pharma Limited ('the Parent Group' or 'Holding Group' or 'the Group') together with its subsidiaries (collectively termed as 'the Group' or 'the Consolidated Entities') for the year ended March 31, 2025. Bal Pharma Limited is a public Group domiciled in India and was incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on two recognized stock exchanges in India. The Group is primarily engaged in the manufacturing and selling of pharmaceutical products and related services. The Group caters to both domestic and international markets.

#### **2. Basis for preparation of Standalone Financial Statements**

##### **2.01 Statement of compliance**

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The financial statements were authorised for issue by the Holding Group's Board of Directors on 29th May, 2025

##### **2.02 Historical Cost Convention**

The consolidated financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments),
- employee defined benefit assets / liability recognised as the net total of the fair value of plan assets, and actuarial losses/gains, and the present value of defined benefit obligation

The consolidated financial statements are presented in Lakhs unless otherwise stated

##### **2.03 Principles for consolidation**

The Consolidated Financial Statements relate to Bal Pharma Limited and its subsidiaries.

Subsidiaries are all entities over which Bal Pharma Limited exercises control. The Holding Group exercises control if and only if it has the following:

- Power over the entity
- exposure, or rights, to variable returns from its involvement with the entity; and
- the ability to use its power over the entity to affect the amount of its returns.

The Consolidated Financial Statements have been prepared on the following basis:

- The Financial Statements of the Group have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-Group balances and intra-group transactions and resulting unrealised profits. Unrealised losses resulting from intra-group transactions are eliminated unless cost cannot be recovered.

- The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

- The Financial Statements of the subsidiaries used for the purpose of consolidation are drawn up to the same reporting date as of the Group.

- The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstance and are presented to the extent possible, in the same manner, as the Group's Financial Statements.



## Group Information

The Consolidated Financial Statements have been prepared on the basis of the financial statements of the following subsidiaries:

Sl No.	Name of the Entity	Country of Incorporation	% of interest	
			As at 31 March 2025	As at 31 March 2024
1	Lifezen Healthcare Private Limited	India	99.46	99.46
2	Balance Clinic LLP	India	80.00	80.00
3	Bal Research Foundation	India	80.00	80.00
4	Aurum Research & Analytical Solutions Pvt Ltd	India	95.00	95.00

### 2.04 Amended standards adopted by the Company:

The Group applied for the first time the below amendments, which are effective for annual periods beginning on or after April 01, 2024. The Group has not adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

#### Amendments to INDAS I I 6: Lease Liability in a Sale and Leaseback

The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amend IndAS I I 6, Leases, with respect to Lease Liability in a Sale and Leaseback.

The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

The amendment is effective for annual reporting periods beginning on or after April 01, 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of IndAS I I 6.

This amendment had no impact on these standalone financial statements."

### 2.05 Use of judgements, Assumptions and estimates

In preparing these standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

These estimates are reviewed on an ongoing basis. Subsequent revisions to accounting estimates are recognised prospectively.

#### Judgements

Information about judgements in applying accounting policies that have the most significant effect on the amounts recognised in the standalone financial statements is included in the following notes:

- Note 3.01 : whether the Group acts as an agent rather than as a principal in a transaction.
- Note 42 - contingent liabilities : measurement and likelihood of occurrence of provisions and contingencies

- Note 49 - leases : whether an arrangement contains a lease; lease classification

#### Assumptions and estimations

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2023 or subsequent year/ years is included in the following notes:

- Note 3.02: Useful lives of various of Property, Plant and Equipment
- Note 62: Fair Value of Financial Instruments
- Note 61: Accounting for Defined Benefit Plan - measurement of defined benefit obligation - key actuarial assumptions.
- Note 68(b): Expected Credit Losses associated with its assets carried at amortized cost

### 2.06 Current vs Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

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

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



## 2.07 Measurement of fair values

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

-Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

-Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

-Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The management regularly reviews significant unobservable inputs and valuation adjustments.

### Measurement of fair values

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

-Financial Instruments - Refer Note 62

## 3. Material Accounting Policies Information

### 3.01 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

#### Sale of Goods:

"Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. In the Company's case, the obligation of the Company is said to be completed on movement of the goods from the factory gate. The Company has generally concluded that it is the principal in its revenue arrangements, since it is the primary obligor in all of its revenue arrangement, as it has pricing latitude and is exposed to inventory and credit risks. Revenue is stated net of goods and service tax and net of returns, chargebacks, rebates and other similar allowances. These are calculated on the basis of historical experience and the specific terms in the individual contracts. In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing components, noncash consideration, and consideration payable to the customer (if any). The Company estimates variable consideration at contract inception until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Other Operating revenue is recognised on accrual basis."

### "Government grants and incentives:

The Company recognizes government grants only when there is reasonable assurance that the conditions attached to them will be complied with, and the grants will be received. Grants related to income and other incentives are deducted in reporting the related expense in the standalone statement of Profit and Loss.

Export entitlements under the Duty Drawback ('DBK'), Remission of duties & taxes on export of goods (RoDTEP) are recognized as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds. As the Company derives a substantial portion of its revenue from export of goods, such incentives is recognised as "Other Operating Income.

### Rendering of Services:

Revenue from services rendered is recognised in the profit or loss as the underlying services are performed and is recognised net of service tax and goods and service tax (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

### Interest Income:

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

### Dividend Income

Dividend income from investments is recognized when the right to receive payment has been established, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

### Rental Income

Rental income is recognised on a straight-line basis over the term of the lease

## 3.02 Property, Plant & Equipment, Intangible Assets and Work-in-Progress

### Recognition and Measurement

All items of property, plant and equipment, including freehold land, are initially recorded at cost. Cost of property, plant and equipment comprises purchase price, non refundable taxes, levies and any directly attributable cost of bringing the asset to its working condition for the intended use. Expenses directly attributable to new manufacturing facility during its construction period are capitalized if the recognition criteria is met. Freehold land has an unlimited useful life and therefore is not depreciated.





The cost of an item of property, plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The accounting policy for borrowing costs is set out in note below.

Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

#### **Subsequent Measurement**

Subsequent to initial recognition, property, plant and equipment other than freehold land are measured at cost less accumulated depreciation and any accumulated impairment losses. The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

#### **Disposal/Write-off**

An item of property, plant and equipment is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of property, plant and equipment, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

#### **Capital Work-in-Progress**

Capital work-in-progress includes cost of property, plant and equipment that are not ready for their intended use. Capital work-in-progress included property, plant and equipment are not depreciated as these assets are not yet available for use.

#### **Depreciation**

Depreciable amount for assets in the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on the property, plant and equipment is provided on straight line method, over the useful life of the assets, as specified in schedule II to the companies Act, 2013 and is recognised in the statement of profit and loss except for the below mentioned assets:

Particulars	Useful life as per schedule II of Companies Act, 2013	Useful life as technically assessed
Motor buses, motor lorries and motor cars other than those used in a business of running them on hire	8	10

Property, plant and equipment which are added / disposed off during the year, depreciation is provided on pro-rata basis. Building constructed on leasehold land is depreciated based on the useful life specified in schedule II to the companies Act, 2013 where the lease period of the land is beyond the life of the building. In other cases, building constructed on leasehold lands are amortised over the primary lease period of the lands.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

#### **3.03 Inventories:**

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials and accessories:

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

#### **Finished goods and work in progress:**

Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on first in, first out basis.

#### **Trading Goods:**

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.




**BAL PHARMA LIMITED**  
**CIN: L85110KA1987PLC008368**
**Notes to the consolidated financial statements (continued)**

(all amounts in Rs.lakhs unless otherwise stated)

**TANGIBLE ASSETS**

	Building (Right-Of- Use assets)	Free holdland	Lease holdland	Building	Plant and machinery	Furniture and fixtures	Office equipment	Motor vehicles	Total
Gross Block (Deemed Cost)									
<b>Balance as at 01 April 2023</b>	<b>284.73</b>	<b>1,216.16</b>	<b>123.12</b>	<b>2,131.09</b>	<b>4,185.30</b>	<b>121.50</b>	<b>229.55</b>	<b>268.60</b>	<b>8,560.06</b>
Additions	194.20	-	-	110.12	187.83	4.49	25.99	78.55	601.17
Disposals	-	-	-	-	(3.25)	-	(0.10)	(18.72)	(22.07)
Merger Pooling of Interest	-	-	150.00	90.93	1,607.24	16.52	13.83	-	1,878.52
Balance as at 31 March 2024	478.92	1,216.16	273.12	2,332.13	5,977.12	142.51	269.28	328.43	11,017.68
<b>Balance as at 01 April 2024</b>	<b>478.92</b>	<b>1,216.16</b>	<b>273.12</b>	<b>2,332.13</b>	<b>5,977.12</b>	<b>142.51</b>	<b>269.28</b>	<b>328.43</b>	<b>11,017.68</b>
Additions	66.55	-	237.85	61.71	825.57	32.91	45.72	14.83	1,285.13
Disposals	-	-	-	-	-	-	-	-	-
<b>Balance as at 31 March 2025</b>	<b>545.47</b>	<b>1,216.16</b>	<b>510.97</b>	<b>2,393.84</b>	<b>6,802.69</b>	<b>175.42</b>	<b>314.99</b>	<b>343.26</b>	<b>12,302.81</b>
<b>Accumulated Depreciation</b>									
<b>Balance as at 01 April 2023</b>	<b>119.69</b>	<b>-</b>	<b>15.65</b>	<b>620.58</b>	<b>2,140.76</b>	<b>83.55</b>	<b>192.95</b>	<b>113.48</b>	<b>3,286.65</b>
Additions	111.51	-	1.37	79.02	293.90	9.78	20.96	24.90	541.45
Disposals	-	-	-	-	(3.25)	-	-	(17.78)	(21.03)
Merger Pooling of Interest	-	-	-	31.78	733.99	3.79	10.01	-	779.56
<b>Balance as at 31 March 2024</b>	<b>231.21</b>	<b>-</b>	<b>17.02</b>	<b>731.38</b>	<b>3,165.40</b>	<b>97.12</b>	<b>223.92</b>	<b>120.60</b>	<b>4,586.63</b>
<b>Balance as at 01 April 2024</b>	<b>231.21</b>	<b>-</b>	<b>17.02</b>	<b>731.38</b>	<b>3,165.40</b>	<b>97.12</b>	<b>223.92</b>	<b>120.60</b>	<b>4,586.63</b>
Additions	135.14	-	1.37	84.43	328.66	14.62	26.35	26.51	617.08
Disposals	-	-	-	-	-	-	-	-	-
<b>Balance as at 31 March 2025</b>	<b>366.35</b>	<b>-</b>	<b>18.39</b>	<b>815.81</b>	<b>3,494.05</b>	<b>111.74</b>	<b>250.27</b>	<b>147.11</b>	<b>5,203.71</b>
<b>Carry Amount (Net)</b>									
<b>Balance as at 31 March 2024</b>	<b>247.72</b>	<b>1,216.16</b>	<b>256.10</b>	<b>1,600.76</b>	<b>2,812.37</b>	<b>45.39</b>	<b>45.36</b>	<b>207.83</b>	<b>6,431.68</b>
<b>Balance as at 31 March 2025</b>	<b>179.12</b>	<b>1,216.16</b>	<b>492.58</b>	<b>1,578.04</b>	<b>3,308.64</b>	<b>63.68</b>	<b>64.73</b>	<b>196.15</b>	<b>7,099.05</b>


**BAL PHARMA LIMITED**  
**CIN: L85110KA1987PLC008368**
**Notes to the consolidated financial statements (continued)**

(all amounts in Rs. lakhs unless otherwise stated)

**5. Capital work-in-progress**

Particulars	As at 31 March 2025	As at 31 March 2024
Capital work-in-progress	278.58	47.22
	<b>278.58</b>	<b>47.22</b>

**Capital work-in-progress ageing schedule**

Capital work-in-progress	Amount in Capital work-in-progress for a period of				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
<b>Projects in progress</b>					
Project I	278.58	-	-	-	278.58
	<b>278.58</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>278.58</b>

**6A. Goodwill**

Particulars	As at 31 March 2025	As at 31 March 2024
Goodwill	382.69	382.69
	<b>382.69</b>	<b>382.69</b>

