

**Date: 20 June 2025**

The General Manager Department of Corporate Services <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalai Street, Fort Mumbai-400 001	The Manager Listing Department <b>National Stock Exchanges of India Limited</b> "Exchange Plaza", 5th Floor, Plot No.C/1, G Block Bandra-Kurla Complex Bandra (East), Mumbai 400051.
<b>Scrip Code : 543306</b>	<b>Scrip Code : DODLA</b>

Dear Sir/Madam,

**Subject: 30<sup>th</sup> Annual General Meeting Notice and Annual Report 2024-25**

The 30<sup>th</sup> Annual General Meeting of the Company will be held on Monday, 14 July 2025 at 11:00 A.M (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we are submitting herewith the Annual Report 2024-25 containing the Notice convening the 30<sup>th</sup> AGM for the financial year 2024-25 which is being sent through electronic mode to the Members, who have registered their e-mail addresses with the Company/Depositories/ Company's Registrar and Share Transfer Agent of the Company (Kfin Technologies Limited).

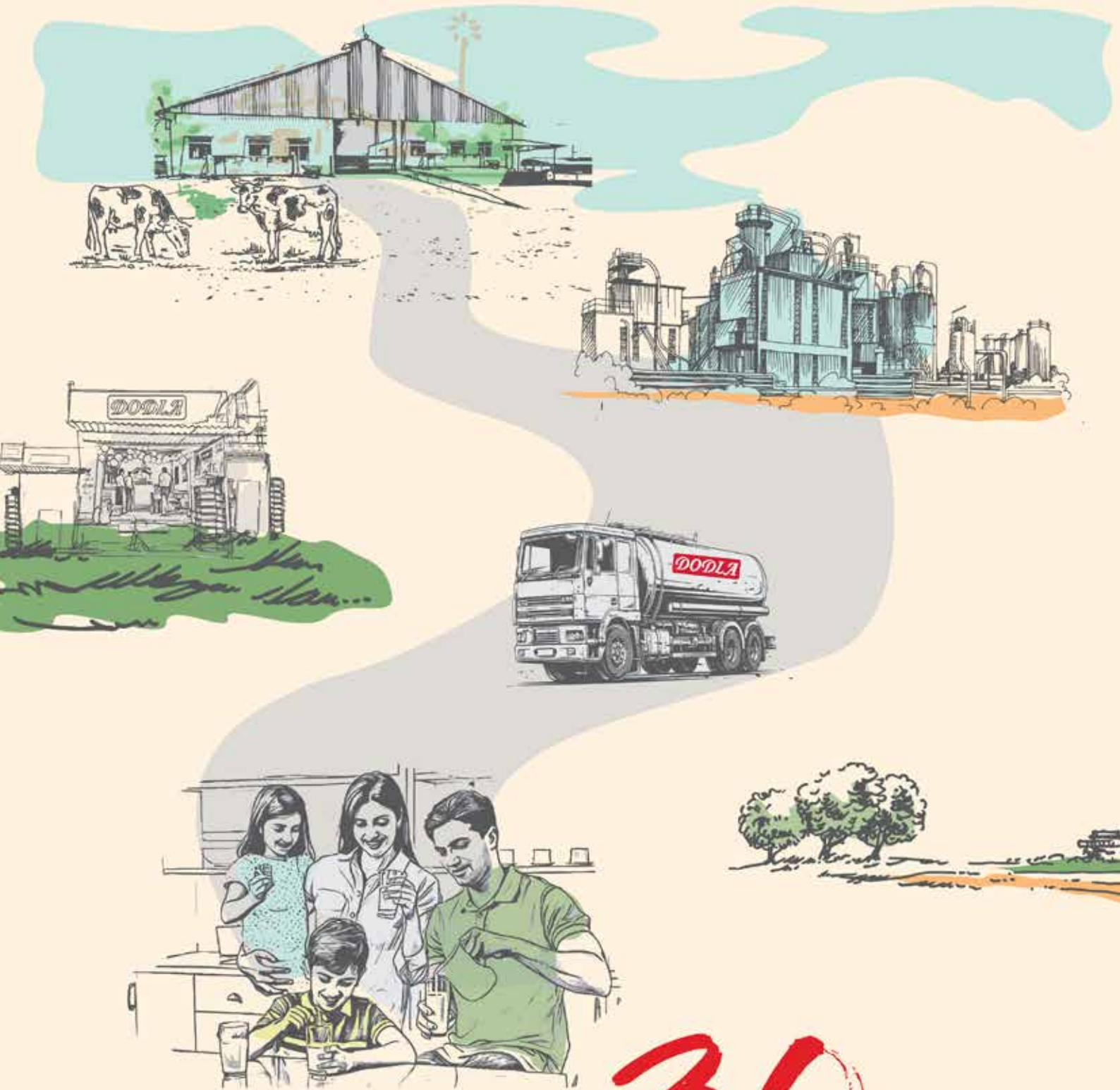
The Annual Report 2024-25 containing the Notice is also uploaded on the Company's website: <https://dodladairy.com/investor-corner/annual-reports/> .

This is for your information and records.

Thanking You,  
Yours Faithfully,  
**For Dodla Dairy Limited**

**Surya Prakash M**  
Company Secretary & Compliance Officer

Encl.: As above



**30** Years  
of Quality and Growth  
from Farm to Families

# Across The Pages

## 01-64

Theme Introduction	02
About Us	04
Transformation	06
Message from the Chairman	08
Message from the MD	12
Message from the CEO	14
Journey	18
Product Portfolio	20

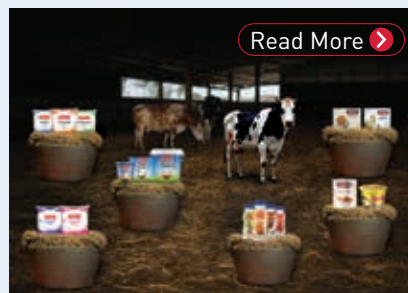
Operating Context	24
Strategies	26
Stakeholder Engagement and Materiality Assessment	28
Value Creation	32
Financial Capital	34
Manufactured Capital	36
Intellectual Capital	40

Natural Capital	44
Human Capital	48
Social & Relationship Capital	54
Governance	60
Awards	64

## Company Overview



Message from the Chairman



Product Portfolio



Human Capital

## Statutory Reports 65-181

Corporate Information	65
Notice	67
Board's Report	84
Management Discussion and Analysis	114
Business Responsibility and Sustainability Report	124
Report on Corporate Governance	158

## Financial Statements

## 182-307

Standalone	182
Consolidated	245



For more investor-related information, please visit  
<https://dodladairy.com/investor-corner/>



## Frameworks

We have followed the principles of Integrated Reporting set by the International Integrated Reporting Council (IIRC), which aims to address the needs of our Company's various stakeholders. Our Company complies with the NSE and BSE listing requirements and the SEBI guidelines. The statutory reports, including the Directors' Report, Management Discussion and Analysis (MD&A), the Corporate Governance Report and the Business Responsibility and Sustainability Report, are in line with the Companies Act, 2013, Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. We have also followed the prescribed Secretarial Standards and Indian Accounting Standards (Ind-AS), as notified under the Companies (Indian Accounting Standards) Rules, 2015.

## Management Assurance

Our senior management, under the supervision of the Board of Directors, has reviewed the contents of this report. Our Board Members have provided the necessary governance oversight.

## Scope and Boundary

This report covers the period from 1 April 2024 to 31 March 2025, encompassing both financial and non-financial parameters across all operational segments. It includes consolidated data, unless specified otherwise. This applies to the Non-Statutory Section, Management Discussion and Analysis, Business Responsibility and Sustainability Report, and Consolidated Financial Statements.

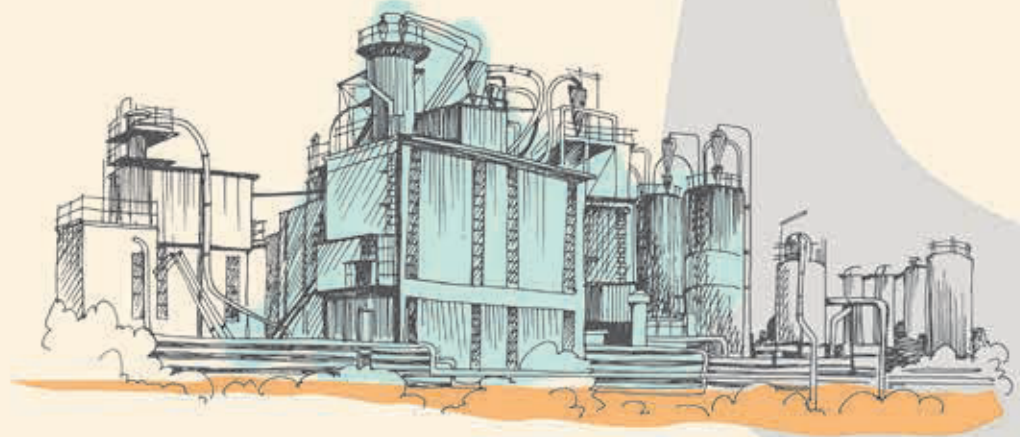
## Reporting Approach

The Integrated Annual Report for 2024-25 by Dodla Dairy Limited (referred to as 'DDL', 'Dodla', 'Our Company' or 'We') presents a comprehensive and transparent account of our performance. With a focus on generating long-term value for all stakeholders, the Report aligns with the Securities and Exchange Board of India's (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act 2013, the Value Reporting Foundation's Integrated Reporting Framework, and other globally recognised standards.

### Disclaimer

This document contains statements about expected future events and financials of Dodla Dairy Limited ('The Company'), which are 'forward-looking'. By their nature, 'forward-looking statements' require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other 'forward-looking statements' may not prove to be accurate. Readers are cautioned not to place undue reliance on 'forward-looking statements' as several factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.





# 30 Years

## of Quality and Growth

## from Farm to Families

Thirty years ago, we set out with a simple idea—to bring the richness of dairy from our farms to your doorstep. What started in a single town in Andhra Pradesh has grown into a trusted name across India and East Africa, without ever losing sight of the values we began with: honesty, quality, and care.

We did not just expand; we grew with intent. Our direct sourcing model empowered farmers. Our facilities kept pace with changing times. Our products evolved to meet shifting tastes, from pure milk to probiotic-rich curds and protein-packed value-added offerings. But through it all, our promise stayed the same—to deliver dairy that nourishes both body and bond.

Marking 30 years is not just a milestone—it is a moment to reflect, recommit, and reimagine. Because to us, quality is not a standard—it is a way of life. And growth is not just scale—it is shared success. That is the journey we are proud to walk—from our farmhands to your family table, day after day, year after year.



# Delivering Freshness and Quality for Three Decades

Dodla Dairy, headquartered in Hyderabad, South India, stands as an integrated dairy company, recognised for offering a diverse range of fresh and innovative dairy products. Our operations cover the entire dairy value chain, from procurement and processing to distribution, ensuring consumers receive high-quality milk and value-added dairy products (VAPs).

16

Advanced Processing Plants



24+ LLPD

Combined Installed Capacity



Our state-of-the-art infrastructure includes strategically located milk collection centres, modern storage facilities, advanced processing machinery, and an efficient distribution network. This enables us to serve markets across India, Uganda, and Kenya.

60+

Sales Offices



190

Chilling Centres



7,800+

Village-level Collection Centres in India



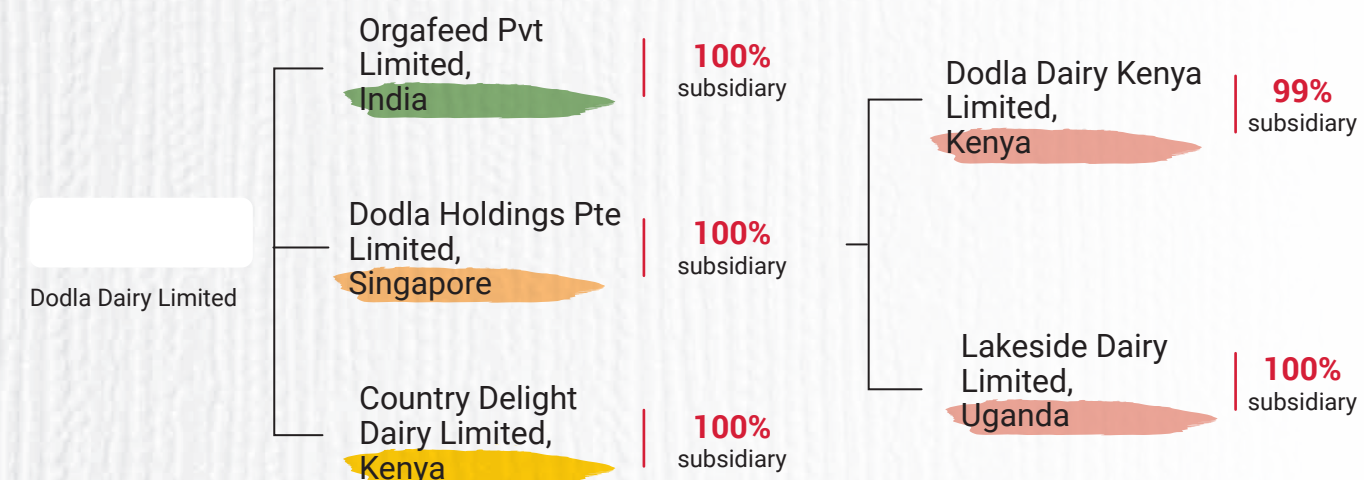
Our operations centre around a farmer-focussed model, prioritising direct engagement, fair pricing, and continuous support to dairy farmers. By building transparent and sustainable relationships, we ensure a high-quality and reliable milk supply. This successful model has been effectively extended to East Africa, strengthening local dairy ecosystems and communities.

Our wholly owned subsidiary, Orgafeed Private Limited, further enhances our integrated model, by producing high-quality cattle feed, seed crushing, and trading in agricultural commodities like groundnuts, sesame and cotton. Orgafeed directly supports our farmers by reducing input costs, reinforcing our sustainable supply chain.

Driven by quality, guided by innovation and rooted in trust, we continue to nourish communities, strengthen farmer livelihoods, and deliver sustained value to every market we serve.

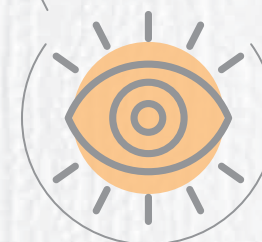


## Corporate Structure



## Vision

To be a world class dairy company by providing high quality products and services.



## Mission

To supply good and safe milk products consistently through continual improvement of our systems and practices.



Commitment



Honesty



Hard Work



Integrity



Sincerity



Transparency



Values  
OUR DNA



TRANSFORMATION

# Driving Excellence and Trust for *Three Decades*

From modest beginnings to becoming a preferred dairy brand, our three-decade journey is rooted in consistent quality and steady growth. Fuelled by a passion for innovation, we have evolved from being a regional player to a trusted household name across diverse markets.



Presence  
Only in Andra  
Pradesh

First processing  
plant (1997)



Incorporated  
in  
**1995**

Then (in 1995)



Family-owned  
Business



First Product:  
Fresh Milk

VAPs  
Contributed 0%  
to Revenues

30 Years of  
Expertise



Presence across  
13 Indian States  
+ Kenya, Uganda  
& Singapore



25 Product  
Offerings

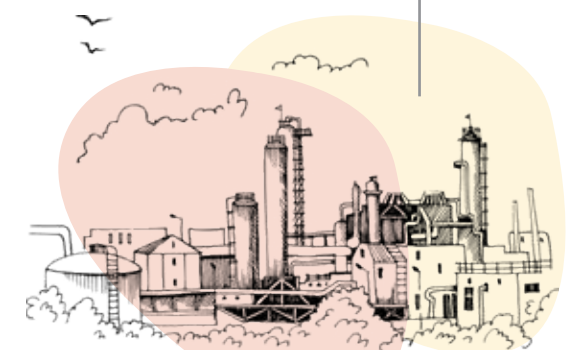


VAPs  
Contributed  
35% to Total  
Sales

Now (in 2025)

Publicly Listed  
Company with a  
Market Capitalisation  
of INR 6,979.32 crores  
as of March 31 2025

16 Processing  
Plants



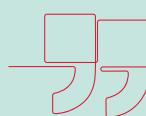
Disclaimer: This map is a generalised illustration only for the ease of the reader to understand the locations, and it is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. Our Company or any of our Directors, officers or employees cannot be held responsible for any misuse or misinterpretation of any information or design thereof. Our Company does not warrant or represent any kind of connection with its accuracy or completeness.



## MESSAGE FROM THE CHAIRMAN

# Crafting a Legacy of Purpose, Progress and Promise

“Over the past 30 years, we have grown steadily, not by chance, but by fulfilling our core promise: quality dairy made accessible.”



Dear Stakeholders,

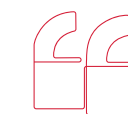
**2024-25 marks a defining milestone in our journey, a period to reflect, recalibrate, and recommit. From a humble dairy operation in South India, we have expanded into a multi-location business that connects thousands of farmers to millions of consumers. Our story is one of perseverance, purpose, and progress. Over the past 30 years, we have grown steadily, not by chance, but by fulfilling our core promise: quality dairy made accessible.**

#### A Shifting Global Environment

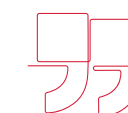
The global economy grew by 3.2% in 2024 and is expected to maintain similar momentum in 2025 and 2026. However, beneath this stability, uncertainty looms across regions, from tariff-driven trade frictions to shifting monetary policies and geopolitical tensions. In the US, growth projections of 2.7% are underpinned by strong labour markets. Meanwhile, parts of Europe face challenges due to energy volatility and persistent

inflation. Emerging economies are holding steady, with China at 4.6% and the Middle East and Latin America showing endurance.

India, amid this backdrop, remains a standout. Despite global challenges, the country's growth is projected at 6.4% for 2024-25, fuelled by strong domestic demand, steady policy frameworks, and infrastructure-driven public investment. Private



**India remains the world's largest milk producer, and the organised dairy sector in the country is evolving rapidly to meet growing demand and changing preferences. By 2030, the industry is expected to reach USD 41.82 billion, with VAPs like curd, paneer, ghee, and fortified milk becoming increasingly important.**



consumption, especially in rural areas, has gained momentum, while the government prioritises manufacturing, agriculture, and employment in the Union Budget 2025-26. Initiatives such as enhanced rural spending, MSME support, and 'Make in India' incentives are expected to support this trend. Furthermore, agriculture, a vital pillar for inclusive development, saw a 3.8% rise in GVA, underpinned by favourable monsoons and higher foodgrain output.

The true challenge lies in how India will handle global headwinds, particularly around commodity pricing, energy dependence, and currency stability, all of which directly impact dairy economics.

#### A New Dairy Future

India remains the world's largest milk producer, and the organised dairy sector in the country is evolving rapidly to meet growing demand and changing preferences. By 2030, the industry is expected to reach USD 41.82 billion, with VAPs like curd, paneer, ghee, and fortified milk becoming increasingly important. As per capita dairy consumption rises, urban markets are leaning towards packaged, premium offerings, while rural areas continue to rely on traditional co-operative models.

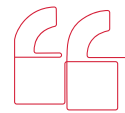
At the same time, India's milk production is anticipated to reach 221.30 MMT in 2025, backed by improvements in breeding, veterinary services, and policy support. The food service industry, government nutrition schemes, and lifestyle-led

consumption are collectively driving demand. However, challenges such as input cost pressures, cold chain limitations, and procurement volatility persist, testing margins and supply chain agility.

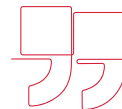
Africa, where our presence is expanding, is also witnessing structural shifts. The continent's dairy market is projected to reach USD 24.25 billion by 2025, fuelled by rising incomes, growing urban populations, and increasing health awareness. East Africa, in particular, is benefitting from improving infrastructure and supportive policy environments, offering us a path for growth.

#### Future-Readiness with Purpose

We view disruption not as a challenge, but as an opportunity to



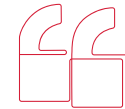
**We view disruption not as a challenge, but as an opportunity to evolve. As consumer preferences shift towards health and convenience, we are strategically expanding our VAP range, while ensuring strong brand recall.**



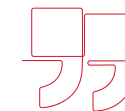
evolve. As consumer preferences shift towards health and convenience, we are strategically expanding our VAP range, while ensuring strong brand recall.

To this end, our capex investment in Maharashtra is a pivotal move to increase processing capacity, enhance efficiency, and access new markets. Alongside this, we remain committed to cost optimisation, digital integration, and maintaining high-quality standards as we scale.

Central to our identity is our farmer-first model. Through fair pricing, transparent procurement, veterinary support, and our backward-linked feed business, Orgafeed, we continue to empower dairy farmers, fostering shared prosperity across the value chain.



**Our 30-year journey has been shaped by many hands: our employees, farmers, distributors, partners, shareholders, and consumers. Each has played a vital role in helping us grow responsibly, one litre at a time.**



Sustainability, too, has transformed from being an aspiration into a necessity. From water treatment and energy-efficient operations to community initiatives and responsible sourcing, we are integrating ESG principles into everyday decisions.

#### Looking Ahead

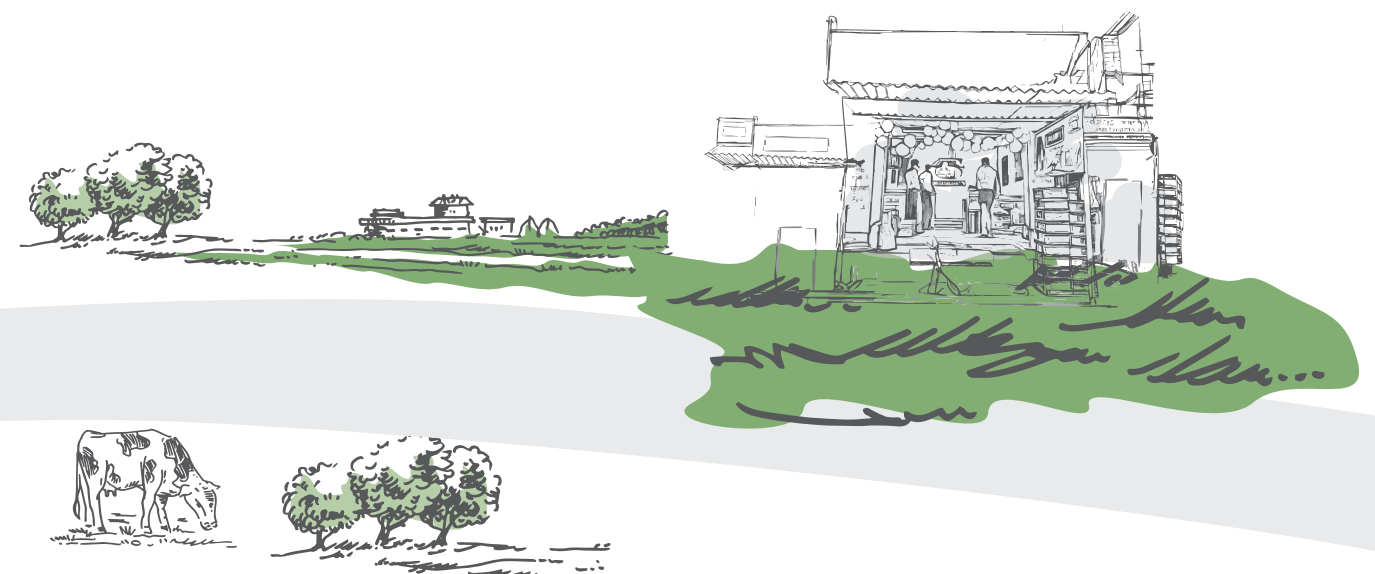
Our 30-year journey has been shaped by many hands: our employees, farmers, distributors, partners, shareholders, and consumers. Each has played a vital role in helping us grow responsibly, one litre at a time.

As we move forward, our ambition is to lead with integrity, create lasting value, and help shape the future of dairy in India and emerging global markets.

Thank you for being an integral part of this journey.

Warm regards,

**Dodla Sesha Reddy**  
Chairman





# Embracing Commitment, Innovation and Future Possibilities



Recognising the need to balance rising demand with production strength, we expanded our presence in value-added products which are largely high margin. These now form a growing part of our portfolio. We also doubled our branding investment to maintain visibility in competitive zones and lower re-entry costs.



Dear Shareholders,

## A Market in Transition

India's dairy industry is undergoing a fundamental shift. Urban demand for functional and fortified products continues to rise, driving strong, year-round traction for our paneer, lassi, and ice cream lines, even during off-seasons. In southern markets, paneer consumption has doubled. Meanwhile, rural markets continue to rely on affordable formats and bulk supply. Our Company has been able to address both needs through product versatility and a strong direct procurement model.

Recognising the need to balance rising demand with production strength, we expanded our presence in value-added products which are largely high margin. These now form a growing part of our portfolio. We also doubled our branding investment to maintain visibility in competitive zones and lower re-entry costs.

In markets like Maharashtra, structurally lower milk prices, owing to strong supply and the presence of commodity-focussed players, have enabled us to optimise procurement costs while increasing geographic diversity. This has given us more pricing flexibility, while preserving margin stability.

Additionally, our strategic shift from buffalo to cow milk, now comprising 95% of procurement, has improved yield predictability and reduced the seasonal volatility in sourcing costs.

## Future-Focussed Investment Strategy

A key element of our progressive strategy will be the INR 280 crore investment in Maharashtra, aimed at tapping the potential of the Solapur market. With daily procurement in the region already reaching 2.3 lakh litres, we are developing a fully integrated facility with a capacity of 10 lakh litres. The state's structurally lower milk prices and limited penetration by organised players make it an attractive geography for scale and efficiency.

This facility diversifies procurement risks, provides a buffer against regional volatility, and strengthens our B2B presence in western India. The project will be funded through a mix of internal accruals and debt, while we also explore potential subsidies such as interest subvention, utility savings, and GST offsets to enhance project viability and reduce costs.

## Tech-led Traceability

Over the last few years, we have made great strides in our use of data and automation. From real-time quality checks at village-level centres to automated payment systems and anomaly tracking through integrated dashboards, technology is helping us streamline procurement, pricing, and yield management.

At the same time, Orgafeed, our in-house cattle feed brand, plays

a crucial role in enhancing farmer productivity. Our high-quality feed blends have boosted milk yields by 15-20% for partner farmers. This directly enhances supply reliability and fosters long-term loyalty among farmers. In doing so, it not only improves farm economics but also reinforces the continuity of our supply chain, building lasting resilience throughout our value chain.

## Looking Ahead

Over the coming years, our focus will be on expanding our portfolio of value-added products (VAPs), integrating sustainability throughout our entire value chain, maintaining strong relationships with our dairy farmers, strengthening our retail footprint, and ensuring the highest quality standards.

On the sustainability front, our priorities include water efficiency, clean energy adoption, and responsible sourcing. We also remain committed to community engagement, workplace safety, and ethical governance.

As we mark three decades of growth, I want to express my deepest gratitude to our farmers, employees, partners, shareholders, and consumers. Your continued trust motivates us to remain grounded yet ambitious, building a dairy brand that delivers both freshness and long-term value.

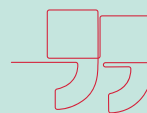
Warm regards,

**Dodla Sunil Reddy**

Managing Director

# Shaping Sustainability, Strategy and Supply Chain Transformation

“Our new plant in Maharashtra represents a pivotal step in reshaping our supply chain. It aims to reduce procurement concentration, support the production of long-shelf-life products, and cater to growing institutional demand in the western corridor.”



Dear Shareholders,

**At Dodla, 2024-25 was a defining year, not just for the records we set, but for the foundations we laid. As we completed 30 years of operations, we achieved our highest-ever consolidated revenue, backed by thoughtful execution, a steady focus on cost optimisation, and a dynamic product and channel mix that responded well to market conditions.**

## A Shifting Operating Environment

In an industry where variability in raw milk pricing, seasonal consumption shifts, and input cost fluctuations can easily derail profitability, we remained focussed on building levers of control. The first half of 2024-25 benefitted from lower procurement prices, helping expand margins. However, the later half saw compression due to rising procurement costs, especially in Southern India due to delayed monsoons and strained supply.

To mitigate this, we doubled down on our procurement diversification strategy. By sourcing from Maharashtra, where milk prices remain structurally lower due to high availability and minimal organised competition, we were able to offset the rising price pressures in Southern India. This strategic shift allowed us to achieve a more balanced procurement mix across five states, reducing our regional exposure.

Additionally, we strengthened our focus on cow milk, which now accounts for 95% of our total procurement. This change has been instrumental in mitigating seasonal variations, offering more predictable input planning. Furthermore, we enhanced our inventory management processes, converting surplus off-season milk into solids like butter and SMP for bulk sale. This approach allowed us to lock in volumes aligned with market demand, avoiding the costs associated with carrying surplus stock.

## Financial Performance Anchored in Execution

Our consolidated revenue for 2024-25 reached INR 3,720 crores, driven by strong B2C growth. While the bulk sale boosted the topline, it came with lower realisation per unit. What stands out is how this was balanced with improved profitability across our core business lines, particularly in VAPs, which continue to grow both in volume and margin.

EBITDA for the year increased to INR 381 crores, supported by procurement discipline, enhanced brand visibility, and greater utilisation of existing capacities. Net profit grew by 55.9% to INR 260 crores, driven by cost control measures, route optimisation, and measured expansion. We also declared our first interim dividend of INR 3.00 per equity and Board has approved final dividend is INR 2.00 per equity share which is waiting for shareholders' approval in upcoming general meeting., signalling our confidence in sustaining financial performance.

This year, a pivotal shift in our operations was our transition from being a net buyer to a net seller of milk solids. Previously, we relied on purchasing solids, such as skimmed milk powder and butter, during lean procurement periods to meet demand. However, with more precise planning and enhanced procurement during the flush season, we now convert surplus milk into solids in-house. This strategic change has not only given us greater control over both inventory and costs but has also empowered us to sell during peak demand cycles. As a result, we have successfully mitigated margin pressures, especially when fresh milk procurement became costly.

## Capex and Infrastructure for Scalable Growth

Our new plant in Maharashtra represents a pivotal step in reshaping our supply chain. It aims to reduce procurement concentration, support the production of long-shelf-life products, and cater to growing institutional demand in the Western corridor. Unlike our southern model, this facility is designed to integrate directly into our expanding B2B operations. It will also act as a safeguard against regional or seasonal supply disruptions. With key milestones already underway, we are prioritising the securing of sustainable input volumes ahead of the plant's commissioning.

Alongside this, we are investing in additional chilling centres to extend our reach and improve retention. These centres will ensure that 50% of procurement is secured before





the plant is operational, facilitating a smooth scale-up post-launch.

We are also engaging with government authorities to explore capital-linked incentives, including interest subvention, electricity tariff waivers, water subsidies, and GST-linked support. Each incentive will be carefully evaluated against internal accrual yields before final approval.

#### Technology and Brand as Business Multipliers

Our operational dashboards now provide real-time insights into procurement anomalies, milk quality trends, and route inefficiencies, all driven by AI-powered logic and field data. Bots have been deployed to streamline route planning, improving our cost-per-km metrics. These

innovations have enabled us to scale logistics efficiently while keeping fuel and maintenance expenses under control.

Although our pilot fleet of electric vehicles remains small, it marks a significant step towards sustainable logistics. Internal evaluations will guide the fleet's future scaling, considering cost thresholds and the longevity of the assets.

This year, we made a bold leap in brand investments, increasing from INR 14 crores to INR 34 crores. This renewed visibility has helped improve brand recall for paneer, lassi, and flavoured milk, with off-season sales increasing in southern and metro markets.

#### Africa: Progress with Purpose

Our Company's presence in Uganda and Kenya is steadily evolving. Uganda serves as a cost-effective sourcing hub, with prices ranging from INR 22-35 per litre. Meanwhile, Kenya offers greater pricing power and demand-side maturity. Import arbitrage, when permitted, offers a natural balance between the two.

Though early-stage, our Africa model replicates our India learnings: direct farmer engagement, decentralised chilling, and flexible packaging. With local regulatory flexibility and rising dairy penetration, we are building a strong base for long-term success without overcommitting capital.

#### Looking Ahead

Our strategic roadmap over the next few years revolves around scaling high-margin categories such as probiotic curd, ready-to-drink buttermilk, spiced milk, and high-yield paneer. These offerings enhance our profitability and resonate with emerging consumer health trends and regional tastes.

In the distribution space, modern trade, quick commerce, and digital platforms are steadily gaining ground. Our e-commerce trials in Hyderabad and Tier-II towns are providing invaluable insights into fulfilment SLAs, cart conversions, and repeat purchase rates. These learnings are instrumental in refining our scaling strategy.

However, we maintain a channel-agnostic approach, focussing on customer accessibility and product consistency.

While Maharashtra will anchor our growth in the West, we are evaluating modular entry into northern India - driven by local procurement, minimal overheads, and smart partnerships. Africa will remain a capital-light, margin-sensitive geography, where we scale only after validating sourcing and pricing parity.

Over the past 30 years, we have matured from a single-plant operator into a geographically diversified dairy company. Yet, it is not just our growth that defines us; it is the consistency with which we have expanded, the clarity that has guided

us, and the confidence with which we now chart the course for the future.

We are not simply celebrating 30 years of success; we are defining the path for the next 30 years of growth and innovation.