**6B. Intangible Assets**

Particulars	Computer software	Development Expenses	Trade Licence	Total Inangible assets
<b>Gross Block (Deemed Cost)</b>				
Balance as at 01 April 2023	76.61	2,009.73	101.33	2,187.67
Additions	28.93	303.20	97.22	429.35
Disposals	-	-	-	-
Merger Pooling of Interest	3.00	-	-	3.00
<b>Balance as at 31 March 2024</b>	<b>108.54</b>	<b>2,312.93</b>	<b>198.55</b>	<b>2,620.02</b>
Additions	25.15	325.03	70.73	420.91
Disposals	-	-	-	-
<b>Balance as at 31 March 2025</b>	<b>133.69</b>	<b>2,637.96</b>	<b>269.28</b>	<b>3,040.93</b>
<b>Accumulated Depreciation</b>				
Balance as at 01 April 2023	28.35	1,095.83	18.36	1,142.54
Additions	25.55	203.90	107.21	336.66
Disposals	-	-	-	-
Merger Pooling of Interest	2.70	-	-	2.70
<b>Balance as at 31 March 2024</b>	<b>56.59</b>	<b>1,299.73</b>	<b>125.57</b>	<b>1,481.89</b>
Additions	30.07	236.41	92.81	359.29
Disposals	-	-	-	-
<b>Balance as at 31 March 2025</b>	<b>86.66</b>	<b>1,536.14</b>	<b>218.38</b>	<b>1,841.18</b>
<b>Carry Amount (Net)</b>				
Balance as at 31 March 2024	51.95	1,013.21	72.98	1,138.13
Balance as at 31 March 2025	47.03	1,101.82	50.90	1,199.75

**Non-current financial assets****7. Investments**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Investment in equity instruments - Quoted</b>		
Equity Shares at FVTPL		
31 Mar 2024 : 10,000 (31 Mar 2023: 10,000)		
Equity shares of Rs 10 each fully paid in Lamina Foundries Limited	-	3.72
31 Mar 2024 : 73,600 (31 Mar 2023 : 73,600)		
Equity shares of Rs 10 each fully paid in Sri Jayalakshmi Autospin Limited	-	7.36
<b>Investment in equity instruments - Unquoted</b>	-	-
Equity Shares at FVTPL	-	-
31 Mar 2024: 4,000 ( 31 Mar 2023: 4,000 )		
Equity shares of Rs 25 each fully paid in The saraswat co-operative Bank Limited "	-	1.00
31 Mar 2024: 5,000 (31 Mar 2023: 5,000)		
Equity shares of Rs 10 each fully paid in The Shamrao vithal Co-operative Bank Ltd. "	-	0.50
Less: Impairment in value of Investments	-	-12.57
	-	<b>0.00</b>
Aggregate Amount of Quoted Investments and market value thereof	-	11.08
Aggregate Amount of Unquoted Investments		1.50
Aggregate Amount of Impairment in Value of Investments	-	-12.57

**Details of Investment in LLP**

Name of LLP : Balance clinic LLP	Share of Profit/(loss) during the year	Capital
Bal Pharma Limited	-19.30	8 Lakhs
Shailesh D Siroya	-4.83	2 Lakhs
Total Capital of the Firm ( Rs. in Lakhs)		-

**Financial Assets****8. Loans**

Particulars	As at 31 March 2025	As at 31 March 2024
Security deposit	-	11.66
<b>From above :</b>	-	
Secured, considered good	-	-
Unsecured, considered good	-	11.66
Doubtful	-	-
	-	<b>11.66</b>

**9. Other financial assets**

Particulars	As at 31 March 2025	As at 31 March 2024
Bank Deposits (original maturity of more than 12 months)*	423.47	28.09
Earnest Money - Non current	16.53	28.34
<b>Others</b>	-	-
Prepayments	0.05	
Security deposit	272.99	210.11
	<b>713.04</b>	<b>266.54</b>

**Non-current financial assets****10. Deferred tax assets (Net)**

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred tax assets (Net)	40.98	241.21
	<b>40.98</b>	<b>241.21</b>

**Non-financial assets****11. Other non-current assets**

Particulars	As at 31 March 2025	As at 31 March 2024
Capital Advances	158.98	217.71
Other Non Current Assets	17.11	17.11
Balances with Statutory/Government Authorities	191.64	54.92
	<b>367.74</b>	<b>289.75</b>

**Current assets****12. Inventories (valued at lower of cost and net realisable value)**

Particulars	As at 31 March 2025	As at 31 March 2024
Raw materials	3,271.35	2,495.27
Packing material	589.80	549.02
Work-in progress	3,350.73	3,091.65
Finished goods	3,083.60	2,637.85
Fuel	6.74	7.36
	<b>10,302.22</b>	<b>8,781.14</b>

**13. Current Investments**

Particulars	As at 31 March 2025	As at 31 March 2024
Investment in Mutual Fund	246.80	675.67
	-	-
	<b>246.80</b>	<b>675.67</b>

**Current financial assets****14. Trade receivables**

Particulars	As at 31 March 2025	As at 31 March 2024
Trade Receivables considered good - secured		-
Trade Receivables considered good - unsecured	9,244.35	9,962.18
Trade Receivables which have significant increase in credit risk	154.22	165.50
Trade Receivables - credit risk	-	-
	<b>9,398.58</b>	<b>10,127.68</b>
Loss Allowance	-154.22	-165.50
	<b>9,244.35</b>	<b>9,962.18</b>

Debts due by firms or private companies in which any director is a partner or a director or a member as at 31 March 2025 - Rs370.68 lakhs ( 31 March 2024 - Rs. 330.97lakhs)


**Current financial assets**

Trade Receivables ageing schedule for the year ended 31 March 2025					
Particulars	Outstanding for following periods from due date of payment				Total
	Less than 6 months	6 months-1 Year	1-2 Years	2-3 Years	
(i) Undisputed Trade Receivables -considered good	8,519.20	457.20	166.08	101.88	9,244.35
(ii) Undisputed Trade Receivables -considered doubtful			-		-
(iii) Disputed Trade Receivables considered good					-
(iv) Disputed Trade Receivables considered doubtful					-
<b>Total</b>	<b>8,519.20</b>	<b>457.20</b>	<b>166.08</b>	<b>101.88</b>	<b>9,244.35</b>

Trade Receivables ageing schedule for the year ended 31 March 2024					
Particulars	Outstanding for following periods from due date of payment				Total
	Less than 6 months	6 months-1 Year	1-2 Years	2-3 Years	
(i) Undisputed Trade Receivables -considered good	9,256.75	182.01	359.47	163.95	9,962.18
(ii) Undisputed Trade Receivables -considered doubtful			-		-
(iii) Disputed Trade Receivables considered good					-
(iv) Disputed Trade Receivables considered doubtful					-
<b>Total</b>	<b>9,256.75</b>	<b>182.01</b>	<b>359.47</b>	<b>163.95</b>	<b>9,962.18</b>

**15. Loans**

Particulars	As at31 March 2025	As at31 March 2024
<b>Unsecured-Considered good</b>		
Loan receivables considered good - unsecured	-	-
- Security deposit	-	-
- Loans/advances to employees	113.27	138.19
- Inter-Corporate Loan to related party	-	0.10
- Interest receivable on Inter-Corporate Loan to related party	-	-
	<b>113.28</b>	<b>138.29</b>

**Current financial assets****16. Cash and cash equivalents**

Particulars	As at 31 March 2025	As at 31 March 2024
Cash on hand	3.04	4.02
Balance with bank	-	-
- On current Account	77.96	323.10
Deposits with original maturity of less than 3 months	94.16	92.45
	<b>175.16</b>	<b>419.58</b>

**17. Other Bank balances**

Particulars	As at 31 March 2025	As at 31 March 2024
Bank Deposits (maturity between 3 months to 12 months)	619.06	897.66
Investment in Liquid fund	-	-
Balance earmarked for Unclaimed Dividends	10.83	11.99
	<b>629.89</b>	<b>909.65</b>

**18. Other financial assets**

Particulars	As at 31 March 2025	As at 31 March 2024
Security deposits	24.45	18.54
Unsecured, considered good	-	-
Earnest Money	103.29	82.68
	<b>127.73</b>	<b>101.22</b>

**19. Non current tax assets (Net)**

Particulars	As at 31 March 2025	As at 31 March 2024
Advance Tax (net of provision)	98.84	11.67
	<b>98.84</b>	<b>11.67</b>

**Non-financial assets****20. Other current assets**

Particulars	As at 31 March 2025	As at 31 March 2024
Balances with statutory/government authorities	1,515.73	1,475.63
Export Incentives Receivable	231.31	248.75
Security Deposit	-	-
- from related parties	-	1.00
Advances recoverable in Cash or Kind	-	-
- from related parties	0.98	0.98
Advance to suppliers	431.79	481.12
Insurance claim receivable	79.35	79.35
Prepayments	134.37	96.90
Other current assets	-	-
- from related parties	-	-
- from others	155.38	33.04
	<b>2,548.91</b>	<b>2,416.77</b>

**Non-financial assets****21. Equity**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Authorised Share capital</b>		
31 March 2025: 2,45,00,000 equity shares of Rs.10 each	2,450.00	2,450.00
31 March 2024 : 2,45,00,000 equity shares of Rs.10 each	-	-
<b>Issued, subscribed and paid-up share capital</b>		
31 March 2025: 15920872 equity shares of Rs.10 each	1,592.09	1,580.44
31 Mar 2024: 15804372 equity shares of Rs.10 each	-	-
	<b>1,592.09</b>	<b>1,580.44</b>

**a) Equity shareholders holding more than 5 percent shares in the Company:**

Name of the shareholder	As at 31 March 2025		As at 31 March 2024	
	No. of shares	Percentage	No. of shares	Percentage
Shailesh Siroya	27.45	17.24%	27.45	17.37%
Micro Labs Limited	20.11	12.64%	20.11	12.73%
Anita Siroya	10.49	6.59%	10.49	6.64%

**b) Details of shares held by promoters at the end of the year**

Name of the Promoter	As at 31 March 2025	Percentage of holding.
Shailesh Siroya	2745459	17.24
Anita Siroya	1049220	6.59
Micro Labs Limited	2011736	12.64
Dilip Surana	474994	2.98
Archana Surana	284996	1.79
Anand Surana	525686	3.3
Monica Surana	179909	1.13
Dilip Surana ( HUF)	169995	1.07
Chandraprakash Dheerajmal Siroya	486420	3.06
Anita Chandraprakash Siroya	122687	0.77
Jivi Dheerajmal Siroya	46,080	0.29
Shrenik Siroya	-	-
	<b>80,97,182</b>	

**c) Reconciliation of the shares outstanding at the beginning and at the end of the period**

Particulars	No. of shares	Amount
Opening Balance (Number of shares in Lakhs)	1,58,04,372.00	15,80,43,720.00
Add : Shares Issued during the year (Number of shares in Lakhs)	1,16,500.00	11,65,000.00
<b>Closing Balance</b>	<b>1,59,20,872.00</b>	<b>15,92,08,720.00</b>



**d) Rights, preferences and restrictions attached to equity shares:**

- (i) The Company has only one class of shares referred to as equity shares having par value of Rs 10 each.
- (ii) Each holder of the equity share, as reflected in the records of the Company as of the record date, is entitled to one vote in respect of each share held for all matters submitted to vote in the shareholders' meeting.
- (iii) The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing General Meeting.
- (iv) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amounts if any. The distribution will be in proportion to the number of equity shares held by the shareholders.
- (v) Each Share holder has a right to inspect the statutory registers of the company as per the provisions of the companies act, 2013.
- (vi) Each and every share holder has a right to participate in the share holders's meetings as and when called by the company subject to provisions of the Companies Act, 2013.

(e) Shares reserved for issue under options & contracts/commitments for sale of shares /disinvestment, including the terms & amounts - NIL

(f) For period of 5 years immediately preceding the balance sheet date.