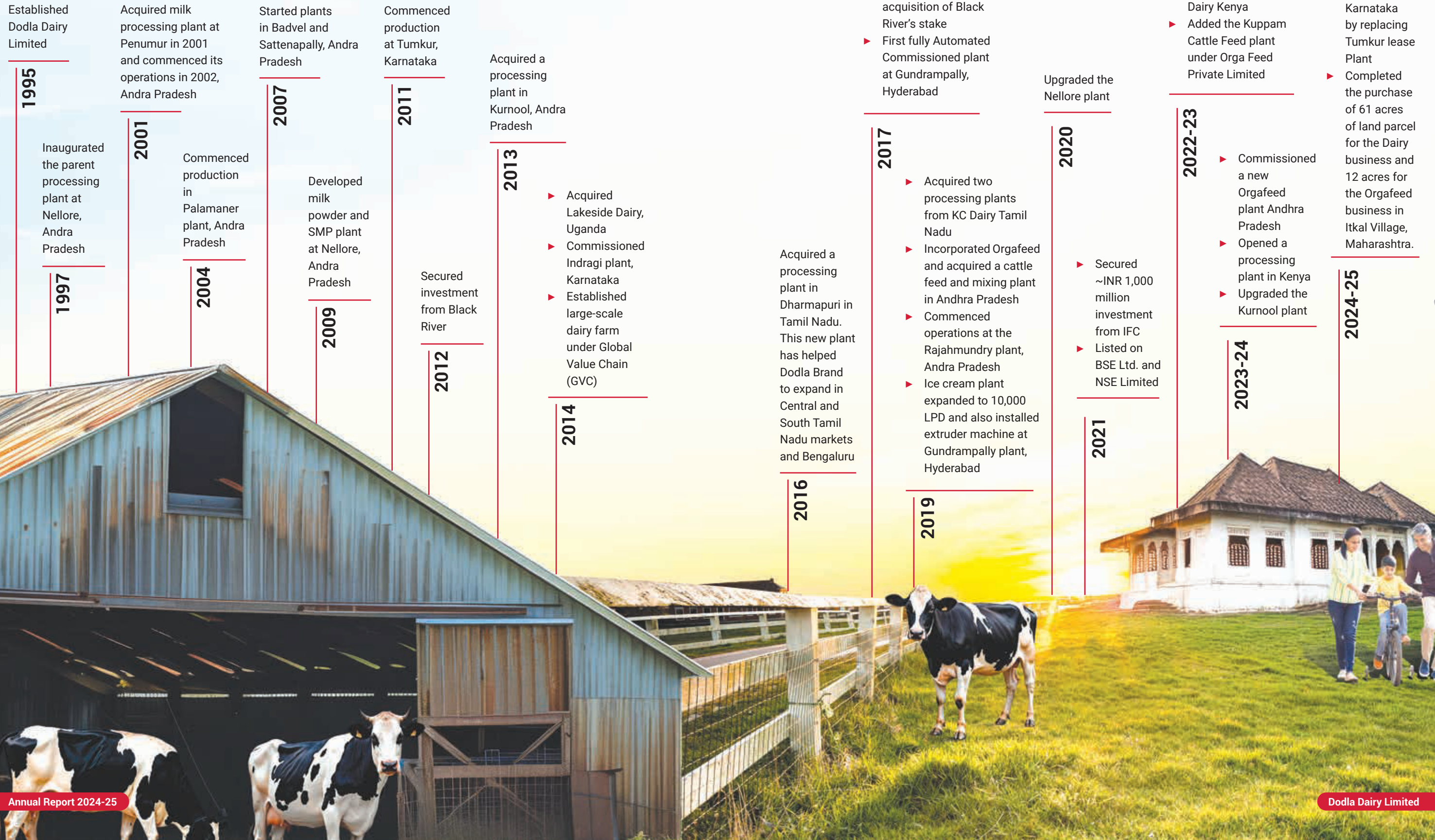
Warm regards,

**BVK Reddy**

Chief Executive Officer



# Ensuring 30 Years of Quality





# Nourishing Lives for Three Decades

Our product range mirrors the changing tastes, dietary needs, and lifestyles of the communities we serve. From fresh milk to carefully curated value-added items, each product offers quality, consistency, and ease. Be it the comfort of curd, the richness of paneer, or the refreshing twist of flavoured milk, our range is designed to find a place in every home and on every plate.

## Pasteurised Pouch Milk



- 1 Toned
- 2 Full Cream
- 3 Standardised

## UHT Milk



- 1 Toned
- 2 Double-Toned

## Curd



- 1 Cup
- 2 Pouch
- 3 Bucket

## Flavoured Milk



- 1 Pista
- 2 Badam
- 3 Chocolate
- 4 Strawberry

## Milk-based Sweets



- 1 Doodh peda
- 2 Soan Papdi



- 3 Gulab Jamun
- 4 Basundi





Paneer and Cheese



- 1 Paneer
- 2 Mozzarella

Ghee



- 1 Cow
- 2 White (Buffalo Ghee)

Ice Cream



- 1 Party Packs
- 2 Bars
- 3 Cones
- 4 Tubs

Yoghurt



- 1 Plain
- 2 Vanilla
- 3 Strawberry
- 4 Chocolate
- 5 Mango

Buttermilk and Sweet Lassi



- 1 Jeera Buttermilk
- 2 Sweet Lassi
- 3 Mango Lassi

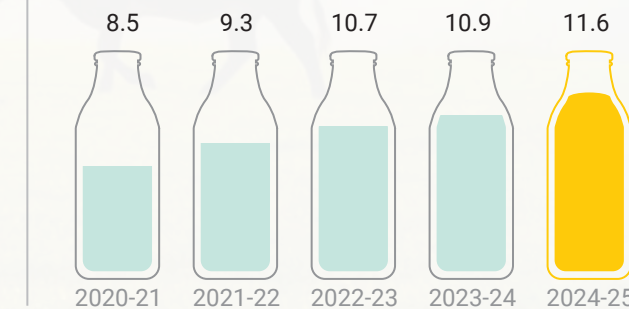
For more product-related information, please visit

<https://dodladairy.com/products/>

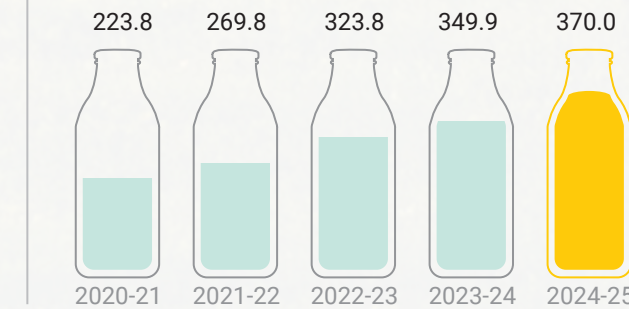


Products and Review of Sales

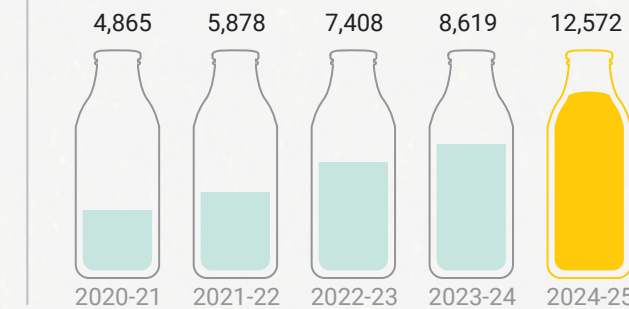
Average Milk Sales in Litres of Liquid Milk per Day (LLPD)



Average Curd Sales in Metric Tonnes Per Day (MTPD)



VAP Sales (in INR million)





OPERATING CONTEXT

# Thriving in a *Dynamic Environment*

**Our Company operates in a rapidly evolving sector, influenced by shifts in consumer behaviour, increasing formalisation, climate-driven volatility, and the rise of digital technologies. Among the most critical challenges**

**we face is the growing threat of climate change. In particular, erratic monsoons, frequent heatwaves, and severe flooding significantly disrupt milk production and limit fodder supplies.**

For us, navigating this dynamic environment is not merely about staying relevant; it is about staying ahead. We achieve this through swift, accountable decisions that are deeply rooted in long-term value creation. We are focussed on building endurance across our operations and supply chain, ensuring we overcome challenges while supporting the livelihoods of our farmer partners.

## Shift towards Organised Players

Quality, hygiene, and transparency have become key factors in purchasing decisions for many consumers. This has triggered a shift from unorganised dairy suppliers to trusted, established and branded players. The rising demand for consistency and food safety fuels this move towards more reliable sources.

## Sustainability and Environmental Regulations

The dairy industry is under growing pressure to reduce its environmental impact due to rising climate and regulatory concerns. Authorities now closely monitor energy use, water consumption, carbon output, and waste across the dairy value chain.

### Dodla's Response

We view this consumer shift as a strong validation of our long-standing investments in direct procurement, automated quality testing, and strong cold chain infrastructure. These initiatives help us reliably deliver high-quality, safe, and fresh products that meet evolving consumer expectations.

### Dodla's Response

We use solar power at our plants, treat wastewater on-site, and initiated cleaner logistics pilots with electric vehicles. These steps help lower our carbon footprint, while improving our resource management.

## Technological Advancements

Innovations such as automated milk testing, real-time procurement dashboards, route optimisation, electric vehicle (EV) pilots, and advanced cold chain logistics are streamlining operations. They also help reduce costs and improve product traceability.

## E-Commerce Growth

The rapid rise of e-commerce and quick commerce is transforming dairy retail. Consumers, especially in urban and semi-urban areas, are increasingly seeking convenience, doorstep delivery, and real-time availability.

### Dodla's Response

Our investment in digital milk analysers and integrated dashboards enables real-time quality checks and procurement tracking. At the same time, route optimisation and EV pilots help us lower fuel costs and reduce emissions. Furthermore, improvements in cold chain logistics allow us to deliver fresher products with a longer shelf life.

### Dodla's Response

To tap into this evolving channel, our Company has launched pilot initiatives in e-commerce fulfilment and is scaling its presence across leading modern trade and quick commerce platforms.

## Government Initiatives

The dairy industry in India benefits from several government initiatives aimed at rural development and farmer empowerment. Subsidies, policies like encouragement for local sourcing, and schemes like the National Programme for Dairy Development (NPDD), Rashtriya Gokul Mission, and Kisan Credit Card (KCC) significantly strengthen the supply chain and boost rural employment. Similarly, in Kenya and Uganda, government-led initiatives provide critical financial support, infrastructure improvements, and enhanced access to technology, positively impacting dairy farmers across both nations.

## Shifting Consumption Patterns

Consumer preferences are rapidly shifting, with rising demand for nutrient-rich and health-focussed dairy options. More people now prefer VAPs like curd, paneer, flavoured milk, and yoghurt-based beverages. They seek healthier choices that offer both convenience and variety in their daily consumption.

### Dodla's Response

Our Company's initiatives align closely with these government efforts through a farmer-first approach. This enables us to deepen direct procurement channels, invest in capacity-building for farmers, and enhance cattle productivity with Orgafeed and veterinary extension services, driving long-term value and sustainable growth.

### Dodla's Response

Our approach is to constantly innovate to align with evolving consumer preferences. We offer a wide range of high-quality products, including value-added dairy options tailored to modern needs. Furthermore, with a strong focus on taste, nutrition, and quality, we stay ahead of changing market trends.

## Fostering Expansion and Competitive Edge

Our growth strategy is rooted in focussed investments and strategic choices. From expanding our production base to reinforcing brand strength, each move sharpens our competitive edge, enhances supply chain command, and keeps us attuned to shifting consumer preferences. We balance scale with agility to drive purposeful and consistent growth.

### 1 Expanding Our Production Capacity

India's rising per capita dairy consumption, coupled with a shift towards organised and branded players, has increased the need for scalable and regionally distributed production networks. To address this, we are setting up a strategically located plant in Maharashtra, increasing our processing capacity from 20 lakh to 30 lakh litres per day in India. This will help us reduce dependency on existing regions, minimise logistical costs, and serve high-potential markets faster.

### 2 Deepening Our Direct Procurement Model

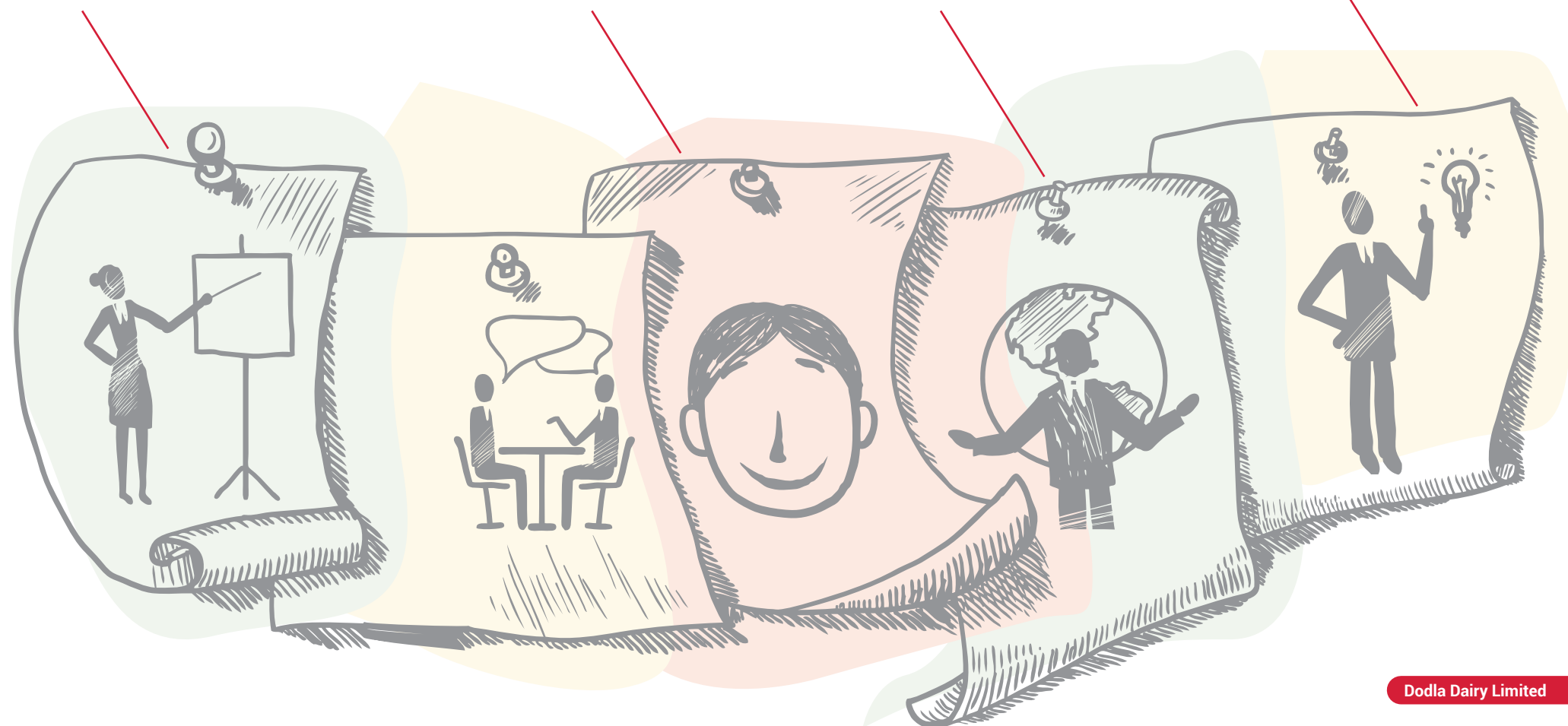
To ensure cost efficiency and supply resilience, we are widening our direct milk procurement network across several states, including Maharashtra. This decentralised model spreads risk, cushions seasonal shifts, and secures milk at competitive rates. With digital tracking tools and farmer engagement programmes in place, we improve traceability, ensure consistent quality, and safeguard our long-term margins.

### 3 Focussing on VAPs

While evolving consumer preferences for health, taste, and convenience are accelerating demand for VAPs, our focus on this segment is equally driven by its superior margin profile and brand-building potential. Probiotic curd, spiced buttermilk, paneer, and flavoured milk remain integral to our innovation pipeline. Moreover, we are aligning product development with local consumption trends, distribution realities, and packaging needs, strengthening both profitability and customer engagement across channels.

### 4 Strengthening the Brand and Expanding Reach

In a crowded market, brand recall and availability decide who leads. We are driving visibility through high-impact campaigns, including television advertisements and sharp go-to-market approaches. Coupled with our strong distribution network across nine states, these efforts ensure our products are readily available to consumers in both urban and rural markets.





STAKEHOLDER ENGAGEMENT AND MATERIALITY ASSESSMENT

# Aligning Priorities to Create Long-Term Value

We believe that long-term success stems from strong, meaningful relationships. For us, these are the bonds we share with farmers who anchor our supply chain, employees who propel our progress, customers who trust our products, and investors who support our growth.

In a dynamic environment, staying attuned to stakeholder priorities keeps us agile and accountable. Our stakeholder engagement framework offers more than dialogue. It follows a structured approach to recognise expectations, prioritise concerns, and turn insights into action.

Through regular engagement, we identify issues that have the highest impact on both our business and stakeholders. These insights shape our strategy, risk management, and ESG focus areas, helping us build a company that creates value not only for our business, but through it.

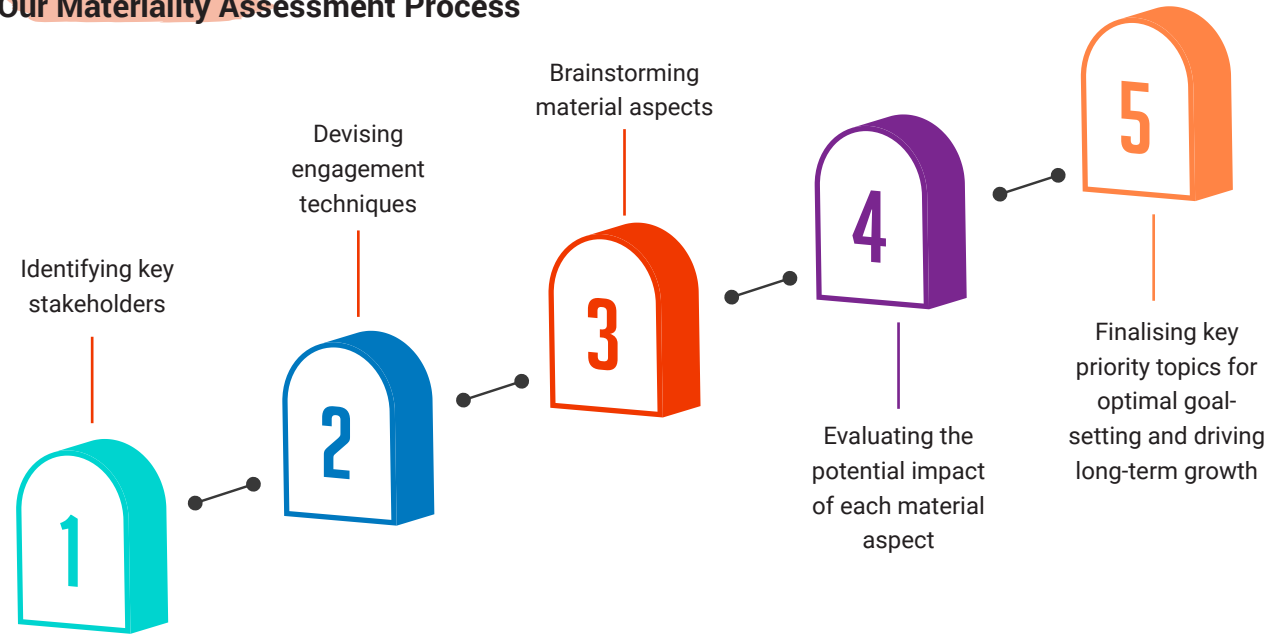
## Engaging Stakeholder with Purpose

We engage with each stakeholder group through tailored channels and formats, ensuring their voices are captured meaningfully and frequently. Whether it is the daily interaction at the village level or formal reviews with regulators and investors, every engagement contributes to a broader understanding of how we can create shared value.



Stakeholder	Key Concerns	Frequency of Engagement	Modes of Engagement
<b>Dairy Farmers</b>	<ul style="list-style-type: none"> <li>Fair Pricing</li> <li>Timely Payments</li> <li>Access to Resources (Cattle Feed, Loans)</li> <li>Training</li> </ul>	<ul style="list-style-type: none"> <li>Regular (Daily/Weekly)</li> </ul>	<ul style="list-style-type: none"> <li>Direct Interactions</li> <li>Field Visits</li> <li>Farmer Support Programmes</li> <li>Veterinary Services</li> <li>Training Camps</li> </ul>
<b>Suppliers</b> (Including Feed, Packaging, Equipment, and Logistics Providers)	<ul style="list-style-type: none"> <li>Consistent Demand</li> <li>Clear Contracts</li> <li>Timely Payments</li> </ul>	<ul style="list-style-type: none"> <li>Monthly/Quarterly</li> </ul>	<ul style="list-style-type: none"> <li>Meetings</li> <li>Contractual Agreements</li> <li>Periodic Reviews</li> </ul>
<b>Customers</b>	<ul style="list-style-type: none"> <li>Product Quality</li> <li>Variety</li> <li>Affordability</li> <li>Accessibility</li> </ul>	<ul style="list-style-type: none"> <li>Ongoing</li> </ul>	<ul style="list-style-type: none"> <li>Customer Feedback Surveys</li> <li>Social Media Interactions</li> <li>Marketing Campaigns like TV Ads, and Social Media Campaigns, Among Others</li> </ul>
<b>Employees</b>	<ul style="list-style-type: none"> <li>Career Growth</li> <li>Workplace Safety</li> <li>Recognition &amp; Rewards</li> </ul>	<ul style="list-style-type: none"> <li>Regular (Quarterly/Annual)</li> </ul>	<ul style="list-style-type: none"> <li>Training Programmes</li> <li>Performance Reviews</li> <li>Town Halls</li> <li>Internal Communication Channels</li> </ul>
<b>Shareholders and Investors</b>	<ul style="list-style-type: none"> <li>Financial Performance</li> <li>Growth Strategy</li> <li>Transparency</li> </ul>	<ul style="list-style-type: none"> <li>Quarterly/Annual</li> </ul>	<ul style="list-style-type: none"> <li>Investor Meetings</li> <li>Financial Reports</li> <li>Annual General Meetings (AGMs)</li> <li>Direct Communication</li> </ul>
<b>Regulatory Authorities and Governments</b>	<ul style="list-style-type: none"> <li>Compliance With Environmental and Quality Standards</li> <li>Rural Development</li> </ul>	<ul style="list-style-type: none"> <li>As Required (Periodic)</li> </ul>	<ul style="list-style-type: none"> <li>Regulatory Submissions</li> <li>Audits</li> <li>Participation in Policy Discussions</li> <li>CSR Initiatives</li> </ul>

## Our Materiality Assessment Process



## Key Material Issues Identified

Based on our latest assessment, we have identified priority themes vital to our stakeholders and essential for our long-term success. These issues shape our ESG strategy, guide capital allocation, and drive both risk and opportunity planning.

### Resource Conservation: Water, Energy and Waste Recycling



#### Risk/Opportunity

Opportunity

#### Rationale for Identifying Risk or Opportunity

Responsible use of resources, including water conservation, improving energy efficiency, reducing emissions, efficient waste disposal and designing innovative solutions to reduce, reuse and recycle.

#### Approach to Adapt or Mitigate (in Case of Risk)

We have reduced water usage from milk processing from 692,864 k litres to 686,289 k litres (on standalone basis).

#### Financial Implication of Risk or Opportunity

**Positive**

Resource conservation leads to cost savings. Recycling water incurs additional treatment costs but supports long-term sustainability.

### Renewable Energy



#### Risk/Opportunity (R/O)

Opportunity

#### Rationale for Identifying Risk or Opportunity

Reduction of pollution and protection of the environment through renewable energy adoption. Effluent treatment systems further contribute to clean energy by producing gas for use in cafeterias.

#### Approach to Adapt or Mitigate (in Case of Risk)

We are installing solar panels and boilers.

#### Financial Implication of Risk or Opportunity

**Positive (Medium/Long Term)**

Cost savings and environmental benefits.

**Negative (Short Term)**

Initial capex investment.

### Learning and Development (L&D)



#### Risk/Opportunity (R/O)

Opportunity

#### Rationale for Identifying Risk or Opportunity

Employee training and upskilling is crucial for preparing them to meet sustainability demands and contribute meaningfully to the organisation's objectives.

#### Approach to Adapt or Mitigate (in Case of Risk)

We conduct regular demonstrations/ training /coaching, programmes focussed on quality, productivity, EHS, and other sustainability areas.

#### Financial Implication of Risk or Opportunity

**Positive**

Employee preparedness enhances operational efficiency and helps meet sustainability requirements, contributing to long-term organisational success.



# Transforming Inputs into Sustainable Value

## Capitals Engaged



**Financial Capital**



**Manufactured Capital**



**Intellectual Capital**



**Human Capital**



**Natural Capital**



**Social & Relationship Capital**

## Inputs

- ▶ Net Worth: INR 1,406.0 crores
- ▶ Equity Capital: INR 60.3 crores
- ▶ Reserves: INR 1,345.6 crores

- ▶ Manufacturing Facilities: 16 Plants
- ▶ Chilling Centres: 190
- ▶ Capital Expenditure: INR 110 crores

- ▶ Every Manufacturing Unit is Supported by a R&D Unit

- ▶ Permanent Workforce: 3,142
- ▶ Contractual Workforce: 3,319
- ▶ Employee Well-being Programmes

- ▶ Investments in Water-saving Technologies
- ▶ Investment in Renewable Energy Sources
- ▶ Investment in Waste Segregation, Recycling, and Composting Infrastructure
- ▶ Partnerships with NGOs/Government

- ▶ CSR allocation : INR 3.28 crores
- ▶ CSR Focus Areas: Promoting Education, Eradicating Hunger and Environmental Sustainability

## Value Creation Process

### Vision

To be a worldclass dairy company by providing high quality products and services.



### Mission

To supply good and safe milk products consistently through continual improvement of our systems and practices.



### Our Value Chain

- ▶ Procurement
- ▶ Processing
- ▶ Chilling Centres
- ▶ Quality Tests
- ▶ Processing Plants
- ▶ Milk and VAPs
- ▶ Distribution and Marketing



## Outcomes

- ▶ Revenue: INR 3,720.1 crores
- ▶ EBITDA: INR 380.8 crores
- ▶ PAT: INR 259.9 crores
- ▶ Dividend Distributed: INR 18.1 crores
- ▶ Cash from Operations: INR 519.8 crores

- ▶ Production Packing Volumes: 15.6 LLPD

- ▶ New Products Developed: 7

- ▶ Highly Motivated Employees

- ▶ Reduction in Water Usage
- ▶ Reduction in Energy Consumption
- ▶ Reduction in Carbon Emissions
- ▶ Reduction in Waste Generation
- ▶ Awareness among Employees and Communities on Water Conservation

## SDGs Impacted



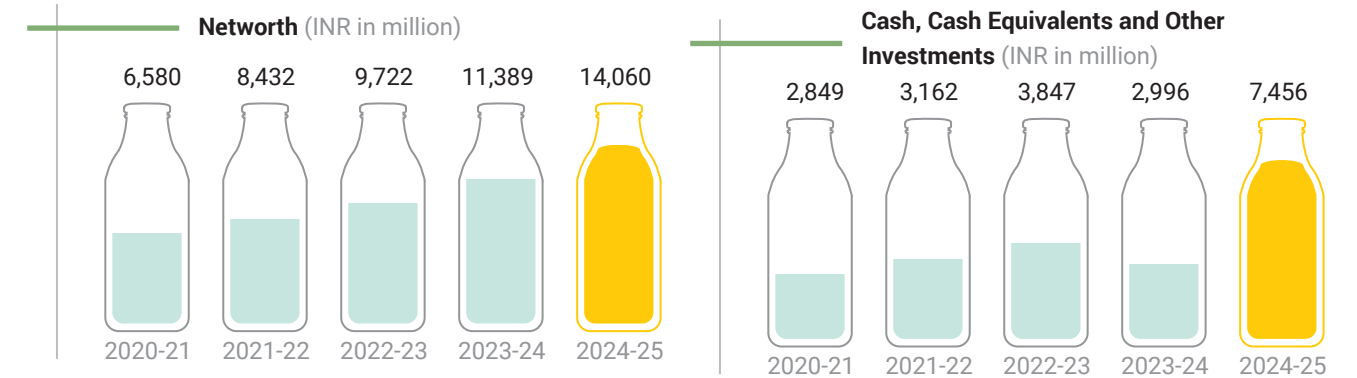
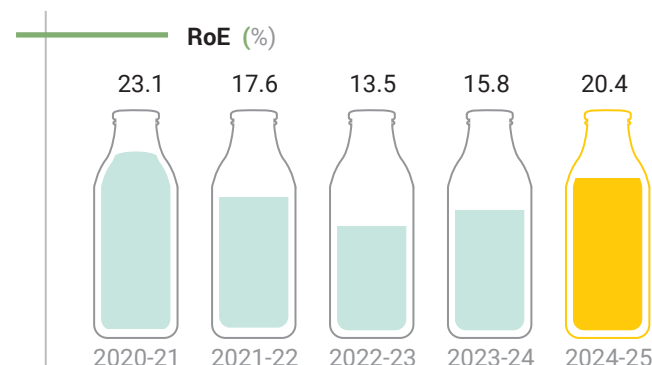
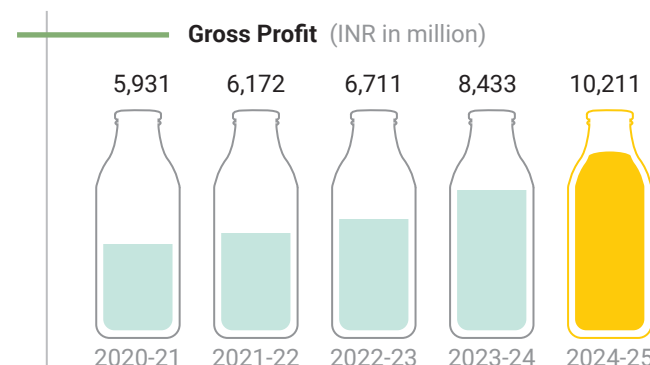
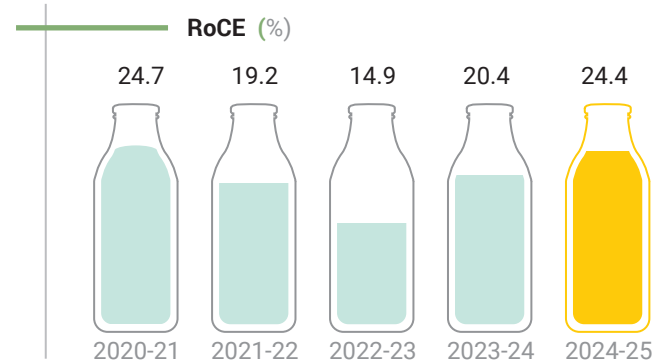
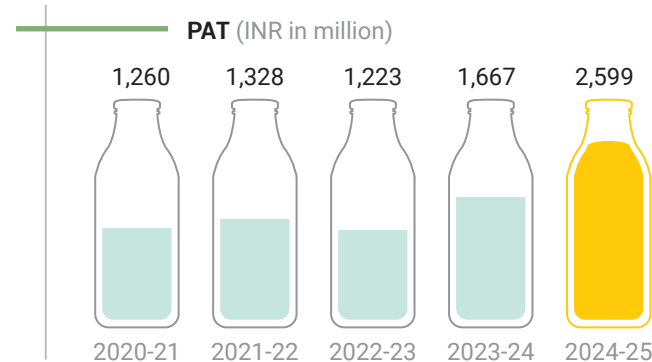
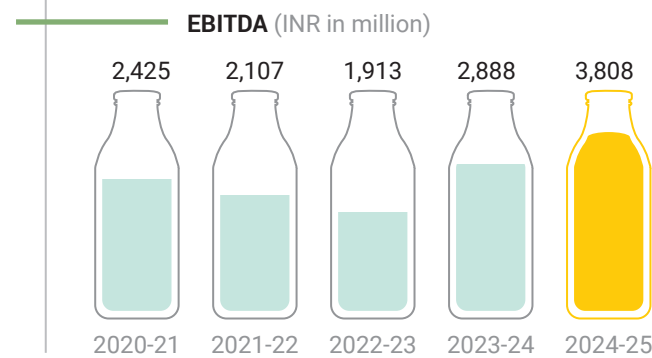


FINANCIAL CAPITAL

# Measuring Success with Monetary Discipline

Over the past 30 years, our Company has built a consistent track record of value creation for investors. We have delivered a strong financial performance, driven by strategic initiatives, operational efficiency, and sustained demand for quality dairy products. Our revenue for the year saw a significant increase, reflecting solid sales momentum, a thriving value-added segment, and deeper reach across new regions.

With enhanced cost management and effective supply chain integration, our profitability also improved, supported by a solid focus on margin stability.



## The Impact of Financial Capital on Other Capitals

01

### Manufactured Capital

Investments in infrastructure and automation enhance capacity and efficiency, involving short-term cost pressures for long-term gains.

02

### Intellectual Capital

Financial allocations to R&D and tech upgrades foster innovation, though it requires balancing experimentation costs with future competitiveness.

03

### Human Capital

Skill development and employee welfare investments boost productivity and morale, though it may initially raise operational expenses.

04

### Natural Capital

Capital deployment in renewable energy and water-efficient systems advances sustainability, despite requiring upfront investments with longer payback cycles.

05

### Social & Relationship Capital

Financial support for farmers, partners, and communities strengthens trust, though it may temporarily affect profitability.

## Stakeholders Impacted

- Shareholders
- Employees
- Customers and Consumers
- Dairy Farmers and Suppliers
- Regulatory Authorities

## SDGs Impacted





MANUFACTURED CAPITAL

# Strengthening Operations with Robust Infrastructure

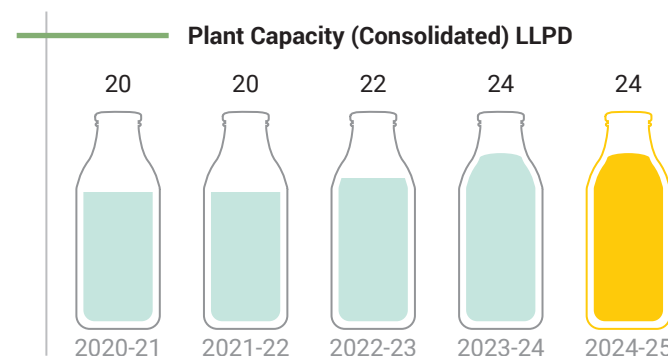
Our manufactured capital is the component that powers our promise of quality, scale and freshness. From thriving village-level collection centres to temperature-controlled processing lines and automated packaging units, every aspect of our operations is built to do one thing exceptionally well: turn raw potential into everyday nourishment.

With a strong manufacturing footprint across India and East Africa, our Company is well-equipped to meet today's growing demand and shape tomorrow's dairy sector, one litre at a time.