- Alloted as fully paid up by way of bonus shares NIL
- Bought back NIL
- For consideration other than cash- NIL

(g) Securities convertible into equity /preference shares issued - NIL

(h) No Calls Unpaid

(I) Issue of securities made for a specific purpose at the balance sheet date - NIL

**22A. Other Equity**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>(i) Retained Earnings</b>	-	-
Balance as at beginning of the reporting period	2,205.21	1,468.86
Less :Transferred to OCI	-4.65	
Add: Net profit/(loss) for the period	721.53	893.25
Less: Dividend payable	-191.05	-156.90
Less: Transfer to General Reserve		-
	<b>2,731.04</b>	<b>2,205.21</b>
<b>(ii) Other Reserves*</b>		
Securities premium	3,197.79	3,128.75
General reserve	245.15	245.15
Capital Reserve	44.06	44.06
	<b>3,487.00</b>	<b>3,417.96</b>
<b>(iii) Other comprehensive income</b>	-	-
Others (acturial gain/ (Loss))	-69.73	-105.80
Add :Transferred from retained earnings	4.65	
Add: Net gain/(loss) for the period	-3.46	36.08
	<b>(68.54)</b>	<b>(69.72)</b>
<b>(iv) Money received against ESOP</b>	-	-
<b>(v) Share based payment reserve</b>	-0.00	66.57
	<b>6,149.49</b>	<b>5,620.00</b>

\*Refer Statement of changes in equity for detailed movement in other equity balances.

**Nature and purpose of reserves****Retained Earnings:**

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distribution to share holders.

**Securities premium:**

The amount received in excess of face value of the equity shares is recognised in securities premium. This reserve will be utilised in accordance with provisions of Section 52 of the Companies Act, 2013.

**General reserve:**

The Company has transferred a portion of its net profit before declaring dividend to general reserve pursuant to the earlier provisions of the Companies Act, 1956. Mandatory transfer to general reserve is not required under the Companies Act, 2013

**Other Comprehensive Income (OCI):****Re-measurement of defined employee benefit plans**

Difference between the interest income on plan assets and the return actually achieved, any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments with in the plans, are recognised in other comprehensive income and subsequently not reclassified into standalone statement of profit and loss

**22 B. Non- Controlling Interest**

Particulars	As at 31 March 2025	As at 31 March 2024
Lifezen Healthcare Private Limited	(695.21)	(694.90)
Bal Research Foundation	(0.12)	(0.03)
Balance Clinic LLP	4.37	1.83
Golden Drugs Private Limited	-	-
Less: Reduction in Minority Interest	689.81	689.81
	<b>(1.15)</b>	<b>(3.29)</b>

**Financial liabilities****23. Borrowings**

Particulars	As at 31 March 2025	As at 31 March 2024
Terms loans		
- from banks	686.92	788.68
- from others	1,751.93	1,563.44
GECL Loan	639.29	1,193.46
Other Loans	-	-
- vehicle loans	61.89	89.36
	<b>3,140.03</b>	<b>3,634.94</b>
The above amount includes*		
Secured Borrowings (includes vehicle loans)	<b>2,470.42</b>	<b>2,320.98</b>
Unsecured Borrowings		
Loan Under guaranteed emergency credit line & Bank Loan	<b>669.60</b>	<b>1,313.96</b>

\* The same includes borrowings including current maturities



i) **A Term loans (including current maturities of non-current borrowings) from South Indian Bank Limited - Term Loan 1**

As at 31 March 2025 : Rs.325.42 lakhs (31 March 2024 :Rs.362.81 lakhs)

**Security**

i.All the property bearing municipal no 6/3 situated atVasanthnagar, new ward number 63,Bengaluru consisting of 6825 square feet land owned by the Company

**Repayment and interest**

ii.The loan was repayable in 154 monthly instalments starting from March 2018.

iii.The loan carried interest rate equal to the lender's 12 month's MCLR rate Date of Maturity : 19.06.2031

**B Term loans (including current maturities of non-current borrowings) from South Indian Bank Limited - Term Loan 2**

As at 31 March 2025 :Rs.253.08 lakhs (31 March 2024 :Rs.273 lakhs)

**Security**

i.All the property bearing municipal no 6/3 situated atVasanth Nagar, new ward number 63,Bengaluru consisting of 6825 square feet land owned by the Company

**Repayment and interest**

ii.The loan was repayable in 180 monthly instalments starting from April 2018.

iii.The loan carried interest rate equal to the applicable 12 month's MCLR rate Date of Maturity :31.12.2035

**C Term loans (including current maturities of non-current borrowings) from Canara Bank.**

As at 31 March 2025 :Rs 90.89 lakhs (31 March 2024 : Rs.114.11 lakhs)

**Security**

i.Hypothecation of Plant and Machinery which were funded from the term loan.For all the limits sanctioned by bank including term loan,charge on current assets of the Company along with HDFC Bank limited and Canara Bank and first charge on the property located in Plot 61B, Bommasandra,Bengaluru and personal guarantee of Mr Shailesh Siroya (managing director)

**Repayment and interest**

i.The disbursed loan to be repayable in 84 months with 5 months of moratorium and 1 month for project implementation

iii.The loan carried interest rate equal to the applicable RLLR(presently 6.90%)+2.80%+0.8% (Liquidity Premium) - Date of Maturity :21.01.2029

**D Term loans (including current maturities of non-current borrowings) from Canara Bank.**

As at 31 March 2025 :Rs 205.36 lakhs (31 March 2024 : Rs.274.00)

**Security**

i.The assets created out of the credit facility so extended,that is,paripassu first charge on the entire current assets of the Company

**Repayment and interest**

i.The disbursed loan to be repayable in 72 months with 24 months of moratorium

iii.The loan carried interest rate equal to the applicable RLLR(presently 6.90%)+0.60%= 7.5% Date of Maturity :29.02.2028

ii) **Details of securities, repayment and interest of secured term loans from others (including current maturities of long-term debt):**

**A Term loans (including current maturities of non-current borrowings) from STCI Finance Limited**

As at 31 March 2025 :Rs 1900 lakhs (31 March 2024 : Rs.1500)

**Security**

i. Exclusive Charge by way of mortgage of Plot No.C-155, Mewar Industrial Area, Udaipur, Rajasthan - 313003, presently mortgaged in favour of TFSL towards Term loan which has taken over by STCI Finance Limited

ii. First and Exclusive charge on entire present and future Fixed Assets (both movable and Immovable of Golden Drugs Pvt Ltd.

**Repayment and interest**

ii. The loan is repayable in 60 monthly instalments shall commence from the end of the 12th month succeeding the month of first disbursement.Starting from Jan'25 with an initial moratorium of 12 months

iii.The loan carried interest rate equal to the lender's long term lending rate @ 12.50% p.a payable monthly.Date of Maturity :22.12.2029



**B Term loans (including current maturities of non-current borrowings) from Small Industries Development Bank of India (SIDBI)**

As at 31 March 2025 :Rs 347.33 lakhs (31 March 2024 : Rs.182.00 lakhs)

**Security**

i. First Charge by way of hypothecation of Plant and Machinery pertaining to the project of Rs.429 Lakhs, ii.Collateral Security FDR of Rs. 129 lakh lien mark with SIDBI in favour of Borrower and unconditional joint and several personal guarantee of Mr Shailesh Siroya (Managing director) and Mr.V.Himesh, Executive Director

**Repayment and interest**

- ii.The loan is repayable in 54 monthly instalments starting from June 2024 with a initial moratorium of 6 months
- iii.The loan carried interest rate equal to the lender's long term lending rate less 8.90% Date of Maturity : 10.11.2028

**iii) Details of securities, repayment and interest of Working Capital Term Loan under GECL scheme (including current maturities of long-term debt):**

**A Working Capital Term Loans (including current maturities of non-current borrowings) from Canara Bank limited - 01**

As at 31 March 2025 :Rs.91.67 lakhs (31 March 2024 :Rs.191.67 lakhs)

**Security**

- i.The Loan is secured by all assets created out of credit facility
- ii.The Loan is further secured by extending the charges created over existing loan.
- iii.The facility is to be covered under Emergency Credit Line Guarantee Scheme (ECLGS) administered by National Credit Guarantee Trustee Company (NCGTC) Limited

**Repayment and interest**

- i. Initial moratorium of 12 months and thereafter repayable in 48 months as Rs 8.35 lakhs per month for 47 months and Rs 7.55 lakh per month for 1 month
- ii.The loan carried interest rate equal to the lender's long term lending rate less 7.50% p.a Date of Maturity : 15.02.2026

**B Working Capital Term Loans (including current maturities of non-current borrowings) from HDFC Bank Limited-02**

As at 31 March 2025 :Rs.325.00 lakhs (31 March 2024 :Rs.487.50 lakhs)

**Security**

- i.The Loan is secured by all assets created out of credit facility
- ii.The Loan is further secured by extending the charges created over existing loan.
- iii.The facility is to be covered under Emergency Credit Line Guarantee Scheme (ECLGS) administered by National Credit Guarantee Trustee Company (NCGTC) Limited

**Repayment and interest**

- i.Total tenor of 60 months with 12 months moratorium period .
- ii.The loan carried interest rate equal to 7.5%.p.a Date of Maturity :26.03.2027

**C Working Capital Term Loans (including current maturities of non-current borrowings) from HDFC Bank Limited-03**

As at 31 March 2025 :Rs 700 lakhs (31 March 2024 :Rs.800 lakhs)

**Security**

- i.The Loan is secured by all assets created out of credit facility
- ii.The Loan is further secured by extending the charges created over existing loan.
- iii.The facility is to be covered under Emergency Credit Line Guarantee Scheme (ECLGS) administered by National Credit Guarantee Trustee Company (NCGTC) Limited

**Repayment and interest**

- i.Total tenor of 48 months with 24 months moratorium period .
- ii.The loan carried interest rate equal to 8%.p.a Date of Maturity :28.09.2028

**iv) Details of Vehicle loans (including current maturities of long-term debt):**



**A Vehicle Loans (including current maturities of non-current borrowings) from HDFC Bank Limited - INNOVA HYCROSS**

As at 31 March 2025 :Rs.21.14 lakhs (31 March 2024 : Rs.26.71 lakhs)

- (i) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 8.50%
- (iii) The principal amount has to be repaid in 60 equated monthly instalments Date of Maturity :05.05.2028

**B Vehicle Loans (including current maturities of non-current borrowings) from HDFC Bank Limited - MAHINDRA XUV700 AX7AWD**

As at 31 March 2025 :Rs.22.34 lakhs (31 March 2024 : Rs.28.04)

- (i) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 9 %
- (iii) The principal amount has to be repaid in 60 equated monthly instalments Date of Maturity :05.06.2028

**C Vehicle Loans (including current maturities of non-current borrowings) from HDFC Bank Limited - GLANZA 1.2 G P MT**

As at 31 March 2025 :Rs.5.46 lakhs (31 March 2024 : Rs.6.89 lakhs)

- (i) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 9 %
- (iii) The principal amount has to be repaid in 60 equated monthly instalments Date of Maturity:05.05.2028

**D Vehicle Loans (including current maturities of non-current borrowings) from HDFC Bank Limited - EECOAMBULANCE**

As at 31 March 2025 :Rs.3.76 lakhs (31 March 2024 : Rs.5.3 lakhs)

- (i) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 10%
- (iii) The principal amount has to be repaid in 39 equated monthly instalments.- Date of Maturity :05.04.2027

**E Vehicle Loans (including current maturities of non-current borrowings) from Mercedes- Benz Financial Services India Pvt Lrd**

As at 31 March 2025 :Rs.34.16 lakhs (31 March 2024: Rs.47.64 lakhs)

- (i) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 7.27%
- (iii) The principal amount has to be repaid in 60 equated monthly instalments. Date of Maturity :04.06.2027

**F Vehicle Loans (including current maturities of non-current borrowings) from Union Bank of india - EECO -CAR**

As at 31 March 2025 :Rs.2.53 lakhs (31st March 2024 : Rs.3.37 lakhs)

- (i) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 9.45%
- (iii) The principal amount has to be repaid in 60 equated monthly instalments.Date of Maturity :05.09.2027

**G Vehicle Loans (including current maturities of non-current borrowings) from HDFC BANK LTD - RUDRAPUR - GLANZA**

As at 31 March 2025 :Rs.5.84 lakhs (31 March 2024: Rs Nil lakhs)

- (i) Secured by hypothecation of motor vehicles.
- (ii) These loans carry an interest rate of 9.53%
- (iii) The principal amount has to be repaid in 36 equated monthly instalments.Date of Maturity 05.11.2027

**v) Details of Unsecured loans (including current maturities of long-term debt) from Kotak Mahindra Bank Limited:**

**A Kotak Mahindra Bank Limited-Jaldi Loan-Personal Loan-01**

As at 31 March 2025 :Rs.11.91 lakhs (31 March 2024 : Rs.77.67 lakhs)