## Pan-Regional Manufacturing Presence

We operate 16 advanced processing plants across South India, Uganda and Kenya with a combined capacity of over 24 lakh litres per day (LLPD). These facilities are strategically located close to high-volume procurement zones and major consumption markets, ensuring supply chain agility and cost efficiency.

Designed for scalability, our plants uphold strict quality and food safety standards. They support the consistent production of both core and VAPs, helping us cater to varied nutritional and taste preferences.

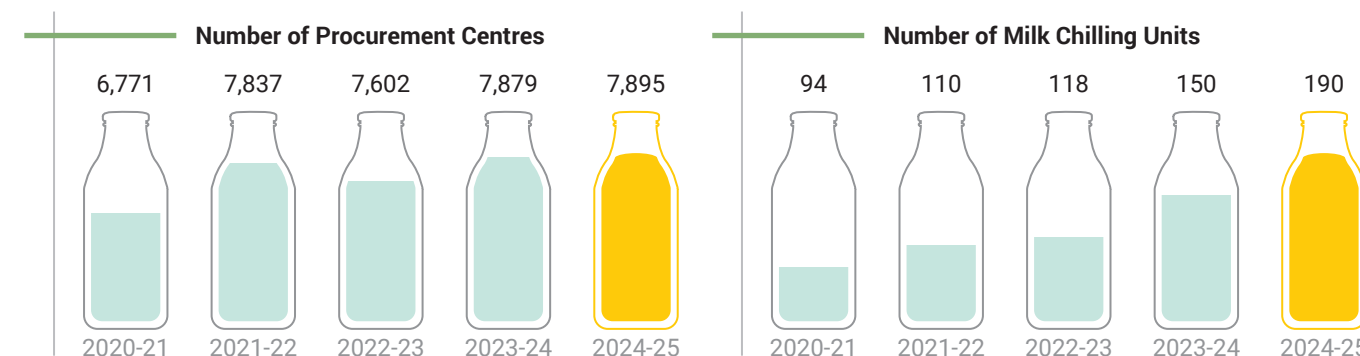


## Integrated Procurement and Processing Model

We follow a 'grass-to-glass' business model, covering the entire dairy value chain—from milk procurement to processing and distribution. This integrated approach enhances traceability, ensures quality control, and drives cost competitiveness, benefitting all stakeholders.

Our milk procurement system is supported by an extensive network of Village-Level Collection Centres (VLCCs) across thousands of villages, enabling procurement from lakhs of farmers. These centres serve as the first touchpoint in our supply chain, enabling direct sourcing, transparency in pricing and building long-term trust with farming communities.

Once collected, raw milk is transported using our fleet of primary vehicles to chilling centres and processing plants. These facilities are strategically located to reduce logistics costs and maintain the freshness of our products.

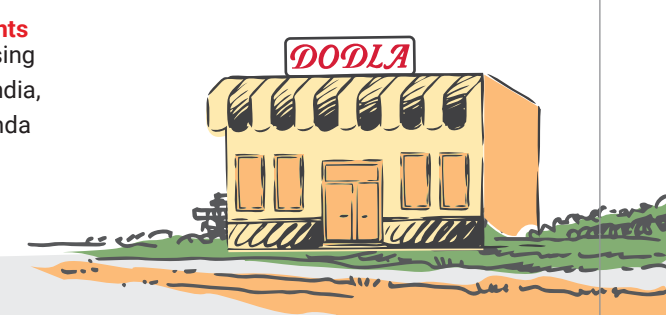


## Presence Across Dairy Value Chain



### Dairy Farm

- Procurement of Raw Milk from 1.3+ lakh Farmers Across ~8,800 Villages through 7,800+ Village-Level Collection Centres (VLCCs)
- Raw Milk Directly Procured from Farmers



### Distribution Centres

**60+**  
Sales Offices

**2,900+**  
Agents

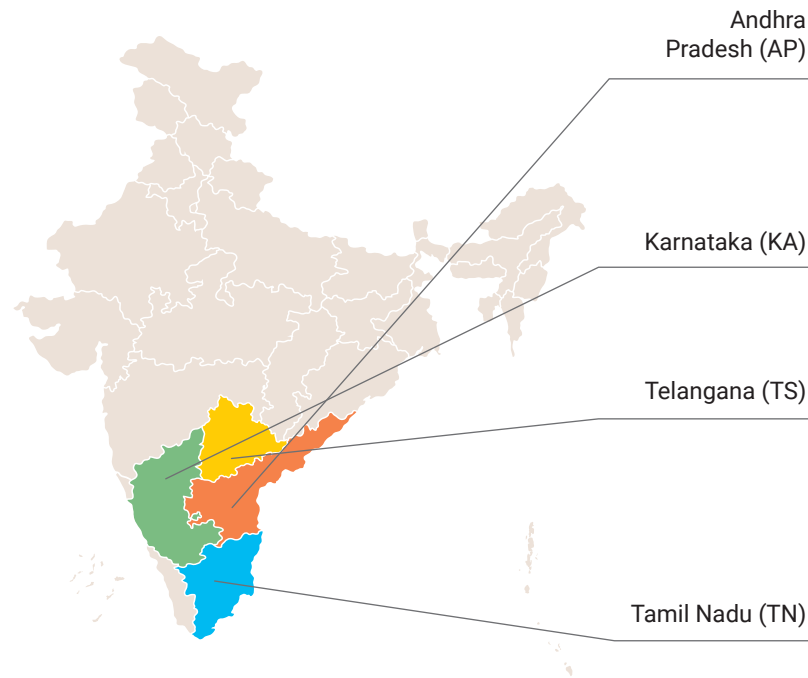
**2,100+**  
Milk and Milk Product Distributors

**839**  
Direct Retail Points (DRPs)

**110**  
Modern Trade/E-Com Customers

MANUFACTURED CAPITAL

### Manufacturing Plants Across India



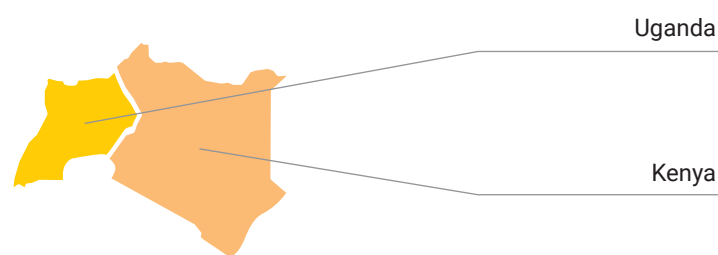
Location	Installed Capacity (LPD)
Nellore	222,300
Settenapalle	46,700
Rajahmundry	143,600
Palamaner	381,780
Penumur	100,000
Badvel	50,000

Location	Installed Capacity (LPD)
Indragi	200,000
Dodderi	40,000
Kirwatti	200,000

Location	Installed Capacity (LPD)
Kurnool	70,000
Hyderabad	324,910

Location	Installed Capacity (LPD)
Batlagunda	95,000
Dharmapuri	101,000
Vedasundur	95,000

### International Plants



Location	Installed Capacity (LPD)
Uganda	300,000
Kenya	100,000

Disclaimer: This map is a generalised illustration only for the ease of the reader to understand the locations, and it is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. Our Company or any of our Directors, officers or employees cannot be held responsible for any misuse or misinterpretation of any information or design thereof. Our Company does not warrant or represent any kind of connection with its accuracy or completeness.

### Capex Investment: Greenfield Facility in Maharashtra

To drive our next phase of growth and reduce procurement concentration in the Southern region, our Board has approved a capital expenditure of INR 280 crores for establishing a Greenfield facility in Maharashtra. This advanced plant will have a handling capacity of 10 lakh litres per day and is expected to become operational by the end of 2026-27.

Strategically located near our existing procurement zones, the facility will cater to both B2C and B2B segments. By the time the plant is operational, we plan to increase our procurement to

5 lakh litres per day, with plans to scale up to 10 lakh litres per day.

**This new plant is envisioned to:**

- ▶ Establish a strong presence in Western India
- ▶ Enhance our capacity to produce long-shelf-life and solids-based products
- ▶ Improve processing redundancy and logistics efficiency
- ▶ Support our strategy to diversify procurement beyond Andhra Pradesh, Tamil Nadu, and Karnataka

The project will be financed through a prudent combination of internal accruals and debt, ensuring a balanced approach to capital deployment.



### The Impact of Manufactured Capital on Other Capitals

01

#### Financial Capital

Modern infrastructure and production capacity improve efficiency and margins over time, though they may increase short-term capital expenditure.

03

#### Human Capital

Advanced plants operations demand a more skilled workforce, promoting capability building, although it increases training costs.

02

#### Intellectual Capital

State-of-the-art facilities and implementing automation lay the foundation for innovation in processes and product quality, although they require ongoing adaptation and training.

04

#### Natural Capital

Modern equipment enable better resource utilisation and environmental compliance, despite the initial footprint of construction and machinery upgrades.

05

#### Social & Relationship Capital

Infrastructure closer to sourcing regions and end-markets strengthens farmer linkages and customer trust, although it requires significant stakeholder coordination.

### Stakeholders Impacted

- Dairy Farmers
- Customers and Consumers
- Employees
- Shareholders and Investors
- Suppliers
- Communities
- Regulatory Authorities and Governments
- Dealers and Distribution Partners

### SDGs Impacted





## Fuelling Progress with *Ideas and Innovation*

**Innovation shapes every facet of our value chain. From applying advanced scientific methods in cattle nutrition to conducting precise quality checks at our processing units, we consistently harness intellectual expertise to enhance productivity, maintain consistency, and foster consumer trust. Furthermore, our commitment to research, technology and quality assurance enables us to deliver dairy products that meet the highest standards.**

Our R&D initiatives concentrate on three primary outcomes: improving milk productivity at the farm level, enhancing product quality through process efficiency, and creating differentiated, value-added dairy offerings that align with emerging consumer preferences. In 2024-25, we focussed on strengthening our internal capabilities in breeding advisory, feed optimisation, and quality control. This strengthened both supply-side dependability and our dedication to developing consumer-centric products.

### Information Security and Cybersecurity Framework

Dodla Dairy Limited has maintained a robust information security management framework since 2020, implementing the internationally recognised ISO 27001 standard. In October 2024, we successfully upgraded to ISO 27001:2022.

Our adherence to this globally acknowledged standard demonstrates our unwavering commitment to protecting stakeholder data, maintaining operational integrity, and safeguarding our digital infrastructure across all business operations. The ISO 27001:2022 framework provides comprehensive coverage of information security, cybersecurity, and privacy protection requirements, ensuring that our management systems meet the highest international standards.

This strategic implementation reinforces our dedication to maintaining the trust our customers, suppliers, and partners place in Dodla Dairy's operations while supporting our continued growth across multiple states and expanding market presence. Our information security management system undergoes regular assessments and

continuous improvement processes to adapt to evolving cybersecurity challenges and regulatory requirements.

Through this comprehensive framework, we ensure the confidentiality, integrity, and availability of information assets critical to our dairy processing and distribution operations, positioning Dodla Dairy as a responsible leader in the food processing industry.



### Quality Assurance

Delivering fresh, safe, and high-quality dairy products begins with quality systems that cover the entire value chain. Our approach to quality is proactive, multi-tiered, and deeply embedded-from village-level milk testing to final packaging.

#### Collection Centres

At our collection centres, raw milk is tested right at the first point of contact using advanced electronic milk analysers with GPRS. These devices instantly transmit fat and SNF data to our central systems. Alongside electronic weighing scales and organoleptic testing (appearance, smell, and taste), this ensures the quality sorting process begins at the farmgate.

#### Assessments at Dairy Plants

At the plant level, milk undergoes a series of 35 tests covering physical, chemical, and microbiological and contamination parameters. These are conducted using high-precision equipment and adhere to FSSAI protocols. Each batch is also tested through the Methylene Blue Reduction Test (MBRT), ensuring microbial load and shelf stability are thoroughly assessed.

We conduct thorough and periodic testing of our milk and dairy products at NABL-accredited laboratories, covering essential checks for insecticides, veterinary drug residues, and pathogens. Additionally, we perform regular vendor audits of our packaging materials to guarantee strict adherence to our product integrity standards.

#### Stringent Quality Checks at Milk Chilling Units

To uphold hygiene and cleanliness, our milk chilling units are equipped with CIP (Cleaning-In-Place) systems and hot water sanitisation lines. We rigorously assess the bacterial quality of milk at each unit, ensuring that the SPC (Standard Plate Count) remains low. This guarantees microbial stability before the milk reaches the plant.

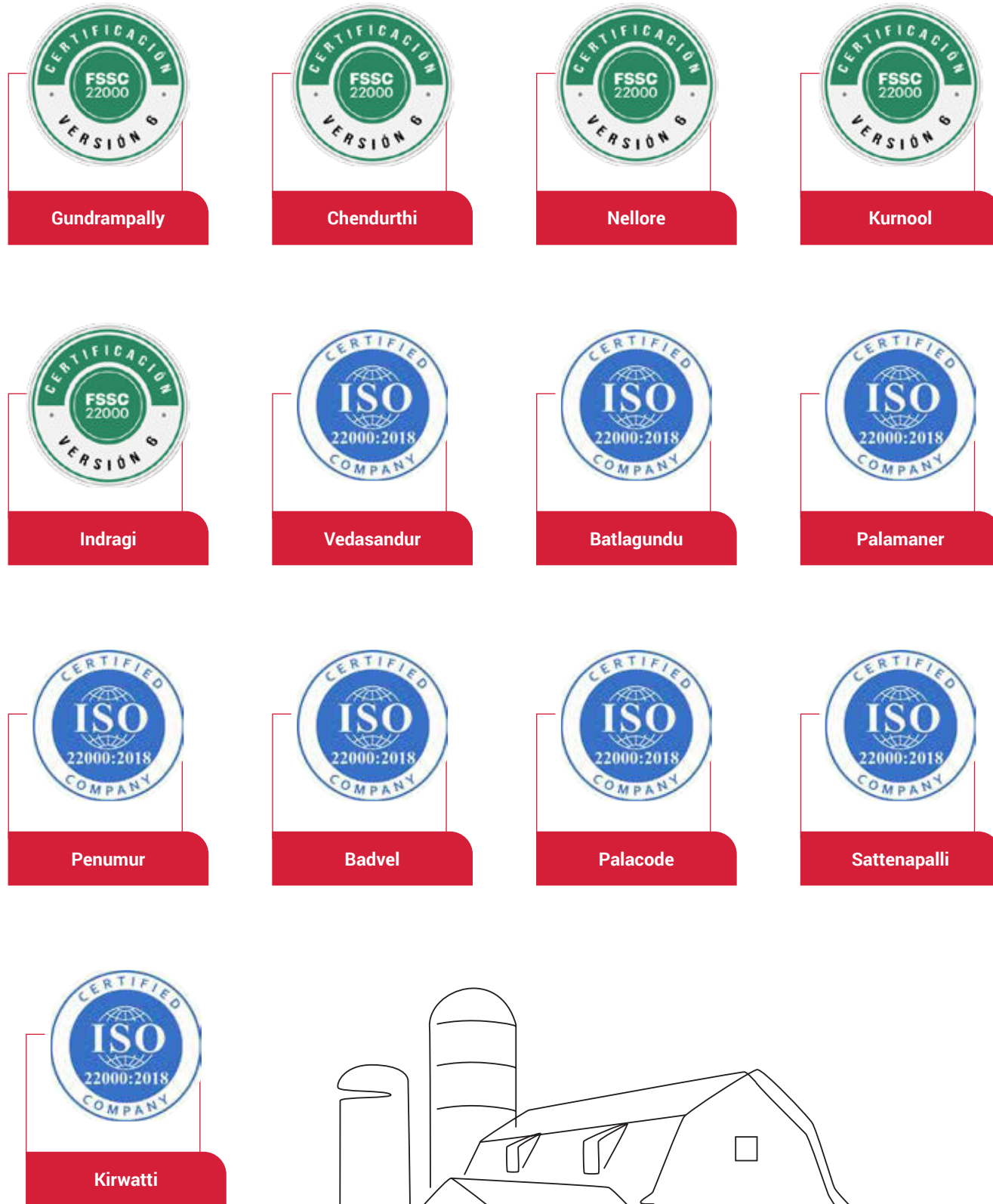
#### Adherence to Standards

Our Company adheres to BIS, FSSAI, AGMARK, and EIA standards, with every step guided by a detailed quality assurance manual. This standardised approach ensures consistent quality verification at each stage, from handling raw materials to processing milk and dairy products.



INTELLECTUAL CAPITAL

**Quality Certificates**



**The Impact of Intellectual Capital on Other Capitals**

01

**Financial Capital**

Differentiated offerings fuel brand premium and competitive edge, though R&D investments may impact short-term profitability.

03

**Human Capital**

Strengthens employee expertise through continuous learning and tech adoption, although sustained investment in training, upskilling and its longterm benefits are helpful in maximising profitability.

02

**Manufactured Capital**

Drives process innovation and automation efficiency, though integrating new technologies may require periodic infrastructure recalibration.

04

**Natural Capital**

Enables the shift to greener practices via intelligent systems and precision processes, though scalability can be limited by regional variability.