- i.The Loan is Not secured and sanctioned loan under Jaldi Loan credit facility offered by Kotak Mahindra Bank Limited
- Repayment and interest



- i.Total tenor of 24 months without any moratorium period .
- ii.The loan carried interest rate equal to 14.17 %.p.a Date of Maturity : 10.05.2025

**B Kotak Mahindra Bank Limited-Jaldi Loan-Personal Loan-02**

As at 31 March 2025 : Rs.18.40 lakhs (31 March 2024 : Rs.42.82 lakhs)

- i.The Loan is Not secured and sanctioned loan under Jaldi Loan credit facility offered by Kotak Mahindra Bank Limited
- Repayment and interest
- i.Total tenor of 24 months without any moratorium period .
- ii.The loan carried interest rate equal to 14.50%.p.a Date of maturity : 10.11.2025

**vi) There are no defaults in repayment of principal or interest to lenders as at the balance sheet date, however, in certain cases based on information available as on date, there exists delay in repayment of loan as mentioned below.**
**a) The following are delay in repayments towards loan for the year ended March 31, 2024**

- In case of vehicle loans taken from HDFC Bank Limited, the terms of which is stipulated in (iv) above, there is a delay in repayment for 13 days in the month of Aug 23 where auto debit was linked is rejected due to signature mismatch.
- In case of vehicle loans taken from HDFC Bank Limited, the terms of which is stipulated in (iv) above, there is a delay in repayment for 7 days in the month of Mar 24 where auto debit was linked is rejected due to signature mismatch.
- In case of vehicle loans taken from Mercedes Benz Financial Services India Pvt Ltd, the terms of which is stipulated in (iv) above, there is a delay in repayment for 7 days in the month of Apr' 23 where auto debit was linked is rejected due to signature mismatch in ECS form.
- In case of Unsecured loans taken from Kotak Mahindra Bank Limited-01, the terms of which is stipulated in (v) above, there is a delay in repayment for 2 days in the month of Dec' 23 where auto debit was linked is rejected due to signature mismatch in ECS form.

**b) The following are delay in repayments towards loan for the year ended March 31, 2025**

- In case of vehicle loans taken from HDFC Bank Limited, the terms of which is stipulated in (iv) above, there is a delay in repayment for 7 days in the month of April 24 where auto debit was linked is rejected due to signature mismatch.
- In case of Unsecured loans taken from Kotak Mahindra Bank Limited-02, the terms of which is stipulated in (v) above, there is a delay in repayment for 2 days in the month of April 24 where auto debit was linked is rejected due to signature mismatch in ECS form.
- In case of Unsecured loans taken from Kotak Mahindra Bank Limited-02, the terms of which is stipulated in (v) above, there is a delay in repayment for 1 day in the month of Feb 25 due to bank server error.

**24. Other financial liabilities**

Particulars	As at 31 March 2025	As at 31 March 2024
Deposits received from customers	45.11	45.11
Lease Liability (Ind AS 116)	128.97	137.42
	<b>174.07</b>	<b>182.53</b>

**25. Provisions**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Provision for employee benefits</b>	-	-
Gratuity	473.21	426.19
Leave benefits	91.26	82.41
	<b>564.46</b>	<b>508.60</b>

**26. Deferred tax liabilities (Net)**

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred tax liabilities (Net)	-	394.73
Add: Created during the year	-	1.37
	-	-
	-	<b>396.10</b>

**Current financial liabilities****27. Borrowings**

Particulars	As at 31 March 2025	As at 31 March 2024
Secured:	-	-
- Cash Credit	5,808.72	4,147.11
- Packing Credit	4,273.55	4,287.18
- Buyers Credit	71.89	65.00
- Working Capital Demand Loan	-	500.00
	-	-
Unsecured:	-	-
Convertible Zero Coupon Debenture	576.85	576.85
	-	-
Current maturities of long-term debt *	-	-
- term loan from banks	161.20	312.12
- term loan from others	495.40	118.57
- vehicle loans	33.01	32.42
- GECL loan	477.37	285.71
- others	-	-
	<b>11,897.99</b>	<b>10,324.95</b>

**28. Trade Payables**

Particulars	As at 31 March 2025	As at 31 March 2024
Due to Micro, Small and Medium Enterprises*	461.66	393.64
Due to Other than Micro, small and Medium Enterprises	-	-
- Due to Related Parties	55.78	134.94
- Due to Others	7,651.14	7,217.84
	<b>8,168.58</b>	<b>7,746.44</b>

\* There are no overdue amounts to Micro, Small and Medium Enterprises as on 31st March, 2024.




**Trade Payable ageing schedule for year ended March 2025**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) Micro, Small and Medium Enterprises (MSME)	461.66	-	-	-	461.66
(ii) Others	7,311.08	61.47	85.46	248.90	7,706.92
(iii) Disputed Dues Micro Small and Medium Enterprises (MSME)	-	-	-	-	-
(iv) Disputed Dues Others	-	-	-	-	-
<b>Total</b>	<b>7,772.74</b>	<b>61.47</b>	<b>85.46</b>	<b>248.90</b>	<b>8,168.58</b>

**Trade Payable ageing schedule for year ended March 2024**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) Micro Small and Medium Enterprises (MSME )	393.64	-	-	-	393.64
(ii) Others	6,818.62	-269.74	281.85	522.07	7,352.80
(iii) Disputed Dues Micro Small and Medium Enterprises (MSME)	-	-	-	-	-
(iii) Disputed Dues Others -	-	-	-	-	-
<b>Total</b>	<b>7,212.26</b>	<b>-269.74</b>	<b>281.85</b>	<b>522.07</b>	<b>7,746.44</b>

**29. Other Financial Liabilities**

Particulars	As at 31 March 2025	As at 31 March 2024
Interest accrued but not due	32.70	15.80
Security deposits	148.88	148.88
Payable towards purchase of Property, Plant and Equipment	206.93	8.87
Accrued Payroll	496.49	184.48
Unclaimed Dividends	10.79	11.99
Payable towards Dividend Distribution Tax	-0.00	-0.00
Lease Liability (IND AS 116)	63.75	127.72
Other current liabilities	-	-
- Due to Others	114.58	438.68
	-	-
	<b>1,074.09</b>	<b>936.39</b>

\* For details of terms of loan, refer note no. 23

**30. Other Current Liabilities**

Particulars	As at 31 March 2025	As at 31 March 2024
Advance received from Customers	562.81	859.95
Advance payable in cash or kind	0.00	0.00
Statutory dues	85.52	82.57
Other Current Liabilities	44.32	38.80
Book Overdraft due to issue of cheques	-	-
	<b>692.66</b>	<b>981.31</b>

**31. Provision**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Provision for employee benefits</b>	-	-
Gratuity	82.48	62.34
Leave Encashment	34.22	32.54
	<b>116.71</b>	<b>94.87</b>

**32. Current Tax Liabilities (Net)**

Particulars	As at 31 March 2025	As at 31 March 2024
Current Income Tax Liabilities (Net)	-	221.76
	<b>-</b>	<b>221.76</b>

**33. Revenue from operations**

Particulars	For the period ended 31 Mar 2025	For the period ended 31 Mar 2024
Sale of Product	29,427.31	32,633.66
Sale of Services	-	0.84
Other operating revenue	881.02	1,287.46
	<b>30,308.33</b>	<b>33,921.96</b>

**34. Other income**

Particulars	For the period ended 31 Mar 2025	For the period ended 31 Mar 2024
Interest income		
- on fixed deposits with bank	73.64	54.00
- Others	26.39	1.96
Net gain on foreign currency translation and transactions	29.11	-
Profit on sale of Property, Plant and Equipment	-	8.27
Rental Income	12.00	4.40
Insurance Claim	1.35	-
Balances/Advances No More Payable	26.82	62.04
Reverseal of expected Credit Loss	11.28	
Other Non -Operating revenue	39.71	154.16
	<b>220.29</b>	<b>284.83</b>


**35. Cost of materials consumed**

Particulars	For the period ended 31 Mar 2025	For the period ended 31 Mar 2024
Raw materials		
Opening stock	2,495.27	3,634.58
Add: Purchases - Raw Material	14,286.08	15,422.15
Less: Closing stock	-3,271.35	-2,495.27
	<b>13,510.00</b>	<b>16,561.46</b>
Packing Materials		
Opening Stock	549.02	536.34
Add: Purchases - Packing Material	1,519.39	1,608.90
Less: Closing stock	-589.80	-549.02
	<b>1,478.61</b>	<b>1,596.21</b>
	<b>14,988.61</b>	<b>18,157.67</b>

**36. Purchases of traded goods**

Particulars	For the period ended 31 Mar 2025	For the period ended 31 Mar 2024
Purchase of traded goods	1,505.56	1,124.01
	<b>1,505.56</b>	<b>1,124.01</b>

**37. (Increase)/decrease in Inventories of finished goods and work in progress**

Particulars	For the period ended 31 Mar 2025	For the period ended 31 Mar 2024
Inventories at the end of the year		
Work-in-progress	3,350.73	3,091.65
Finished goods	3,083.60	2,637.85
	<b>6,434.32</b>	<b>5,729.50</b>
Inventories at the beginning of the year		
Work-in-progress	3,091.65	2,748.49
Finished goods	2,637.85	2,874.52
	<b>5,729.49</b>	<b>5,623.01</b>
	<b>(704.83)</b>	<b>(106.49)</b>

**38. Employee benefits expenses**

Particulars	For the period ended 31 Mar 2025	For the period ended 31 Mar 2024
Salary and wages	5,597.33	5,356.32
Contribution to provident and other funds	223.77	237.10
Staff welfare expenses	297.26	295.98
Share based payment Expense	2.47	37.67
Gratuity Expenses	97.64	101.43
Leave Encashment Expense	21.58	19.13
	<b>6,240.05</b>	<b>6,047.62</b>

**39. Finance Cost**

Particulars	For the period ended 31 Mar 2025	For the period ended 31 Mar 2024
Interest Expenses on Term Loan	446.19	312.13
Interest Expenses on Working Capital	833.53	778.42
Interest Expenses GECL	51.37	80.53
Interest Expenses - others	101.97	99.45
Interest Expenses on Lease Liability (Ind AS 116)	20.76	19.93
Other Finance Cost	231.63	157.78
	<b>1,685.44</b>	<b>1,448.23</b>

**40. Depreciation and Amortisation**

Particulars	For the period ended 31 Mar 2025	For the period ended 31 Mar 2024
Depreciation on Property, Plant and Equipment	617.80	615.07
Amortisation on Intangible Assets	359.29	392.04
	<b>977.09</b>	<b>1,007.11</b>

**41. Other expenses**

Particulars	For the period ended 31 Mar 2025	For the period ended 31 Mar 2024
Consumption of stores and spares	37.72	35.67
<b>Power and fuel</b>		-
Fuel - Opening Balance	7.36	6.58
Add: Fuel/Spares Purchases	300.18	308.51
Less: Closing Stock of Fuel/Spares	-6.74	-7.35
	-	-
Cost of fuel consumption	300.80	307.74
	-	-
Electricity charges	13.82	15.35
Power charges	478.12	520.69
Water Charges	36.41	29.11
Laboratory and Testing Charges	311.39	256.93
Sub contracting expenses	213.47	440.77
	-	-
Repairs & Maintenance	-	-
- Plant and machinery	279.94	280.56
- Building	98.12	96.83
- Others	149.85	185.98
	-	-
Commission on sales & Others	669.51	779.74
Commission on Import	76.28	99.13
Commission to Director	-	-
Freight and forwarding charges	787.39	679.97
Net loss on foreign currency translation and transactions	-	91.05
Travelling Expenses	336.20	282.38
Advertisement and selling expenses	482.40	284.94
Legal and professional charges	257.58	266.92
Rent	100.80	104.92



Particulars	For the period ended 31 Mar 2025	For the period ended 31 Mar 2024
Rates & Taxes	214.18	296.97
Communication Cost	53.92	49.55
Registration fees	0.20	0.22
Liquidated damages	28.31	62.28
Security Charges	85.03	70.96
Donation	6.46	1.30
Corporate Social Responsibility	19.00	20.50
Seminar, Conference & Exhibition Expenses	22.69	24.12
Insurance	150.46	146.27
Printing & Stationary	41.63	45.31
Subscription & Membership	30.12	18.67
Bank charges	19.99	18.30
Expected Credit Losses	-	19.30
Balances/Advances No More Recoverable	0.91	35.15
Director Sitting fee	2.22	2.41
Discount Paid	1.57	10.07
Waste Removal Charges	-	0.50
Factory Expenses	-	15.84
Miscellaneous Expenses	16.45	27.50
	<b>5,322.95</b>	<b>5,623.91</b>

**BAL PHARMA LIMITED**  
**CIN: L85110KA1987PLC008368**

**Notes to the Consolidated financial statements for the year ended 31 Mar 2025**

(all amounts in Rs. lakhs unless otherwise stated)

**42. Contingent liabilities and commitments**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Contingent liabilities</b>		
- Income tax	326.22	306.92
- Excise & Customs (refer note I below)	223.04	247.94
- GST	1,160.39	1,140.71
<b>Capital commitments</b>		
-Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for	-	-

Note I :The Company has received show cause notices under the Central Excise laws and Service Tax laws in for the years 2007-08 onwards which in various stages of assessment as at 31 March 2025.The assessments are in progress and the Company has not received the assessment order in respect of the same. In certain cases, the Company has preferred an appeal which has been remanded back to the original authority for reassessment.

**Other Disputes**

The Company is also involved in other lawsuits, claims, investigations and proceedings, which arise in the ordinary course of business, however, there are no such matters pending that the company expects to be material in relation to its business.

**43. Auditors' remuneration excluding tax (included in Legal and Professional Charges)**

Particulars	As at 31 March 2025	As at 31 March 2024
As auditor		
- for Statutory audit	12.50	12.50
- for Taxation matters	2.00	2.00
- for Limited Review	0.40	0.48
- for Internal Financial Controls & Reporting	1.50	1.50
In other capacity		
Other services (certification fees)	2.85	3.02
Reimbursement of expenses		-
	<b>19.25</b>	<b>19.50</b>

**44. Disclosure with respect to Micro, Small and Medium Enterprises**

The Company has certain dues to Micro and small enterprises registered (suppliers) under Micro, Small, and medium Enterprises Development Act, 2006(MSMED Act). The disclosure pursuant to the said MSMED Act, to the extent the information is available with company are as below

( in Lakhs)

a) Principla amounts due to suppliers remaining unpaid as at the year end	461.66
b) Interest due to the supplier as at the year and	0

**45. Confirmations**

Balances of Trade Receivables, Trade Payables, Loans and Advances, Receivables and Payables are subject to confirmation / reconciliation, if any

**46. Earnings per share**

Basic EPS amounts are calculated by dividing the income for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year. The Company has no potentially dilutive instruments.

**(i) Reconciliation of earnings used in calculating earnings per share:**

Particulars	As at 31 March 2025	As at 31 March 2024
From continuing operations:		
Total Profit / (Loss) for the period attributable to Equity shareholders	720.21	780.66
<b>Net profit/(loss) for basic and diluted earnings</b>	<b>720.21</b>	<b>780.66</b>

**(ii) Reconciliation of basic and diluted shares used in computing earnings per share**

Particulars	As at 31 March 2025	As at 31 March 2024
Number of equity shares at the beginning of the year (in Lakhs)	158.04	156.90
Add: Weighted average number of equity shares issued during the year	0.48	0.47
Number of weighted average equity shares considered for calculation of basic and diluted earnings per share ( in lakhs)	<b>158.53</b>	<b>157.37</b>

**(iii) Earnings per share:**

Particulars	As at 31 March 2025	As at 31 March 2024
Basic EPS	4.54	4.96
Dilute EPS	4.54	4.96

\*The Company has no potential dilutive instruments



#### 47. Unclaimed Dividends on Equity Shares

Particulars	As at 31 March 2025	As at 31 March 2024
2016 - 2017		2.41
2017 - 2018	2.48	2.57
2018 - 2019	2.60	2.68
2020 - 2021	1.66	1.66
2021 - 2022	1.40	1.40
2022 - 2023	1.22	1.27
2023 - 2024	1.43	
	<b>10.79</b>	<b>12.00</b>

#### 48. Expenditure on corporate social responsibility activities

As per Section 135 of the Companies Act, 2013, a company meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities.

Particulars	As at 31 March 2025	As at 31 March 2024
(a) Amount required to be spent by the Company during the year	19.00	20.35
(b) Amount spent during the year	19.00	20.50

#### 49. Leases

##### (a) Company as a lessee

Effective April 1, 2019, the Company adopted Ind-AS 116, on all lease contracts, except for the leases with a term of twelve month or less (short term leases) and low value leases, existing on April 1, 2019 using the modified retrospective method with Right-of-use assets recognised at an amount equal to the lease liabilities in the balance sheet. The Right-of-use assets as on March 31, 2024 and March 31, 2025 have been presented as part of Property, plant and equipment. For these short term leases, the Company recognises the lease payments as an operating expense on a straight line basis over the period of lease.

##### Changes in Lease Liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Opening Balance as on 1 April 2024	265.14	207.99
On account of adoption of Ind AS 116		
Additions	66.55	109.96
Finance Cost	21.09	19.92
Payment of Lease Liabilities	-160.06	(72.75)
Closing Balance	192.72	265.14
Current Lease Liabilities	63.75	127.72
Non-current Lease Liabilities	128.97	137.42

#### 50. Leases (continued)

##### Contractual Maturities of Lease Liability

Particulars	As at 31 March 2025	As at 31 March 2024
Less than one year	63.75	129.38
1 to 5 years	78.87	85.66
above 5 years	50.10	50.11

##### (b) Company as a lessor

The company's leasing arrangements as a lessor are in nature of operating leases. These are cancelable operating leases and these lease agreements are normally renewed on expiry. The aggregate lease rental payable are charged as rent under note





## 51. Export Benefit Incentives

Export benefit Incentives includes Duty Drawback ('DBK'), Focus Marketing incentive scheme(FMS), Focus product scheme (FPS), Market Linked Product Scheme (MLPS), Incremental Exports incentive scheme, Merchandise Export India Scheme, Service tax rebate scheme (STR) and Remission of Duties or Taxes on Export Products Scheme .The Company has accounted an amount of Rs. 236.62 lakhs (31 March 2024 : Rs. 279.49 lakhs ) under "other operating revenue", being the net amount of credit under various export incentive schemes as announced under Foreign trade Policy. The same will be either be sold or utilized for off-setting customs duty on future imports. The accumulated amount outstanding on this account as on 31 March 2025 is Rs. 231.31 lakhs (31 March 2024 is Rs. 248.75 lakhs) and the same is reflected under Export Incentives Receivable.

## 52. Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses and for which discrete financial information is available. The operating segments' operating results are reviewed by the Chief Operating Decision Maker (Board of Directors) to make decisions about resources to be allocated to the segments and assess their performance. The Company's business activities fall within one component namely, "manufacturing and marketing of pharmaceutical formulations and active pharmaceutical ingredients". Accordingly, separate disclosures as per the requirements of Ind AS 108, Operating Segments, are not considering necessary.

## BAL PHARMA LIMITED CIN: L85110KA1987PLC008368

### Notes to the Consalidated financial statements for the year ended 31 Mar 2025

(all amounts in Rs. lakhs unless otherwise stated)

## 53. Income tax

### A. Amounts recognised in statement of profit and loss

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Current income tax:</b>		
Current income tax charge	-	320.23
Excess/Short provision of tax written back	(14.06)	-244.70
Previous Year's Tax Adjustment	-	-
	<b>(14.06)</b>	<b>75.53</b>
<b>Deferred tax:</b>		
Attributable to -		
Origination and reversal of temporary differences	<b>(195.87)</b>	<b>84.63</b>
	<b>(195.87)</b>	<b>84.63</b>
Minimum Alternate Tax credit entitlement		
Excess of tax liability under Minimum Alternate Tax over Normal Provisions as per Income Tax Act, 1961	-	-
	-	-
<b>Income tax (credit) / expense reported in the Statement of profit or loss</b>	<b>(209.92)</b>	<b>160.16</b>

### B. Income tax recognised in other comprehensive income

Particulars	As at 31 March 2025	As at 31 March 2024
Net (gain)/loss on remeasurement of defined benefit liability/ (assets)	-	-
Income tax charged to OCI	-	-


**C. Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:**

Particulars	As at 31 March 2025	As at 31 March 2024
Profit before income tax(Consolidated Profit of Group)	513.74	904.73
Add: Losses of Subsidiaries	(59.49)	(305.85)
	573.23	1,210.58
Domestic tax rate *	27.82%	29.12%
Tax using the Company's domestic tax rate	159.47	352.52
Impact of Non-taxable items due to Ind AS adjustments	8.72	(41.68)
Weighted Deductions and Exemptions	(90.42)	(88.29)
Impact of non-deductible expenses for tax purposes	16.37	54.66
Impact of deductible expenses for tax purposes	(54.26)	(107.03)
Impact of disallowance for non payment and non deduction of TDS	-	23.81
Impact of allowability of certain expenditure on payment basis	16.77	9.90
Impact of Depreciation on Property, Plant and Equipment and others	70.02	119.74
Impact of tax losses on tax expense	(126.67)	-
Excess/Short provision of tax written back	(14.06)	(244.70)
Others	-	(3.40)
Previous Year Tax Adjustment	-	-
Deferred Tax created on tax losses (refer note D below)		
<b>Current tax Expense</b>	<b>(14.06)</b>	<b>75.53</b>
Effective Tax Rate	-2.74%	8.35%

\* Including applicable surcharge rate and cess

**53. Income Tax (continued)**
**D. Deferred Tax**

Deferred tax relates to the following:

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Deferred Tax Liability</b>		
Property, Plant and Equipment	-551.35	-493.47
Borrowings	-15.84	-12.14
<b>Deferred tax Asset</b>		
Allowability of certain expenditure on payment basis	203.01	37.80
Disallownce under sec 40(a)(ia)	-	22.75
Impairment of Investments	-	3.50
Lease Liability and ROU Asset	52.70	-
Provision for Doubtful debts	42.91	46.04
Income Tax Losses	309.56	240.63
Others	-	-
<b>Deferred tax Liability Reflected in Balance Sheet</b>	<b>40.98</b>	<b>(154.89)</b>

**54. Expenditure on Research and Development**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Revenue Expenditure</b>		
Raw material consumed	4.02	3.15
Power and Fuel	66.06	73.80
Water Charges	4.54	3.18
Laboratory and testing	17.56	3.01
Employee benefit expense	191.37	160.91
Others	41.47	59.15
<b>Total Expenditure towards Research and Development</b>	<b>325.03</b>	<b>303.20</b>
<b>Amount Capitalised (refer note 6B)</b>		
Development Expenses	325.03	303.20

**55. Note on Suspended Activities in Unit located at Pune**

"The Management of the Holding Company has decided to suspend the operations of its IV fluids and parenterals manufacturing facility at Pune as this unit has been consistently incurring operational losses due to various reasons such as higher costs of raw materials, escalation in production cost, employee cost, lack of adequate orders and thin margins on products manufactured. The above have led to a situation wherein any further efforts to restore the profitability of the unit will be futile.

This decision was taken as part of the restructuring exercise undertaken by the Group to streamline its operations and to exit from its noncore businesses, so that further deterioration of its noncore business revenues can be plugged. The management is considering both avenues of disinvestment of the Unit or partnering with an outside party, whichever is beneficial."