05

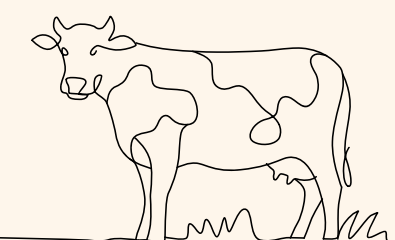
**Social & Relationship Capital**

Enhances credibility and loyalty among stakeholders through consistent quality and innovation, though increased expectations demand constant evolution.

**Stakeholders Impacted**



**SDGs Impacted**





# Shaping a Greener Tomorrow with *Conscious Actions*

**Our Company recognises that sustainable growth hinges on our ability to safeguard, restore, and manage the natural resources that sustain us.**

We are dedicated to minimising our environmental footprint by embracing eco-conscious technologies and practices. This commitment drives us to optimise the use of essential resources such as water, energy, and raw materials.

Through investments in renewable energy, the adoption of water-conserving innovations, and waste-reduction strategies, we work tirelessly to reduce our impact on the environment, while making our supply chain and operations more resilient.

## Key Focus Areas for Dodla



Water Conservation and Preservation



Energy Efficiency and Emissions Management

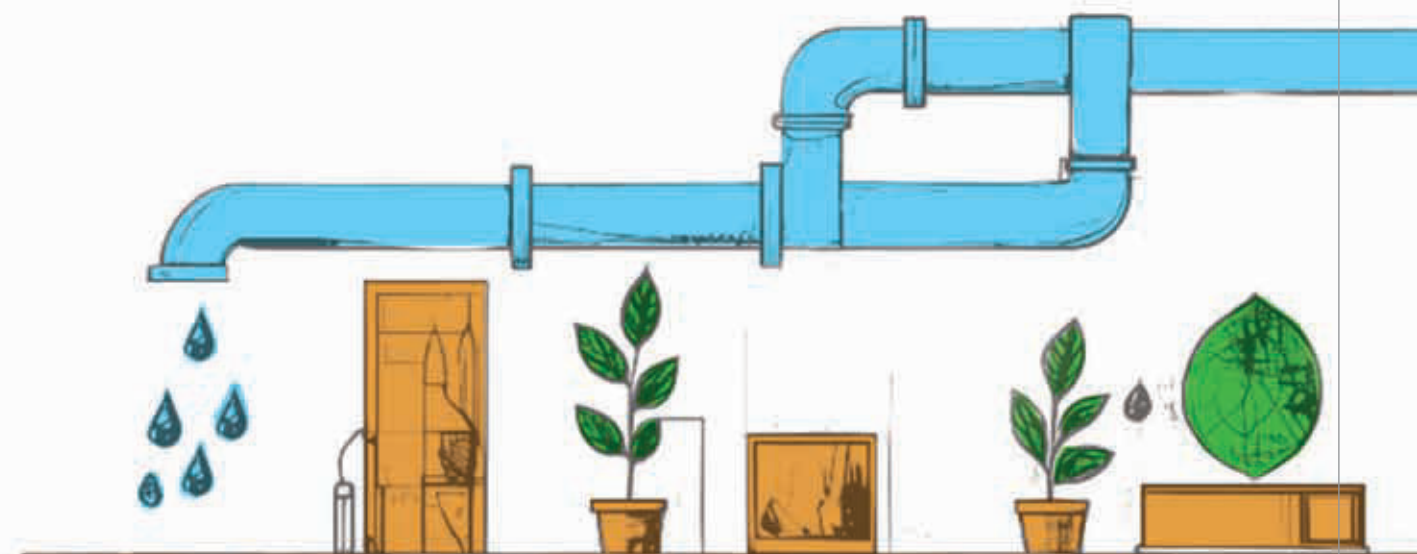


Sustainable Waste Management

## Water Stewardship

Water plays a crucial role in every aspect of our dairy operations, from equipment cleaning to processing and hygiene. We prioritise the closed-loop use of water. In 2024-25, we treated and recycled Standalone 606,145.92 kL of water through our Effluent Treatment Plants (ETPs). This water was repurposed for activities such as cleaning, flushing toilets, floor washing, maintaining gardens, and other non-potable applications.

By reducing water usage per litre of milk processed from 1.07 to 1.06 litres, we have not only conserved a vital resource but also improved operational efficiency, even with the added costs of treatment and monitoring.





NATURAL CAPITAL

## Energy and Emissions Management

We have taken meaningful steps to integrate renewable energy into our operations. To this end, we set up solar panels at our plants, providing 14% of our power needs. In 2024-25, we consumed 20,522 GJ of energy from renewable sources. Furthermore, biogas generated from ETP sludge is utilised in our cafeterias for cooking, turning waste into valuable resources.

These initiatives reduce our dependence on conventional energy and lower carbon emissions, fostering a cleaner, greener environment. Since last year, we have also piloted the use of electric vehicles, including both four-wheelers and two-wheelers, for secondary milk transportation. This step further supports our commitment

to reducing carbon emissions. Our efforts have been recognised with the 25<sup>th</sup> National Award for Excellence in Energy Management 2024, by the Confederation of Indian Industry (CII), reflecting the meaningful progress we are making.

**0.17 million G-Joules**

Total Energy Consumed

**4,702 kW**

Installed Solar Capacity



## Waste Management

Our Company has introduced a structured waste recycling process to minimise waste generation and optimise resource use. From packaging to organic waste, we focus on reducing landfill impact and enhancing resource efficiency.



## The Impact of Natural Capital on Other Capitals

**01**

### Financial Capital

Resource efficiency and renewable energy lower long-term costs, though upfront investments in sustainability may impact short-term margins.



**03**

### Intellectual Capital

Spurs innovation in green technologies and sustainable practices, although evolving regulations demand continuous adaptation.



**02**

### Manufactured Capital

Enables eco-efficient production and infrastructure upgrades but may limit speed of expansion due to compliance and sustainability thresholds.



**04**

### Human Capital

Cultivates environmental stewardship among employees, requiring continuous awareness and training initiatives.



**05**

### Social & Relationship Capital

Builds trust through community-focussed environmental programmes, though climate volatility can challenge consistent engagement outcomes.



## Stakeholders Impacted



Dairy Farmers



Employees



Consumers



Regulatory Authorities



Local Communities

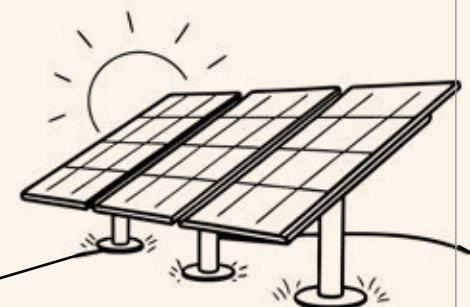


Shareholders and Investors



Suppliers

## SDGs Impacted





# Building a Workforce for Tomorrow's Challenges

Our people are our greatest strength, driving operational excellence, innovation, and sustainable growth. Every individual, from frontline staff to plant managers, plays a pivotal role in ensuring the delivery of safe, premium-quality dairy products to millions of homes. Therefore, we are devoted to attracting, fostering, and retaining a talented, driven workforce, firmly rooted in a culture of respect, inclusivity, and continuous development.

## Recruitment and Selection Processes

We continue to strengthen our talent pipeline through a balanced approach—by promoting internal mobility and strategically hiring external candidates. While we are proud to fulfill many key positions through our existing talent pool, we also recognize the importance of bringing in **fresh perspectives and innovative thinking**.

To infuse new energy into the organization, we have established strong partnerships with leading dairy technology institutes such as **NDRI—Bangalore, Sri Venkateswara University (SVU), and Osmania University**. Through these collaborations, we successfully onboarded **over 36 fresh graduates**, who have now joined various functions across our plants and offices.

In addition, we have actively engaged with the **National Apprenticeship Training Scheme (NATS)** to provide hands-on learning opportunities to aspiring technical professionals. So far, we have inducted **more than 50 technical graduates** under this initiative and placed them in structured training programs across our facilities. These young professionals are gaining valuable industry experience, while we benefit from their curiosity, agility, and enthusiasm.

This dual approach—nurturing internal talent and integrating high-potential newcomers—is helping us build a more dynamic, future-ready workforce.

## Training and Development

We invest in structured training programmes designed to build critical competencies across all levels, covering everything from technical and safety skills to leadership development and behavioural workshops. In 2024-25, training efforts were intensified in areas such as GMP, GHP, 5S awareness, ammonia safety, CMP, ENMS, FoSTaC, FSSAI, and HIRA, among others.

With the regular introduction of new technologies and systems, we ensure

that employees stay ahead of industry advancements. Exposure to the latest equipment and innovative processes enhances technical expertise and fosters a culture of adapting to the latest technology. Moreover, through our commitment to continuous learning and skill enhancement, we empower our workforce to excel in their roles and contribute effectively to the success of our organisation.

Several training and development

programmes were launched to enhance workforce capabilities, focussing on critical areas such as:

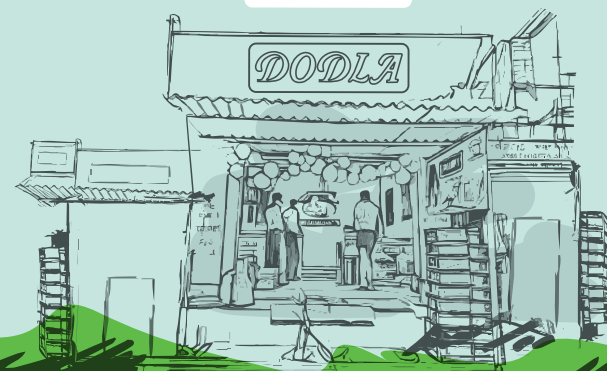
- ▶ Process Efficiency
- ▶ Compliance and Risk Management
- ▶ Productivity Enhancement
- ▶ EHS
- ▶ PMS Evaluation and Review Mechanism
- ▶ HR Policy Awareness

# 551

Number of Training Programmes Conducted During 2024-25

# 4,859

Number of Employees and Workers Trained





HUMAN CAPITAL



### Leadership Development Initiatives

In 2024–25, we introduced **Assessment and Development Centres (ADCs)** for all Departmental Heads (HODs). This structured initiative helped us identify key strengths and development areas within the leadership team. By engaging senior managers in this rigorous exercise, we enabled them to harness their potential and proactively work on areas for improvement, setting a strong foundation for leadership excellence across the organisation.



### Work and Motion Study

To drive operational efficiency, we conducted **work and motion studies** at one of our major processing plants. Several manual tasks were re-evaluated, resulting in significant changes to existing workflows. By replacing outdated methods with streamlined processes, we successfully improved productivity and optimised workforce performance, while also increasing safety and comfort on the shop floor.



### Diversity and Inclusion

We are committed to building an inclusive workplace where diversity is celebrated, and every voice matters. In 2024–25, we strengthened our **Diversity and Inclusion (D&I)** initiatives by ensuring balanced representation in hiring, celebrating cultural days, and conducting sensitisation workshops on unconscious bias and inclusive leadership. These efforts are fostering a respectful, equitable, and empowering environment for all.



### Employee Engagement

Our vibrant workplace culture continues to thrive through a variety of **employee engagement** activities conducted across all locations. Events such as the **Annual Sports Meet**, festive celebrations, team outings, and national day observances, including Republic Day and Independence Day, brought employees together beyond the work desk. Special occasions like **Women's Day, Plant Anniversaries, National Safety Day, and World Environment Day** deepened the sense of pride and community. These initiatives have significantly enhanced morale and cross-functional collaboration.

### Performance Management System (PMS)

To create a more transparent and merit-based performance culture, we rolled out role-specific **Key Result Areas (KRAs)** for non-executive employees. Comprehensive training was provided on how to write self-reviews and record measurable contributions. This approach empowered employees to articulate their impact while helping managers conduct structured, data-backed evaluations. Training supervisors on delivering effective feedback and 'feedforward' has also improved the overall quality of our performance conversations.

### HR Digitalization

We took a major leap in modernising our HR function by **digitising the workforce planning process**. This shift allows real-time tracking of workforce data, enabling smarter recruitment decisions and better coordination across departments. As a result, we achieved increased transparency, fewer manual errors, and stronger alignment between strategic goals and talent planning.

### Visitor and Vehicle Management – KAVACH

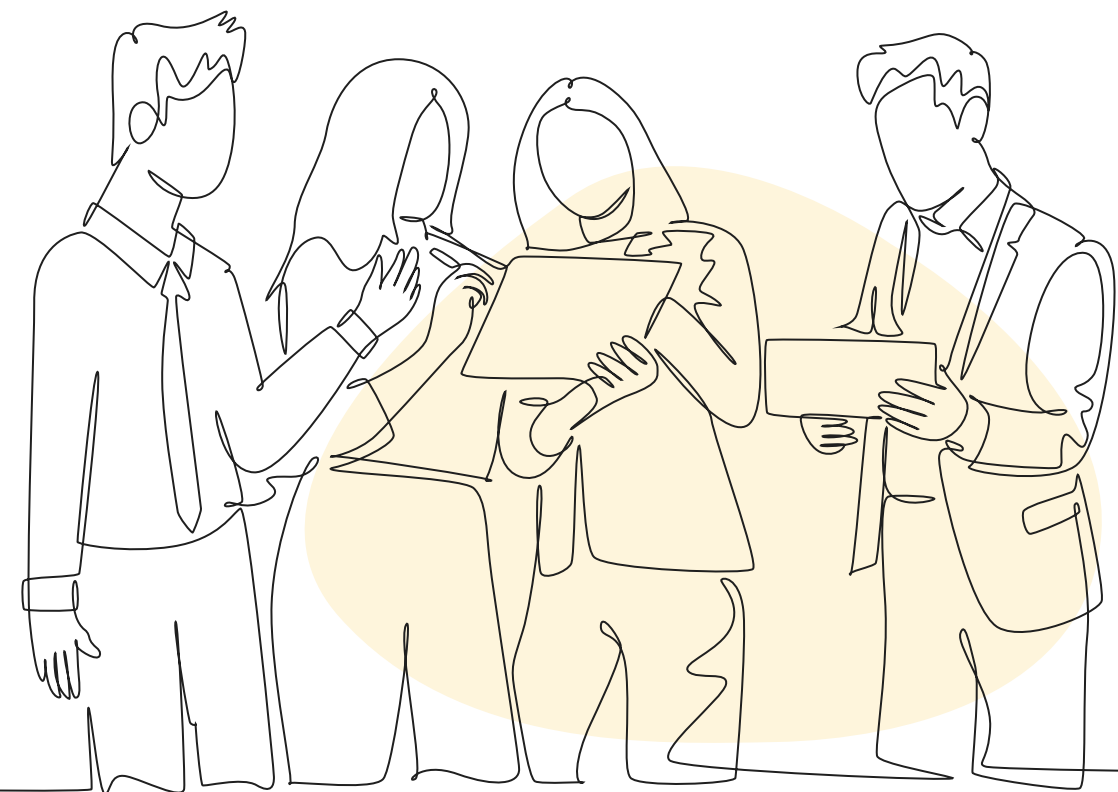
Security and logistics saw a major upgrade with the digital rollout of our **KAVACH Visitor & Vehicle Management System** at the corporate office and two plant locations. This smart system now tracks the real-time movement of personnel and materials, enhancing not only security but also operational efficiency and accountability across locations.

### Pulse Check on the PMS

To evaluate the effectiveness of our new PMS, we conducted a **pulse survey** with over **1,280 employees**. The results were encouraging, as **employee satisfaction with the appraisal system rose from 92% to 96%**. This improvement reflects the impact of our regular awareness programmes and training sessions, which have enhanced employees' understanding of performance measurement and reinforced confidence in the review process.

### Policy Awareness Programs

Over the year, we reached more than **1,500 employees** through targeted **HR Policy Awareness Programmes**. These sessions clarified entitlements, compliance expectations, and workplace benefits. More importantly, they helped employees understand how the policies support their professional growth and well-being, leading to higher engagement and enthusiasm across the board.





Environment, Health, and Safety (EHS)

Safety is not just a priority; it is a way of life at our organisation. In 2024–25, our EHS initiatives scaled new heights, reaching 15 locations and impacting over 2,600 employees.

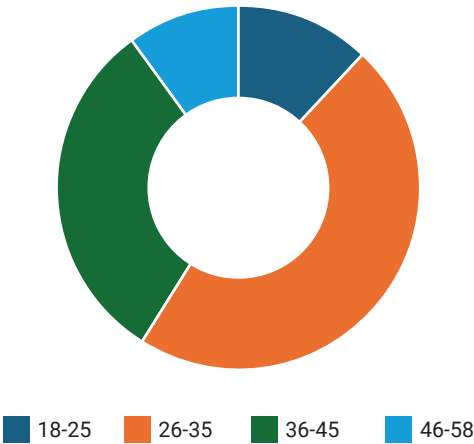
- ▶ We achieved **6.36 million safe person-hours**, exemplifying our rigorous safety culture
- ▶ **81 training sessions** on Personal Protective Equipment (PPE) usage, hazard identification (HIRA), electrical and chemical safety, and first aid were conducted, reaching more than **2,300 employees**
- ▶ **86 emergency mock drills** simulated high-risk scenarios, ensuring employees are prepared for real-life emergencies like ammonia leaks, fire, and electrical hazards
- ▶ With **573 safety observations** and a **74% closure rate**, our plants demonstrated active follow-up and accountability. Standout units such as PNR and NLR achieved closure rates exceeding 90%, and efforts are underway to reach full closure

We are immensely proud that our **processing plant in Batlagundu, Tamil Nadu**, was honoured with the **National Safety Award 2024–25**, a prestigious recognition of our sustained commitment to workplace safety and operational excellence.

Average Age by Role

Role	Average Age
Board of Directors	61
Senior Management	52
Staff	35

Age Distribution Across the Organisation



The Impact of Human Capital on Other Capitals

**01**  
**Financial Capital**  
A productive and engaged workforce improves cost efficiency and output quality.

**02**  
**Manufactured Capital**  
Skilled employees optimise asset utilisation, ensure uptime, and drive excellence in plant operations.

**03**  
**Intellectual Capital**  
Continuous learning and knowledge-sharing preserve institutional expertise and fuel innovation pipelines.

**04**  
**Natural Capital**  
Sustainability training programmes promote responsible resource use, reduce waste, and encourage conservation.

**05**  
**Social & Relationship Capital**  
Empowered employees build stronger trust with stakeholders through responsive service, collaboration, and on-the-ground engagement.

Stakeholders Impacted

Employees

SDGs Impacted





SOCIAL & RELATIONSHIP CAPITAL

# Strengthening Ties for Collective Success

Growth, for us, is defined not just by scale or profitability, but by the impact we have on those who grow alongside us. Our business model is closely intertwined with the people we serve, from dairy farmers and customers to the communities that support our operations. Through this approach, we aim to create shared value, build stronger relationships, and drive inclusive progress at every stage of the value chain.

## Our Relationship with Dairy Farmers

94.4%

Milk Directly Procured from Farmers

Procurement of Raw Milk from

1.3 lakh+

Farmers



### Regular Direct Payment

To support our farmers' livelihoods, we ensure timely, direct payments to their bank accounts every 10 to 15 days. This regular payment cycle promotes financial stability, builds trust, and nurtures long-term relationships with our farming community.



### Transparency in Procurement

We have set up Village Level Collection Centres (VLCCs) equipped with GPRS-enabled electronic milk analysers and weigh scales. This technology guarantees accurate testing of the quality and quantity of raw milk procured, fostering transparency and trust in every transaction with our farmers.



### Facilitation of Bank Loans

Our Company helps farmers secure loans from regional banks to invest in cattle and enhance their farm operations. This enables them to grow their dairy businesses with confidence and independence.



### Tie-Up with Veterinarians

We partner with veterinarians to organise training camps focussed on cattle health, nutrition, and disease prevention. These camps aim to enhance cattle productivity and promote overall livestock well-being.



### Supply of Cattle Feed

Through Orgafeed Private Limited, we provide high-quality cattle feed, with payments deducted against milk procurement. This approach ensures affordability and supports higher milk yields.



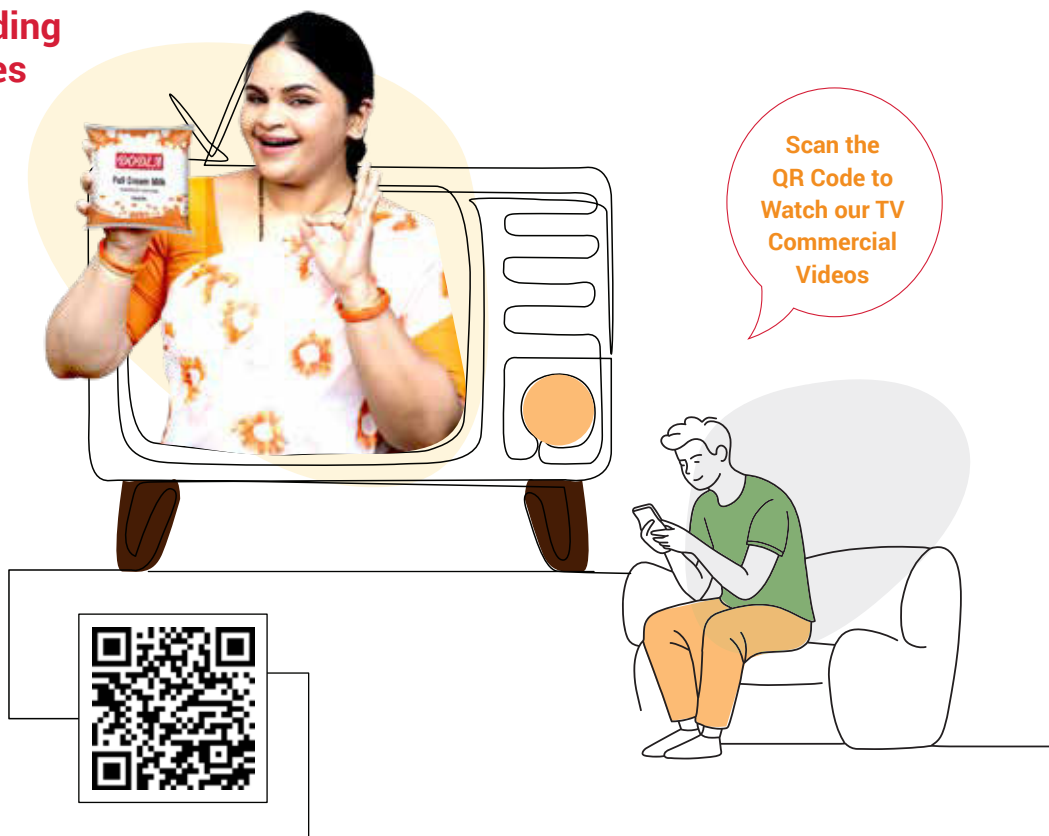
SOCIAL AND RELATIONSHIP CAPITAL

## Customers: Brand-building and Marketing Initiatives

### TV Commercials

We use television as a powerful tool to build brand recognition and reach millions of households. Through captivating TV commercials, we highlight the values of freshness, quality, and trust that define our brand. These campaigns aim to establish a strong emotional connection with our customers and reinforce the reliability of our products.

We aired our first television commercials (TVCs) on leading regional TV channels and popular digital platforms, capturing the festive spirit of consumers during the Makar Sankranti and Pongal celebrations.



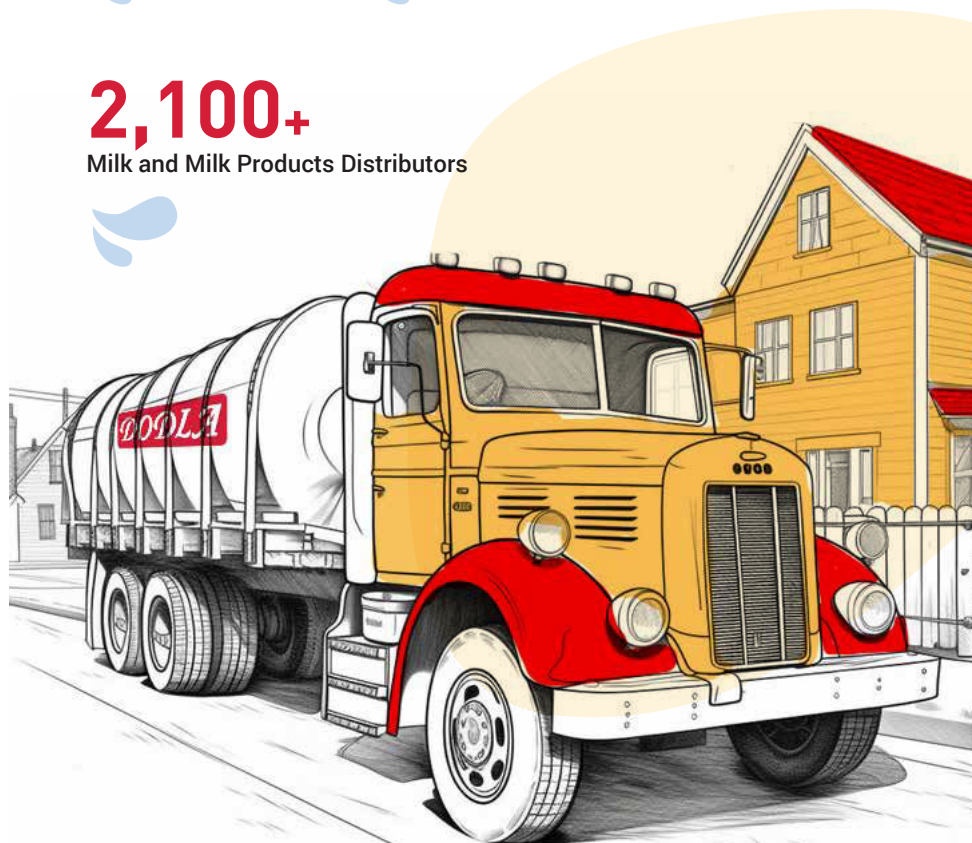
### Go-to-Market Strategy

Our go-to-market strategy is designed to ensure that our products are accessible to customers across diverse geographies. By focussing on building a solid distribution network, we ensure our products reach rural and urban markets efficiently. Additionally, region-specific marketing efforts, such as localised campaigns and promotions, help us cater to the unique preferences of customers in different markets.

**60+**  
Sales Offices

**2,900+**  
Agents

**2,100+**  
Milk and Milk Products Distributors



## Purity and Fair Pricing

We take pride in offering dairy products that are pure, fresh, and free from harmful additives. In addition, by ensuring transparency in our operations and maintaining efficient processes, we provide customers with fair pricing that reflects the true value of our products without compromising on quality. Our social engagement strategy combines industry expertise with a deep respect for local communities, cultures and environmental preservation. Through this strategy,

we strive to create meaningful impact through partnerships with neighbouring communities, improving their quality of life while fostering shared value. Aligned with the United Nations Sustainable Development Goals (UN SDGs), our CSR initiatives focus on supporting the communities where we operate and those connected to our plant operations. Rather than introducing new programmes frequently, we focus on strengthening and scaling the existing ones.



### Our Thematic Pillars are:



## CSR Activities of Dodla

During the financial year 2024-25, the Company allocated INR 32.87 Millions for CSR Activities. Our significant CSR projects include:

### Promoting Education



Construction of hostel at Mahumadapuram village, Nellore.





SOCIAL AND RELATIONSHIP CAPITAL

**Environmental Sustainability**



Restoration of Adikmet Road Stepwell, Osmania University, Hyderabad.

**Promoting Education**



Construction of library, seminar hall and classrooms in the College of Dairy Technology, Kamareddy.

**The Impact of Social and Relationship Capital on Other Capitals**

01

**Financial Capital**

Strengthens financial performance by fostering trust with stakeholders, enhancing brand equity, and ensuring a resilient supply chain.



02

**Manufactured Capital**

Facilitates a consistent and reliable supply of raw materials, supported by strong relationships with farmers and suppliers, and a strong distribution network.



03

**Human Capital**

Promotes employee well-being, skill development, and community engagement, resulting in a motivated workforce and enhanced operational efficiency.



04

**Intellectual Capital**

Encourages a culture of collaboration and knowledge sharing, accelerating innovation through partnerships, R&D efforts, and training programmes.



05

**Natural Capital**

Supports sustainable practices, such as water conservation and the adoption of renewable energy, through strong relationships with local communities and farmers who share environmental goals.



**Stakeholders Impacted**



Dairy Farmers



Customers and Consumers



Communities



Suppliers



Regulatory Authorities



Shareholders and Investors

**SDGs Impacted**



1 NO POVERTY



2 ZERO HUNGER



3 GOOD HEALTH AND WELL-BEING



4 QUALITY EDUCATION



17 PARTNERSHIPS FOR THE GOALS



# Upholding Accountability and Transparency at Every Level

Governance forms the foundation on which we build trust with our stakeholders and ensure responsible long-term growth. We have structured our governance framework around the principles of fairness, transparency, accountability, ethical business practices and stakeholder inclusivity.

We rely on clear oversight, strong internal controls, and sound decisions to steer our food business. This approach helps us meet regulations, protect shareholder interests, and stay true to our values.

Our commitment to high governance standards is embedded across the organisation, right from boardroom discussions to operational execution. This structure prepares us to thrive in a fast-changing business environment.

## Board of Directors



**Dodla Sesa Reddy**  
Chairman & Non-Executive Director



**Madhusudhana Reddy Ambavaram**  
Whole-Time Director



**Raja Rathinam**  
Non-Executive Independent Director



**Rampraveen Swaminathan**  
Non-Executive Independent Director



**Dodla Sunil Reddy**  
Managing Director



**Akshay Tanna**  
Non-Executive Non-Independent Director



**Vinoda Kailas**  
Non-Executive Independent Director



**Raman Tallam Puranam**  
Non-Executive Independent Director

## Management Team



**Venkat Krishna Reddy Busireddy**  
Chief Executive Officer



**Suresh Subramanian**  
Head - Procurement



**Mohana Kumar Returi**  
Head - Quality



**Ravi P**  
Head of Project



**Narahari N**  
Head – Operations, Orgafeed Private Limited



**Murali Mohan Raju R**  
Chief Financial Officer



**Laxma Reddy**  
Head - Production



**VCS Reddy**  
Head - Materials



**Surya Prakash M**  
Company Secretary & Compliance Officer



**Madhusudhana Reddy Ambavaram**  
Whole-Time Director



**Rakesh Ramnani**  
Head - Sales & Marketing



**Krishna Prasad V**  
Head - IT



**Sri Hari Reddy**  
Head - Operations (Uganda and Kenya)

29+ Years

Average Management Experience in Diversified Industries



450+

Professionals





Board Committees

Audit Committee

Mr Raman Tallam Puranam	Chairman	Independent Director
Dr Raja Rathinam	Member	Independent Director
Mr Rampraveen Swaminathan	Member	Independent Director
Mr Dodla Sunil Reddy	Member	Managing Director

Nomination, Remuneration & Compensation Committee

Mr Rampraveen Swaminathan	Chairman	Independent Director
Mr Raman Tallam Puranam	Member	Independent Director
Mr Dodla Sesha Reddy	Member	Non-Executive Director

Corporate Social Responsibility Committee

Mr Dodla Sesha Reddy	Chairman	Non-Executive Director
Mr Akshay Tanna	Member	Non-Executive Director
Ms Vinoda Kailas	Member	Independent Director

Stakeholders' Relationship Committee

Mr Raman Tallam Puranam	Chairman	Independent Director
Mr Akshay Tanna	Member	Non-Executive Director
Mr Dodla Sunil Reddy	Member	Managing Director

Risk Management Committee

Dr Raja Rathinam	Chairman	Independent Director
Mr Akshay Tanna	Member	Non-Executive Director
Mr Madhusudhana Reddy Ambavaram	Member	Whole-Time Director

Risk Governance

Our Board of Directors holds ultimate responsibility for overseeing our Company's risk management framework. The Risk Management Committee (RMC), a sub-committee of the Board, is entrusted with reviewing enterprise-wide risk management practices and adequacy of associated mitigation plans.

At the operational level, the Management Steering Committee (MSC) plays a pivotal role. It evaluates key risks, analyses potential

exposures, and prioritises appropriate response strategies. Critical matters that demand higher-level attention are escalated to the RMC after careful deliberation.

Our Chief Risk Officer (CRO) leads the risk governance process and reports to both the MSC and RMC. The CRO is supported by our Enterprise Risk Management (ERM) team, ensuring consistent and structured oversight across the organisation.