**56. Value of Imports calculated on CIF basis**

Particulars	As at 31 March 2025	As at 31 March 2024
Raw Materials	5,770.38	6,379.47
Capital goods (Including spares and components)	-	-
	<b>5,770.38</b>	<b>6,379.47</b>

**57. Details of consumption of imported and indigenous raw materials, components and spare parts:**

Particulars	31 March 2025		31 March 2024	
	Value in Rs	% of total consumption	Value in Rs	% of total consumption
<b>Raw Material</b>				
Imported	5,887.53	39.28%	6,926.93	38.15%
Indigenous	9,101.09	60.72%	11,230.74	61.85%
	18,157.67	100.00%	18,157.67	100.00%
<b>Stores and Spares</b>				
Imported	-	-	-	-
Indigenous	-	-	-	-
	18,157.67		18,157.67	

**58. Earnings in Foreign Currency**

Particulars	As at 31 March 2025	As at 31 March 2024
FOB value of Exports	16,517.83	19,496.58
	<b>16,517.83</b>	<b>19,496.58</b>


**59. Expenditure in Foreign Currency**

Particulars	As at 31 March 2025	As at 31 March 2024
Lab Chemical	1.78	7
Traveling expenditure	132.41	100.40
Registration fee	36.43	60.78
Commission on export sales	354.88	235.32
Sales promotion expenses	62.03	69.12
Inspection Charges	9.60	30.79
Packing charges	3.98	4.58
Professional Fee	-	-
software and Maintaince	25.15	21.06
	<b>626.26</b>	<b>529.33</b>

**60. Related Party Transactions**

<b>A Enterprise owned by the Managing Director of the company</b>	Desa Marketing International
<b>B Enterprise over which the Managing Director of the Company exercises joint control with other relatives</b>	Siroya Construction Siroya Wellness
<b>C Enterprise over which the Managing Director of the Company exercises control</b>	Siroya Properties & Holdings Siroya Developers
<b>D Significant Interest Entities</b>	Micro Labs Limited
<b>E Key management personnel</b>	Shailesh D Siroya - Managing Director Himesh Virupakshaya -Whole time director C D Kotian - Whole time director Bharath Bhushan DV - CFO Abdul Basith -CS & compliance officer

**(ii) Particulars of Related Party Transactions**

Particulars	Category	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Revenue from Operations</b>			
- Micro Labs Limited	D	328.90	425.70
		<b>328.90</b>	<b>425.70</b>
<b>Commission on sales</b>			
- Desa Marketing International	A	76.28	99.13
- Shailesh Siroya	E	51.35	-
		<b>127.63</b>	<b>99.13</b>
<b>Sales promotion expenses</b>			
- Siroya & Company	E	-	-
		-	-
<b>Rental Expenses</b>			
- Shailesh D Siroya	E	15.00	12.00
		<b>15.00</b>	<b>12.00</b>


**(ii) Particulars of Related Party Transactions (continued)**

Particulars	Category	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Key Managerial Personnel Compensation</b>			
- Shailesh D Siroya	E	183.33	135.70
- Himesh Virupakshaya	E	37.13	37.13
- Bharath Bhushan DV	E	33.71	26.03
- Chittanand Damodar Kotian	E	14.81	19.37
- Abdul Basith	E	7.63	5.40
		<b>276.61</b>	<b>223.63</b>
<b>Expenses incurred on behalf of</b>			
- Siroya Properties & Holdings Private Limited	C	-	0.06
		<b>-</b>	<b>0.06</b>
<b>Loan received from Director (Net)</b>			
- Shailesh D Siroya	E	-	-
		<b>-</b>	<b>-</b>

**(iii) Amount outstanding as at the balance sheet date**

Particulars	Category	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Capital advances</b>			
- Siroya Properties & Holdings Private Limited	C	74.51	84.50
		<b>74.51</b>	<b>84.50</b>
<b>Trade Receivables</b>			
- Micro Labs Limited	D	215.58	117.67
		<b>215.58</b>	<b>117.67</b>
<b>Advances recoverable in Cash or Kind</b>			
- Siroya Wellness	B	0.98	0.98
- Siroya Properties & Holdings Private Limited	C	-	-
		<b>0.98</b>	<b>0.98</b>
<b>Other current assets</b>			
- Siroya Constructions		1.44	-
- Siroya Properties & Holdings Private Limited	C	-	-
		<b>-</b>	<b>-</b>
<b>Loans/advances to employees</b>			
- Himesh Virupakshaya	E	0.25	0.27
		<b>0.25</b>	<b>0.27</b>
<b>Trade Payables</b>			
- Desa Marketing International	A	53.94	132.46
- Siroya Constructions	B	1.84	2.35
- Siroya Sunshine	E	-	0.13
- Shailesh Siroya	E	-	-
		<b>55.78</b>	<b>134.94</b>
<b>Payable towards Capital Goods</b>			
- Siroya Constructions	B	-	0.93
		<b>-</b>	<b>0.93</b>

**(iii) Amount outstanding as at the balance sheet date (continued)**

Particulars	Category	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Other financial liabilities - Rental Deposits</b>			
		-	-
<b>Other Current Liabilities</b>			
Shailesh D Siroya	E	67.10	31.46
HimeshVirupakshaya	E	-	-
		<b>67.10</b>	<b>31.46</b>

\* Managerial remuneration does not include provision for gratuity and leave encashment, which is determined for the Company as a whole

**61. Employee benefits****(a) Defined Contribution Plans**

Employees receive benefits from a provident fund and employee state insurance funds. The employer and employees each make periodic contributions to the plan as per local regulations. The following table discloses the employers contribution to the funds:

Particulars	As at 31 March 2025	As at 31 March 2024
Provident Fund Contribution	208.06	213.30
Contribution to Employee State Insurance	15.42	22.87
Labour Welfare Fund	0.29	0.33

**(b) Defined Benefit Plans and other Long term plans**

In accordance with applicable Indian laws, the Company provides for gratuity, a defined benefit retirement plan (Gratuity Plan). The Gratuity Plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on the respective employee's last drawn salary and the number of years of employment with the Company.

Actuarial Valuation for compensated absences is done as at the year end and the provision is made as per Company policy with corresponding (gain)/charge to the statement of profit and loss and it covers all regular employees. Obligation in respect of earned leave policy are actuarially determined as at the year end using the 'Projected Unit Credit' method.

The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for gratuity benefit and leave encashment

Particulars	Gratuity		Leave Encashment	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
<b>Changes in present value of defined benefit obligations during the year</b>				
Present Value of Defined Benefits at the beginning of the year	488.52	465.34	114.96	104.99
Service cost	63.69	71.70	21.31	19.12
Past Service Cost	-	-	-	-
Interest on defined benefit obligation	33.93	32.91	-	-
Benefits settled (33.93)	(42.18)	(10.79)	(9.16)	-
Actuarial (gain) / loss	3.46	(39.27)	-	-
	<b>555.68</b>	<b>488.51</b>	<b>125.48</b>	<b>114.95</b>


**(b) Defined Benefit Plans and other Long term plans (continued)**

Particulars	Gratuity		Leave Encashment	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
<b>Reconciliation of present value of the obligation and the fair value of the plan assets:</b>				
Present Value of Defined Benefits at the end of the year	555.68	488.51	125.49	114.96
Fair value of plan assets at the end of the year	-	-	-	-
	<b>555.68</b>	<b>488.51</b>	<b>125.49</b>	<b>114.96</b>
Net Liability - Current (Refer Note No.30)	82.47	62.34	34.23	32.54
Net Liability - Non Current (Refer Note No.25)	473.21	426.18	91.25	82.42
<b>Expenses recognised in Statement of Profit or Loss during the year</b>				
Current Service cost	63.69	71.70	21.31	19.12
Past Service Cost	-	-	-	-
Interest cost on defined benefit (net)	33.93	32.91	-	-
Expected return on plan assets	-	-	-	-
Others	-	-	-	-
	<b>97.63</b>	<b>104.61</b>	<b>21.31</b>	<b>19.12</b>
<b>Actuarial (gain) / loss</b>				
Remeasurements - Due to Demographic Assumptions	-	-	-	-
Remeasurements - Due to Financial Assumptions	16.56	7.10	-	-
Remeasurements - Due to Experience Adjustments	(13.10)	(46.24)	-	-
(Return) on Plan Assets (Excluding Interest Income)	-	-	-	-
(Return) on Reimbursement Rights	-	-	-	-
Changes in Asset Ceiling / Onerous Liability	-	-	-	-
	<b>3.46</b>	<b>(39.14)</b>	<b>-</b>	<b>-</b>
<b>Maturity Profile of Defined Benefit Plan</b>				
Within the next 12 months	82.03	62.33	20.42	19.94
Between 2 and 5 years	162.42	143.26	35.72	33.02
Between 6 and 9 years	142.79	115.83	28.05	25.92
For 10 years and above	168.44	167.10	41.29	37.60
<b>Sensitivity Analysis for significant assumptions</b>				
Salary Escalation - Up by 1%	9.56%	9.49%	8.55%	8.24%
Salary Escalation - Down by 1%	-8.25%	-8.23%	-7.30%	-7.06%
Attrition Rates - Up by 1%	-0.51%	-0.47%	0.08%	0.19%
Attrition Rates - Down by 1%	0.53%	0.49%	-0.09%	-0.22%
Discount Rates - Up by 1%	-8.49%	-8.44%	-7.69%	-7.44%
Discount Rates - Down by 1%	9.97%	9.90%	9.14%	8.80%
<b>Assumptions</b>				
Discount rate	6.97%	7.30%	6.97%	7.21%
Estimated rate of return on plan assets	0.00%	0.00%	0.00%	0.00%
Salary increase	6.33%	6.33%	6.33%	6.33%
Attrition Rate	12.27%	10.61%	12.27%	12.27%
Retirement age	58 years	58 years	58 years	58 years





## 62. Financial Instruments - Fair Value Disclosure

The carrying value and fair value of financial instruments by categories for year ended 31 March, 2025

Particulars	Note No	Carrying value	Amortized Cost	Fair Value
<b>Financial Asset at Amortised Cost (Current and Non-Current)</b>				
Investments	7&13	246.80	246.80	-
Loans	8 & 15	113.28	113.28	-
Trade receivable	14	9,244.35	9,244.35	-
Cash and cash equivalents	16	175.16	175.16	-
Other bank balances	17	629.89	629.89	-
Other financial assets	9 & 18	840.77	840.77	-
<b>Total Financial Assets</b>		<b>11,250.25</b>	<b>11,250.25</b>	<b>-</b>
<b>Financial Liabilities at Amortised Cost (Current and Non-Current)</b>				
Borrowings (including current maturities)	23 & 27	15,038.02	15,038.02	-
Trade payables	28	8,168.58	8,168.58	-
Other financial liabilities	24 & 29	1,248.16	1,248.16	-
<b>Total Financial Liabilities</b>		<b>24,454.75</b>	<b>24,454.76</b>	<b>-</b>
		<b>(13,204.51)</b>	<b>(13,204.50)</b>	<b>-</b>

The carrying value and fair value of financial instruments by categories for year ended 31 March, 2024

Particulars	Note No	Carrying value	Amortized Cost	Fair Value
<b>Financial Asset at Amortised Cost (Current and Non-Current)</b>				
Investments	7&13	675.67	675.67	-
Loans	8 & 15	148.45	148.45	-
Trade receivable	14	9,962.18	9,962.18	-
Cash and cash equivalents	16	419.57	419.57	-
Other bank balances	17	909.65	909.65	-
Other financial assets	9 & 18	367.76	367.76	-
<b>Total Financial Assets</b>		<b>12,483.28</b>	<b>12,483.28</b>	<b>-</b>
<b>Financial Liabilities at Amortised Cost (Current and Non-Current)</b>				
Borrowings (including current maturities)	23 & 27	13,959.89	13,959.89	-
Trade payables	28	7,746.43	7,746.43	-
Other financial liabilities	24 & 29	1,118.93	1,118.93	-
<b>Total Financial Liabilities</b>		<b>22,825.25</b>	<b>22,825.25</b>	<b>-</b>
		<b>(10,341.97)</b>	<b>(10,341.97)</b>	<b>-</b>

## 63. Financial Instruments - Financial risk management

The Company has exposure to following risks arising from financial instruments-

- Market Risk
- Credit Risk
- Liquidity Risk

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced



by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company's audit committee oversees how management monitors compliance with the Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relations to the risks faced by the Company.

## A Market Risk

### 1) Currency Risk

The Company operates internationally and a major portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk to the extent that there is mismatch between the currencies in which its sales and services and purchases from overseas suppliers in various foreign currencies. However as the Company exports as well as imports goods and services, the Company has a natural hedging due to its operations. Market Risk is the risk that changes in market prices such as foreign exchange rates will effect company's income or value of its holding financial assets/ instruments. The exchange rate between the Rupee and foreign currencies has changed substantially in recent years and may fluctuate substantially in the future. Consequently, the results of the Company's operations are adversely affected as the Rupee appreciates/ depreciates against US dollar (USD), Euro (EUR), Dharams (AED) and Others.

#### (a) Foreign Exchange Exposures outstanding at the year end

Nature Of Instrument	As at 31 March 2025	As at 31 March 2024
Unhedged Foreign Exchange Exposures		
Trade Receivables	4,845.62	5,453.27
Cash and Cash Equivalents	-	-
	4,845.62	5,453.27
Trade Payables	(1,909.15)	(1,372.68)
Current Borrowings	(71.89)	(65.00)
Others	-	-
	(1,981.04)	(1,437.68)
	<b>2,864.58</b>	<b>4,015.59</b>

#### (b) Foreign Currency Risk from Financial Instrument as at 31 March 2025

Nature Of Instrument	USD	EUR	AED	Others	Total
Trade Receivables	4,366.19	342.06	137.37		4,845.62
Cash and Cash Equivalents					-
Trade Payables	(1,906.64)	(2.52)			(1,909.15)
Current Borrowings	(71.89)				(71.89)
Others					-
<b>Net Assets/(Liabilities)</b>	<b>2,387.67</b>	<b>339.54</b>	<b>137.37</b>	<b>-</b>	<b>2,864.58</b>

#### (b) Foreign Currency Risk from Financial Instrument as at 31 March 2024

Nature Of Instrument	USD	EUR	AED	Others	Total
Trade Receivables	4,564.85	775.44	112.99		5,453.27
Cash and Cash Equivalents					-
Trade Payables	(1,372.16)	(0.52)			(1,372.68)
Current Borrowings	(65.00)				(65.00)
Others					-
<b>Net Assets/(Liabilities)</b>	<b>3,127.69</b>	<b>774.92</b>	<b>112.99</b>	<b>-</b>	<b>4,015.59</b>

**(c) Sensitivity Analysis**

A reasonably possible change in foreign exchange rates by 5% would have increased/ (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables in particular interest rates remain constant

Particulars	USD	EURO	AED
<b>Impact on Statement of Profit and Loss</b>			
Increase by 5%			
As at 31 March 2025	119.38	16.98	6.87
As at 31 March 2024	156.38	38.75	5.65
Decrease by 5%			
As at 31 March 2025	(119.38)	(16.98)	(6.87)
As at 31 March 2024	(156.38)	(38.75)	(5.65)
<b>Impact on Equity (Net of Tax)</b>			
Increase by 5%			
As at 31 March 2025	88.34	12.56	5.08
As at 31 March 2024	115.72	28.67	4.18
Decrease by 5%			
As at 31 March 2025	(88.34)	(12.56)	(5.08)
As at 31 March 2024	(115.72)	(28.67)	(4.18)

**2) Interest rate Risk**

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates, in cases where the borrowings are measured at fair value through profit or loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

**a) Exposure to Interest Rate Risk**

The interest rate profile of the Company's interest-bearing financial instruments as reported :

Nature Of Instrument	As at 31 March 2025	As at 31 March 2024
<b>Fixed Rate Instruments</b>		
Financial Assets	1,136.69	1,018.20
- Fixed Deposits	1,136.69	1,018.20
- Loans	-	-
Financial Liabilities	(15,232.00)	(14,153.87)
- Received from Customers	(193.98)	(193.98)
- Other Borrowings	(15,038.02)	(13,959.89)
<b>Variable Rate Instruments</b>		
Financial Assets	-	-
Financial Liabilities	-	-
	<b>(14,095.30)</b>	<b>(13,135.67)</b>

**(b) Fair value sensitivity analysis for fixed-rate instruments**

The Company's fixed rate instruments are carried at amortised cost. They are therefore not subject to interest rate risk as defined as per IndAS 107, since neither the carrying amount nor future cash flows will fluctuate because of change in market interest rates.

**(c) Cash flow sensitivity analysis for variable-rate instruments**

A reasonable possible change of 2% (200 basis points) in interest rates at the reporting date would have increased/ (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

**(c) Cash flow sensitivity analysis for variable-rate instruments (continued)**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Impact on Statement of Profit and Loss</b>		
Loan and Borrowing		
Increase by 2%	-	-
Decrease by 2%	-	-
<b>Impact on Equity (Net of Tax)</b>		
Loan and Borrowing		
Increase by 2%	-	-
Decrease by 2%	-	-

**B Liquidity Risk**

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

**Maturities of financial liabilities:**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Carrying Amount	Contractual cash Flows			Total
		< 12 Months	1 to 5 years	> 5 years	
<b>31 March, 2025</b>					
Borrowings (Incl Current Maturities)*	4,307.02	1,166.99	3,140.03	-	4,307.02
Trade and other payables	8,168.58	7,398.02	770.56	-	8,168.58
Short Term Borrowings	10,154.16	10,154.16	-	-	10,154.16
Other Financial Liabilities	1,248.16	1,099.28	148.88	-	1,248.16
<b>31 March, 2024</b>					
Borrowings (Incl Current Maturities)*	4,383.76	749.00	3,634.76	-	4,383.76
Trade and other payables	7,746.43	7,746.43	-	-	7,746.43
Short Term Borrowings	8,999.28	8,999.28	-	-	8,999.28
Other Financial Liabilities	1,248.16	970.05	148.88	-	1,118.93

\*indicates actual outflow

**C Credit Risk**

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. The Company's exposure to credit risk is limited to the carrying amount of financial assets recognised at the date of the balance sheet, as summarised in the table below. The Company periodically assesses the financial reliability of the counter party taking into account the financial condition, current economic trends, analysis of historical bad debts and ageing of accounts receivable. Individual customer limits are set accordingly.

Particulars	As at 31 March 2025	As at 31 March 2024
Cash and Cash Equivalents	175.16	419.57
Other Bank Balances	629.89	909.65
Trade Receivables	9,244.35	9,962.18
Short Term Financial Assets	241.01	238.01
Long Term Financial Assets	713.04	278.20
	<b>11,003.45</b>	<b>11,807.61</b>

**C Credit Risk (continued)**

Credit risk on cash and cash equivalents is limited as they are generally invested in deposits with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies. Advances to Related Parties are for business purposes and the Group assesses the credit risk on these advances on a regular basis and does not foresee any event of default.

Trade receivables are typically unsecured and are derived from revenue earned from customers. Credit risk has always been managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of IndAS 109, the Company uses expected credit loss model to assess the impairment loss or gain.

The Company is exposed to credit risk in the event of non-payment by customers. Credit risk concentration with respect to trade receivables is mitigated by the Company's large customer base. Adequate expected credit losses are recognized as per the assessments and as such has provided for a expected credit loss of Rs. 165.50 lakhs. (31 March 2023: 146.20 lakhs)

**Reconciliation of Loss Allowance**

Particulars	As at 31 March 2025	As at 31 March 2024
Loss allowance in the beginning of the year	165.49	146.20
Add: Changes in allowance	(11.28)	19.29
<b>Loss allowance at the end of the year</b>	<b>154.22</b>	<b>165.49</b>

**64. Capital Management**

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions, annual operating plans and long term and other strategic investment plans. In order to maintain or adjust its capital structure, the Company may adjust the amount of dividends paid, return the capital to shareholders, issue new shares or adjust its short term borrowings. The current capital structure of the Company is equity based backed with borrowings.

Particulars	As at 31 March 2025	As at 31 March 2024
Long Term Borrowings (incl Current Maturities)*	4,307.02	4,383.76
Short Term Borrowings	10,154.16	8,999.28
<b>Total Borrowings (A)</b>	<b>14,461.18</b>	<b>13,383.04</b>
As a percentage of total equity	65.14%	65.03%
<b>Total equity (B)</b>	<b>7,740.44</b>	<b>7,197.16</b>
As a percentage of total equity	34.86%	34.97%
<b>Total Capital (A+B)</b>	<b>22,201.61</b>	<b>20,580.20</b>

\* Taken Borrowings at amortised cost

**65. Recoverability from Subsidiary Companies**

The Company has a outstanding recoverability of Rs.953.00 lakhs and Rs.157.13 lakhs from its subsidiaries Lifezen Healthcare Private Limited and Balance Clinic LLP respectively. The said subsidiaries have incurred losses and have a negative net worth. However the management is confident that with infusion of additional funds, introduction of new brands and renewed marketing, the companies can be revived and the amounts recovered.

**66. Business Combination**

Merger of erstwhile Golden Drugs Private Limited with the company

"The Board of Directors of the company in its meeting held on March 9th, 2022, had approved the scheme of merger and arrangement (the scheme), amongst the company and its Subsidiary, Golden Drugs Private Limited (GDPL), in terms of Section 230-232 and other applicable provisions of companies act, 2013. Upon the scheme coming into effect from the appointed date, all equity shares of the transferor company held by the transferee company (directly and/ or through nominees) shall stand cancelled without any further application, act or deed. It is clarified that no new shares shall be issued or payment made in cash or kind whatsoever by the transferee company in lieu of such shares of the transferor company

The aforesaid scheme was sanctioned by Hon'ble National Company Law Tribunal (NCLT) Bengaluru bench vide order no. C.P. (CAA) No. 13/BB/2024

**66. Business Combination (continued)**

dated March 26, 2025. The scheme has become effective April 01, 2023 upon filing of the certified copy of the orders passed by the NCLT with the relevant registrar of companies on April 28, 2025. The Appointed date of the scheme is April 01, 2023."

Accounting Treatment

"The Scheme of merger is accounted in accordance with "Pooling of Interest Method" laid down by Appendix C of Indian Accounting Standard 103 (Ind AS 103): Business combination of entities under common control, notified under the companies act, 2013. Accordingly, on and from the Appointed date and subject to the provisions hereof, all assets, liabilities and reserves of the transferor company are recorded in the books of account of the transferee company at their existing carrying amounts and in same form.

The difference between Investment held by the transferee company and all the assets, liabilities and reserves of the transferor company is recognised as Goodwill.

Comparative accounting period presented in the financial statements of the Transferee company are restated for the accounting impact of merger; as stated above, as if the merger had occurred from the beginning of the comparative period in the Financial Statements."

**Details of Assets, Liabilities and amount of Goodwill recognised as on appointed date is as below:**

Particulars	Amount in Lakhs
Property, Plant and Equipment	1,098.96
Other Intangible Assets	0.30
Deferred Tax Asset	240.63
Other financial assets	11.66
Inventories	4.32
Trade receivable	1,311.59
Loans	0.41
Cash and cash equivalents	2.12
Current tax assets (Net)	11.67
Other current assets	42.30
<b>Total Assets(A)</b>	<b>2,723.95</b>
Provisions	10.72
Trade Payables	214.60
Other financial liabilities	3,406.68
Other current liabilities	7.35
Reserves and Surplus	-1,274.40
<b>Total Liabilities(B)</b>	<b>2,364.96</b>
Net Assets(C=A-B)	359.00
Investment by the Transferee Company(D)	741.69
<b>Goodwill recognised(D-C)</b>	<b>382.69</b>

**67. Financial Ratios Consolidated F.Y.2024-2025**

Particulars	Numerator	Denominator	As at 31 March 2025	As at 31 March 2024
Current ratio	Current Assets	Current Liabilities	1.07	1.15
Debt-equity ratio	Total Debt	Total Equity	1.94	1.94
Debt service coverage ratio	"Earnings for debt service = Net profit after taxes + Non-cash operating expenses + Finance cost"	Debt service = Interest & Lease Payments + Principal Repayments	1.58	1.80
Return on equity (%)	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	9.69%	10.98%
Inventory turnover ratio	Cost of goods sold OR sales	Average Inventory	1.65	2.06
Trade receivables turnover ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	3.16	3.50


**67. Financial Ratios Consolidated F.Y.2024-2025 (continued)**

Particulars	Numerator	Denominator	As at 31 March 2025	As at 31 March 2024
Trade payables turnover ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	2.18	2.32
Net capital turnover ratio	Net sales	Working capital	19.72	10.91
Net profit (%)	Net Profit	Net sales = Total sales - sales return	2.39%	2.19%
Return on capital employed (%)	Earnings before interest and taxes	"Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax"	20.21%	21.42%

Particulars	As at 31 March 2025	As at 31 March 2024
Revenue	30,308.33	33,921.96
Current Assets	23,487.20	23,416.16
Current Liabilities	21,950.03	20,305.72
EBIT (Earnings before Interest and Tax)	2,199.19	2,352.96
Profit After Tax (PAT)	723.67	744.57
EBITDA	3,176.28	3,360.07
COGS	15,789.34	19,175.18
Purchases	17,311.04	18,155.05
Working Capital	1,537.17	3,110.45
Total expenses	30,014.88	33,302.05
Total Borrowings	15,038.02	13,959.89
Total Equity	7,740.44	7,197.16
Average Shareholders' Equity	7,468.80	6,783.68
Average Value of Inventory	9,541.68	9,290.82
Average Accounts Receivable	9,603.26	9,679.88
Average Accounts Payable	7,957.50	7,819.36
Capital Employed	10,880.46	10,986.98

Particulars	As at 31 March 2025 % of Variance	Reason
Current ratio	-7.21%	
Debt-equity ratio	0.16%	
Debt service coverage ratio	-12.06%	
Return on equity (%)	-11.72%	
Inventory turnover ratio	-19.82%	Due to increase in Net working capital for the end of the year .
Trade receivables turnover ratio	-9.94%	
Trade payables turnover ratio	-6.30%	
Net capital turnover ratio	80.79%	
Net profit (%)	8.78%	
Return on capital employed (%)	-5.62%	





## 68. Other Accounting Policies Information

### A) Intangible Asset

#### Recognition and Measurement

The items of intangible assets, with finite life, are measured at cost less accumulated amortisation and impairment losses, if any. Cost of an item of intangible assets comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any cost directly attributable to bringing the asset to its working condition for its intended use.

#### Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure on internally generated goodwill and brands, is recognised in profit or loss when incurred.

#### Research and Development

Expenditure on research activities undertaken with the prospect of gaining new scientific or technical knowledge and understanding are recognised as an expense when incurred. Development activities involve a plan or design for the production of new or substantially improved products and processes. An internally-generated intangible asset arising from development is recognised if following have been demonstrated by the Company.

- development costs can be measured reliably;
- the product or process is technically and commercially feasible
- future economic benefits are probable; and
- the Company intends to and has sufficient resources to complete development and to use or sell the asset.

As such, expenditure on projects which have become unsuccessful are charged off as an expense in the year in which they are abandoned.

Capital expenditure incurred on research and development is capitalized as Property, Plant and Equipment and depreciated in accordance with the depreciation policy of the company.

#### Disposal / Write-off

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

#### Amortisation

Amortisation is calculated to write-off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in the statement of profit and loss. The estimated useful life of intangibles are as follows:

Asset	Management estimate of useful life (years)
Computer software	3
Research and Development	10

The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

### B) Impairment

#### i. Impairment of financial instruments

The Company recognises loss allowances for expected credit losses on:

- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

**B) Impairment (continued)**

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for 180 days or more;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument. 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset is 180 days or more past due.

**A. Measurement of expected credit losses**

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed."

**B. Presentation of allowance for expected credit losses in the balance sheet**

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

**C. Write-off**

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

**B) Impairment (continued)****ii. Impairment of non-financial assets**

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

The Company's corporate assets do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the Statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

In respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

**C) Financial Instruments****i. Recognition and initial measurement**

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

**ii. Classification and subsequent measurement****A. Financial assets**

On initial recognition, a financial asset is classified as measured at

- amortised cost
- Fair value through other comprehensive income (FVOCI) - debt investment;
- Fair value through other comprehensive income (FVOCI) - equity investment; or
- Fair value through profit & loss- (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**C) Financial Instruments (continued)**

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and Interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

**B. Financial assets: Business model assessment**

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

**C. Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest.**

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

**C) Financial Instruments (continued)****D. Financial assets: Subsequent measurement and gains and losses**

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

**D. I Financial assets: Subsequent measurement and gains and losses**

Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

**E. Financial liabilities: Classification, subsequent measurement and gains and losses**

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

**iii Derecognition****A. Financial assets**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

**B. Financial liabilities**

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

**iv Offsetting**

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

**D) Foreign Currency Transactions:****Initial recognition:**

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction."

**Measurement of foreign currency monetary items at the Balance Sheet date:**

Foreign currency monetary items (other than derivative contracts) of the Company and its net investment in non-integral foreign operations outstanding at the Balance Sheet date are restated at the year-end rates."

**Treatment of exchange differences:**

Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company are recognized as income or expense in the Statement of Profit and Loss."

**E) Employee Benefits****a) Short Term Employee Benefits**

Short-term employee benefit obligations are measured on an undiscounted basis and are recorded as expense as the related service is provided. Benefits such as salaries, short term compensated absences etc., and the expected cost of bonus is recognized in the period in which the employee renders the related services. A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for the related service

**b) Post-Employment Benefits**

The Company participates in various employee benefit plans. Pensions and other post-employment benefits are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan, the Company's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks are borne by the employee. The expenditure for defined contribution plans is recognised as an expense during the period when the employee provides service. Under a defined benefit plan, it is the Company's obligation to provide agreed benefits to the employees. The related actuarial and investment risks are borne by the Company. The present value of the defined benefit obligations is calculated by an independent actuary using the projected unit credit method.

**Defined contribution plans**

Employees receive benefits from a provident fund and employee state insurance funds. The employer and employees each make periodic contributions to the plan as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expenses in the Statement of Profit and Loss as they fall due based on the amount of contribution required to be made.

**Defined Benefit plans**

In accordance with the Payment of Gratuity Act, 1972, applicable for Indian companies, the Company provides for a lump sum payment to eligible employees, at retirement or termination of employment based on the last drawn salary and years of employment with the Company. Company's liability towards Gratuity are actuarially determined at each balance sheet date using the projected unit credit method. Actuarial gains and losses are recognized in the Statement of Profit and Loss in the period of occurrence.

**Other Long Term Benefit plan**

Actuarial Valuation for compensated absences is done as at the year end and the provision is made as per Company policy with corresponding (gain)/charge to the statement of profit and loss and it covers all regular employees. Obligation in respect of earned leave policy are actuarially determined as at the year end using the 'Projected Unit Credit' method.

**F) Borrowing Cost**

Borrowing costs consists of interest, ancillary costs and other costs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to interest costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of such assets up to the assets are substantially ready for their intended use or sale.

The loan origination costs directly attributable to the acquisition of borrowings (e.g. loan processing fee, upfront fee) are amortised on the basis of the Effective Interest Rate (EIR) method over the term of the loan.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

**G) Leases**

The company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether

- a. the Contract involves the use of an identified asset
- b. the Company has substantially all of the economic benefits from use of the asset through the period of lease
- c. the Company has the right to direct the use of asset

The Company determines the lease term as the noncancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics



**G) Leases (continued)****Leases as Lessor**

Leases for which the Company is a lessor is classified as a finance or operating lease. When ever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease

**Leases as Lessee**

As at the date of commencement of the lease, the Company recognises a right of use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for the leases with a term of twelve month or less (short term leases) and low value leases. For these short term leases, the Company recognises the lease payments as an operating expense on a straight line basis over the period of lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised. ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease and related prepaid amount plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses

ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the market. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

The Right-of-Use asset has been disclosed within the same line item as that within which the corresponding underlying asset would be presented. Where the Right-of-Use asset meets the definition of Investment Property such items has been presented in Balance sheet as Investment Property. Lease liability have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows"

**H) Earnings per Share**

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

**I) Income Tax****a. Current Tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.



**I) Income Tax (continued)****b. Minimum Alternate Tax ('MAT')**

Minimum Alternate Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss. The credit available under the Income-tax Act, 1961 in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each Balance Sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

**c. Deferred Tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the standalone financial statements and corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities not recognised if the temporary differences arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interest are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

"The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities."

**J) Provisions and Contingencies****a. Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) 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 a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**b. Contingent Liabilities and Contingent Assets**

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is probable. Major contingent liabilities are disclosed in the financial statements unless the possibility of an outflow of economic resources is remote. Contingent assets are not recognized in the standalone financial statements but disclosed, where an inflow of economic benefit is probable.

**K) Cash and cash equivalents**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

**L) Statement of cash flows**

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

**69. Additional Regulatory Information**

- (i) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee),  
as disclosed under Property, Plant and Equipment in the financial statements are held in the name of the Company."
- (ii) There are no proceedings that have been initiated or pending against the Company for holding any any benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and the Rules made thereunder.
- (iii) The Company has not been declared as a wilful defaulter by any bank or financial institution or any other lender
- (iv) The Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.
- (v) The details of charges and satisfaction of charges have been registered with Registrar of Companies within the statutory period
- (vi) Utilisation of Borrowed Funds and Share premium
  - (A) The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
  - (B) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vii) The Company declares that the Relevant Provisions of the FEMA Act, 1999 and Companies Act have been Complied with and are not in violation of the Prevention of Money-Laundering Act, 2002.
- (viii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- (ix) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

As per our report of even date attached

for **S S J N B & CO**  
Chartered Accountants  
Firm's registration number: 0139765

for and on behalf of the board of directors of  
**Bal Pharma Limited**

**Dhanpal I Sakaria**  
Partner  
Membership number: 213666

Place: Bengaluru  
Date: 29th May, 2025

UDIN:25213666BMNZIL9041

**Shailesh Siroya**  
Managing Director  
DIN: 00048109

**V Himesh**  
Whole Time Director  
DIN: 08554422

**Bharath Bhushan D.V**  
Chief Financial Officer

**Abdul Basith**  
Company Secretary

Place: Bengaluru  
Date: 29th May, 2025

## FINANCIAL SUMMARY - LAST 10 YEARS AT A GLANCE

(Rs In Lakhs)

	2024-25	2023-24	2022-23	2021-22	2020-21	2019-20	2018-19	2017-18	2016-17	2015-16
<b>A. Sales and Earnings</b>										
Turnover	30464.57	34189.19	30525.38	28685.57	25200.08	17430.13	22582.53	21152.08	23201.45	20182.4
Profit Before Tax	573.23	1210.58	854.97	1205.59	979.61	-907.62	441.07	845.46	806.97	518.44
Tax	-206.72	183.35	242.33	347.75	69.93	-17.44	-234.95	251.63	310.38	237.83
Profit After Tax	779.95	1027.24	612.63	857.84	909.69	-920.6	676.02	593.83	496.59	280.6
<b>"Retained Earning</b>										
(Non Cumulative)"	779.95	1027.24	612.63	857.23	918.53	-920.6	633.4	564.74	328.51	138.88
<b>B. Assets and Liabilities</b>										
Tangible Fixed Assets (Net)	7094.8	5317.99	5261.99	4491.95	4542.41	4974.44	5126.98	5381.59	5688.79	5525.65
Intangible Assets (Net)	1199.75	1137.83	1045.15	97.86	722.74	639.09	567.1	446.87	466.41	462.29
Investments	462.66	957.55	839.61	839.6	839.6	741.69	744.19	744.19	117.5	117.51
Net Current Assets	5002.62	7198.39	5779.48	5596.06	4632.7	3251.92	4431.67	4814.67	2747.67	1382.67
Share Capital	1592.09	1580.44	1568.99	1482.24	1482.24	1417.24	1417.24	1417.24	1417.24	1287.24
Reserves	8290.37	8977.73	8034.35	7249.82	6449.52	5177.24	6268.7	5806.16	6127.47	5078.29
<b>C. Ratios</b>										
Earning Per share	4.89	6.72	3.9	5.79	6.41	-6.28	4.77	4.19	3.51	2.18
Dividend Per Equity Shares (%)	12	12	10	10	10	-	10	10	10	10
Book Value Per Equity	62.5	67	61	59	54	47	54	51	47.75	44.05



## Our Mission

A full fledged  
global player  
catering to the  
needs of medical  
fraternity and  
pharmaceutical  
industry



### UNIT - 1 BANGALORE

- ♦ Plant commissioned in the year 1992
- ♦ WHO - GMP certified & ISO 9001:2000 approved
- ♦ Manufacture of finished dosage forms



### UNIT - 2 BANGALORE

- ♦ Plant commissioned in the year 1996
- ♦ Multi purpose API facility approved as per WHO-GMP guidelines
- ♦ Manufacture R&D lab approved Department of Science & Technology



### UNIT - 4 RUDRAPUR

- ♦ State of the art plant designed for regulated markets in excise free zone
- ♦ API manufacturing facility for Tablets, Capsules and Ointments



### UNIT - 5 SANGLI

- ♦ Multi Purpose API manufacturing facility approved as per WHO-GMP guidelines
- ♦ Specializes in manufacture of Intermediates, which supplements Unit 2 production requirements



### UNIT - 6 UDAIPUR

- ♦ Formerly Golden Drugs Private Ltd, a wholly owned subsidiary of Bal Pharma Ltd
- ♦ WHO-GMP certified API manufacturing facility expected to commence production shortly



**BAL PHARMA LIMITED**

CIN# L85110KA1987PLC008368

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**BAL PHARMA LIMITED**