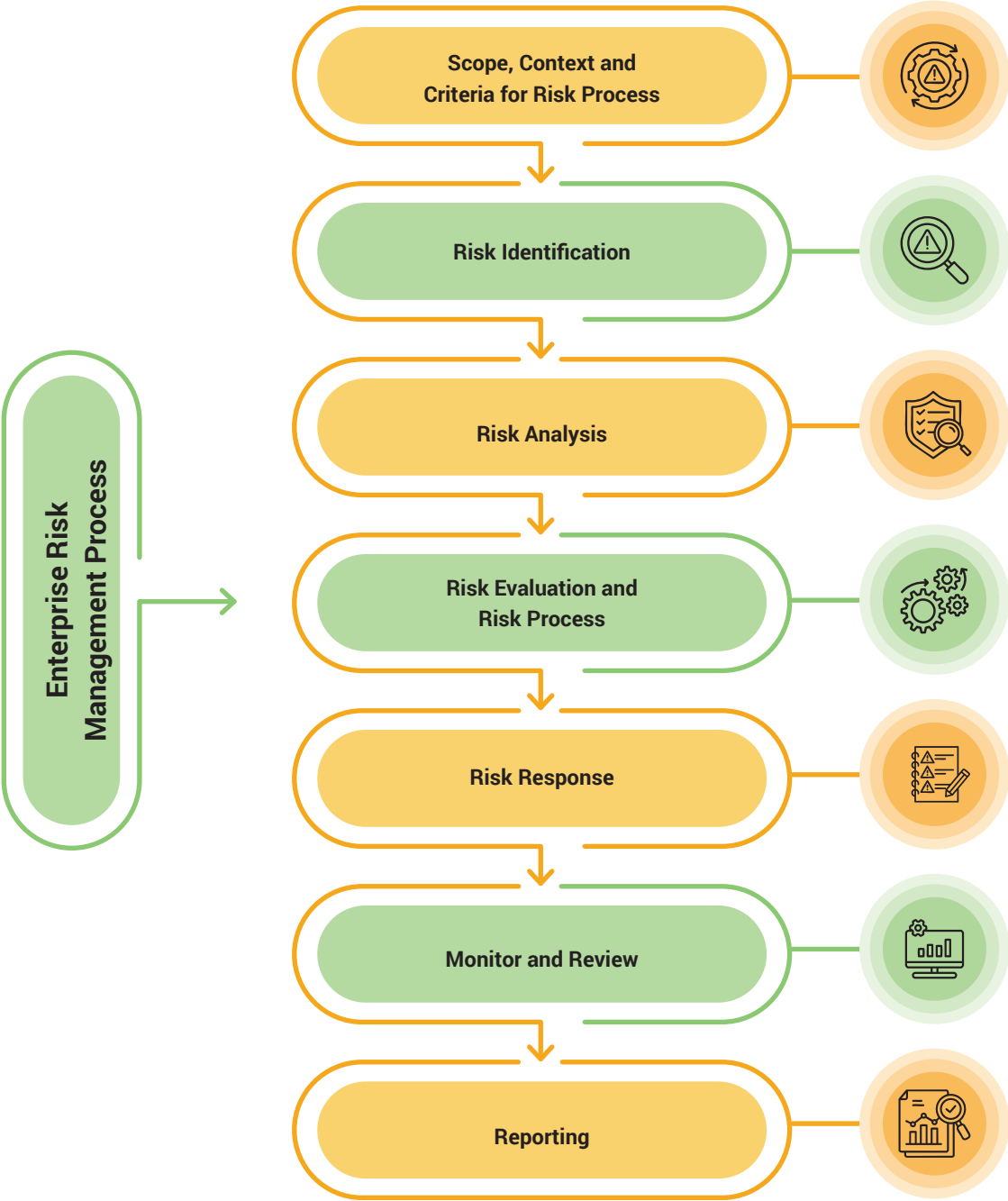
Department-specific risks are monitored by the respective Heads of Departments (HoDs), who drive proactive risk management within their functions. Risk Champions and Risk Owners, embedded across teams, help execute mitigation actions and foster a culture of shared accountability.

This layered oversight ensures that risk management is not reactive, but an embedded and forward-looking function across the organisation.

Risk Management Framework

Our Company has adopted an enterprise-wide risk management policy designed to anticipate and manage risks in a structured, integrated, and forward-looking manner. This policy outlines the key principles for defining, implementing, reviewing, and continuously enhancing our risk management processes in line with applicable regulations and best practices.

The framework is aligned with global standards such as ISO 31000:2018 (Risk Management Guidelines) and is tailored to comply with Indian regulatory requirements. This approach enables us to address both strategic and operational risks, ranging from procurement volatility and regulatory compliance to climate-related and reputational risks.



**Note:** Key risks and their mitigation measures are detailed on page 119 of the MD&A section



AWARDS

# Celebrating Recognitions and Achievements

We take pride in maintaining high standards across our operations and processes. This is reflected in the awards and recognitions we have received over the years. Each honour inspires us to push further, pursue excellence and deliver lasting value to our stakeholders.



## Confederation of Indian Industry (CII)

25<sup>th</sup> National Award for Excellence in Energy Management 2024



## Bureau of Indian Standards (BIS)

Skimmed Milk Powder: Part-1 Standard Grade



## India Food Summit

Dairy Company of the Year



## Bureau of Indian Standards (BIS)

Skimmed Milk Powder: Achieving Zero Failure



## Inter Dairy Awards 2024

Best Product Quality & Safety Control



## National Safety Council of India Awards 2024

Batlangundu Plant: Best Safety Control

## CORPORATE INFORMATION

### BOARD OF DIRECTORS

Mr. Dodla Sessa Reddy (DIN: 00520448)	:	Chairman and Non-Executive Non-Independent Director
Mr. Dodla Sunil Reddy (DIN: 00794889)	:	Managing Director
Mr. Ambavaram Madhusudhana Reddy (DIN: 08126380)	:	Whole-time Director
Mr. Akshay Tanna (DIN: 02967021)	:	Non-Executive Non-Independent Director
Mrs. Vinoda Kailas (DIN: 09104308)	:	Non-Executive Independent Woman Director
Mr. Rampraveen Swaminathan (01300682)	:	Non-Executive Independent Director
Mr. Tallam Puranam Raman (DIN: 00320782)	:	Non-Executive Independent Director
Dr. Raja Rathinam (DIN: 09045647)	:	Non-Executive Independent Director

### KEY MANAGERIAL PERSONNEL

Mr. Dodla Sunil Reddy	:	Managing Director
Mr. Ambavaram Madhusudhana Reddy	:	Whole-time Director
Mr. Busireddy Venkat Krishna Reddy	:	Chief Executive Officer
Mr. Reddycherla Murali Mohan Raju	:	Chief Financial Officer
Mr. Surya Prakash Mungelkar	:	Company Secretary & Compliance officer

### BOARD COMMITTEES

#### AUDIT COMMITTEE

Mr. Tallam Puranam Raman	:	Chairman
Mr. Rampraveen Swaminathan	:	Member
Dr. Raja Rathinam	:	Member
Mr. Dodla Sunil Reddy	:	Member

#### NOMINATION, REMUNERATION AND COMPENSATION COMMITTEE

Mr. Rampraveen Swaminathan	:	Chairman
Mr. Tallam Puranam Raman	:	Member
Mr. Dodla Sessa Reddy	:	Member

#### CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. Dodla Sessa Reddy	:	Chairman
Mr. Akshay Tanna	:	Member
Mrs. Vinoda Kailas	:	Member

#### STAKEHOLDERS' RELATIONSHIP COMMITTEE

Mr. Tallam Puranam Raman	:	Chairman
Mr. Akshay Tanna	:	Member
Mr. Dodla Sunil Reddy	:	Member

#### RISK MANAGEMENT COMMITTEE

Dr. Raja Rathinam	:	Chairman
Mr. Akshay Tanna	:	Member
Mr. A. Madhusudhana Reddy	:	Member





NOTICE

REGISTERED & CORPORATE OFFICE	: 8-2-293/82/A, 270/Q, Road No 10-C, Jubilee Hills, Hyderabad – 500033, Telangana, India. Ph: 040-45467777; Fax: 040-45467788 Email: <a href="mailto:cs@dodladairy.com">cs@dodladairy.com</a> <a href="http://www.dodladairy.com">www.dodladairy.com</a>
CORPORATE IDENTIFICATION NUMBER	: L15209TG1995PLC020324
STOCK EXCHANGES WHERE COMPANY'S SECURITIES ARE LISTED	: BSE Limited, Mumbai  National Stock Exchange of India Limited, Mumbai
REGISTRARS & SHARE TRANSFER AGENTS	: KFin Technologies Limited  Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032, Telangana, India contact: 18003094001 Fax: +91 40 23001153 Email id: <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a> Website: <a href="http://www.kfintech.com">www.kfintech.com</a>
STATUTORY AUDITORS	: M/s. S.R. Batliboi & Associates LLP  Chartered Accountants The Skyview 10, 'North Lobby', 18th Floor Survey No 83/1, Raidurgam, Hyderabad – 500032 Telangana, India
SECRETARIAL AUDITORS	: M/s. MNM & Associates Practicing Company Secretaries H.No. 20-3/2/A, Gautamnagar, Malkajgiri Hyderabad – 500047, Telangana, India.
COST AUDITORS	: M/s. JK & CO  Cost Accountants 5-6-59/112, FF-14, A Block, Shiva Durga Enclave, C.V.R. Flyoverdown, vidyadharapuram, Vijayawada – 520012, Andhra Pradesh
INTERNAL AUDITORS	: M/s. BDO India LLP 1101/B, Manjeera Trinity Corporate JNTU-Hitech City Road, Kukatpally, Hyderabad-500072, Telangana, India
BANKERS	: HDFC Bank Limited  ICICI Bank Limited  Kotak Mahindra Bank Limited

DODLA DAIRY LIMITED

CIN: L15209TG1995PLC020324

Regd. Office: # 8-2-293/82/A, 270/Q, Road No 10-C, Jubilee Hills, Hyderabad – 500 033, Telangana, India.

Tel: 040-4546 7777, Fax: 040-4546 7788

Website: [www.dodladairy.com](http://www.dodladairy.com), Email: [cs@dodladairy.com](mailto:cs@dodladairy.com)

NOTICE OF THE 30TH ANNUAL GENERAL MEETING

Notice is hereby given that the 30th Annual General Meeting (AGM) of the Members of Dodla Dairy Limited (DDL or the Company) will be held on Monday, 14 July 2025 at 11:00 A.M. (IST) through Video Conference ("VC") and/or Other Audio Visual Means ("OAVM") to transact the businesses mentioned below:

The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

ORDINARY BUSINESS:

- To receive, consider and adopt:
  - the Audited Standalone Financial Statements of the Company for the year ended 31 March 2025, together with the reports of the Board of Directors and the auditors thereon, and
  - the Audited Consolidated Financial Statements of the Company for the year ended 31 March 2025 together with the report of the auditors thereon.
- To confirm the payment of Interim Dividend of INR 3/- (i.e. 30%) per Equity Share of INR 10/- each and to declare a Final Dividend of INR 2/- (i.e. 20%) per Equity Share of INR 10/- each for the financial year 2024-25.
- To appoint a director in place of Mr. Madhusudhana Reddy Ambavaram (DIN: 08126380), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

- To appoint the Secretarial Auditors of the Company**  
  
To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:  
  
**"RESOLVED THAT** pursuant to the provisions of Sections 204 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations 2015, as amended from time to time, pursuant to recommendation of the Audit Committee and the Board of Directors, consent of the members of the Company be and is here by accorded for appointment of M/s. MNM & Associates, Practicing Company Secretaries (Firm Regn. No.: P2017TL059600) as the Secretarial Auditors of the Company for a period of 5 (Five) consecutive financial years commencing from commencing from 1 April 2025 till 31 March 2030, at such remuneration as may be determined by the Board of Directors of the Company (including its Committee thereof) in consultation with the Secretarial Auditors.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof if any) be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

- To ratify the remuneration of the Cost Auditors for the financial year ending 31 March 2026**

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

**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies, Act, 2013 and the rules framed thereunder and subject to all other approvals, if any, members of the Company hereby ratify the payment of remuneration, as approved by the Board of Directors, to M/s. J K & Co, Cost Accountants (Firm Regd No. 004010) of the Company, amounting to INR 1,50,000/- (Rupees One Lakh Fifty Thousand only) plus applicable taxes and out of pocket expenses, to conduct the audit of the cost records of the Company, for the financial year ending 31 March 2026.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof if any) be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

## NOTICE (Contd.)

6. **To re-appoint Mr. Dodla Sunil Reddy (DIN: 00794889) as Managing Director of the Company for a term of 5 years**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013, ("Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and in terms of Regulation 17(1C), 17(6) (e) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and such other approvals, permissions and sanctions, as may be required, and as recommended by the Nomination, Remuneration & Compensation Committee, Audit Committee and approved by the Board of Directors, consent of Members be and is hereby accorded for the re-appointment and terms of re-appointment including remuneration of Mr. Dodla Sunil Reddy (DIN: 00794889) as the Managing Director of the Company for a further period of five years, with effect from 1 April 2026 to 31 March 2031 (both days inclusive), liable to retire by rotation as per the terms and conditions including remuneration, perquisites & other benefits as set out in the Explanatory Statement annexed to this Notice.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof if any) be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

7. **To Pay Consultancy Fees/Remuneration to Mr. Sesha Reddy Dodla (DIN: 00520448), Non-executive Director in excess of payment made to all other Non-executive Directors**

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

**"RESOLVED THAT** pursuant to Section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and Its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and as per Regulation 17(6) (ca) and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (SEBI LODR) (including any statutory modifications or re-enactment thereof for time being in force and such other applicable provisions if any and as per recommendation of the Nomination Remuneration & Compensation Committee, Audit committee and the Board of Directors of the Company, consent of Members be and is hereby accorded to payment of consultancy Fees/Remuneration to Mr. Sesha Reddy Dodla (DIN: 00520448), Chairman and Non-executive Director of the Company and relative of Mr. Dodla Sunil Reddy DIN (00794889), Managing Director of the Company, an amount of INR 5,00,000 per month (Rupees five lakhs only) for the financial year 2025-26 which is exceeding 50% (fifty percent) of the total annual remuneration paid/payable to all the Non-Executive Directors of the Company for the said financial year.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof if any) be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

By Order of the Board of Directors  
**For Dodla Dairy Limited**

**Surya Prakash Mungelkar**  
Company Secretary and  
Compliance Officer

Place: Hyderabad  
Date: 19 May 2025

M. No. A31877

## NOTICE (Contd.)

## NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect to the special businesses to be transacted at the AGM is annexed hereto. Additional information as per Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard -2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India, concerning item nos. 4, 5, 6 and 7 of the Notice are annexed.
2. Ministry of Corporate Affairs (MCA) vide its General Circular No.09/2024 dated 19 September 2024 read with the circulars issued earlier on the subject (collectively referred to as 'MCA Circulars') and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03 October 2024 read with the circulars issued earlier on the subject (collectively referred to as "SEBI Circulars"), the companies are permitted to hold their Annual General Meeting ("AGM") through video conferencing ("VC") or other audio visual means ("OAVM") up to 30 September 2025 without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Act, SEBI Listing Regulations and MCA Circulars, the AGM of the Company is being held through VC/OAVM. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at 8-2-293/82/A, 270/Q, Road No 10-C, Jubilee Hills, Hyderabad – 500 033, Telangana, India which shall be deemed venue of the AGM.
3. Since the AGM will be held through VC/OAVM, pursuant to the MCA Circulars, physical attendance of the members is not required at the AGM, and attendance of the members through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013. Route map of the venue of the Meeting is accordingly not annexed hereto.
4. The Company has appointed KFin Technologies Limited, Registrars and Transfer Agents, to provide Video Conferencing (VC)/Other Audio-Visual Means (OAVM) facility for the 30th Annual General Meeting.
5. Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
6. Pursuant to the provisions of section 105 of the Act and Regulation 44(4) of the SEBI Listing Regulations, a member entitled to attend and vote at the AGM is

entitled to appoint a proxy to attend and vote on his/her behalf and the proxy needs not be a member of the Company. Since this AGM is being held through VC/OAVM pursuant to the applicable MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of Proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

7. Corporate/Institutional members (i.e. other than individuals, HUF, NRI, etc.) are entitled to appoint authorised representatives to attend the AGM through VC/OAVM on their behalf and cast their votes through remote e-voting during the e-voting period and/or during the AGM. Corporate/Institutional members are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote/attend AGM, to the Scrutiniser by e-mail at [mnmandassociates@gmail.com](mailto:mnmandassociates@gmail.com) with a copy marked to KFin Technologies Limited (agency for providing the Remote e-Voting facility) at [einward.ris@kfintech.com/evoting@kfintech.com](mailto:einward.ris@kfintech.com/evoting@kfintech.com) and the Company at [cs@dodladairy.com](mailto:cs@dodladairy.com).
8. Dispatch of Annual Report through Electronic Mode: In compliance with the MCA Circulars and the Securities and Exchange Board of India ("SEBI") circulars the Notice of the 30th AGM along with the Annual Report for the financial year 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depository Participant/Registrar and Share Transfer Agent of the Company. The Company shall send physical copy of the Annual Report for the financial year 2024-25 to those members who request for the same at [cs@dodladairy.com](mailto:cs@dodladairy.com) mentioning their Folio No./DP ID and Client ID. Members may note that this Notice along with the Annual Report for the financial year 2024-25 will also be available on the website of the Company at [www.dodladairy.com](http://www.dodladairy.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 also on the website of e-voting agency KFin Technologies Limited at the website address <https://evoting.kfintech.com>.
9. Members who have not yet registered their e-mail addresses, bank account details and mobile number are requested to register the same with their Depository Participants ("DP") since the shares are held by them in electronic Form.



## NOTICE (Contd.)

10. Pursuant to the provisions of Section 124 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, there are no unclaimed dividend amounts pending for transfer.
11. The Register of Members and Share Transfer Books of the Company will remain closed from 08 July 2025 to 14 July 2025, both days inclusive, for the purpose of AGM and for determining the entitlement of the Members for payment of final dividend for financial year 2024-25, if approved at the AGM.
12. Payment of Final Dividend: The dividend on Equity Shares, if declared at the AGM, will be paid, subject to deduction of tax at source, on or before 13 August 2025 to the Members whose names appear on the Company's Register of Members as on the close of business hours on Monday, 07 July 2025 ("Cut-off Date") and whose bank mandate are registered in the records of the Depository Participants/RTA.
13. The Company pays dividend electronically through various online transfer modes to those members who have updated their bank account details. For members who have not updated their bank account details, dividend warrants/demand drafts/cheques will be sent to their registered addresses. To avoid delay in receiving dividend, members are requested to update their KYC with their depositories (where shares are held in dematerialised mode) and with the Company's Registrar and Transfer Agent (RTA) (where shares are held in physical mode) to receive dividend directly into their bank account on the payout date.
14. Tax Deduction at Source on Dividend: Pursuant to Income-tax Act, 1961, as amended, the dividend income is taxable in the hands of members and therefore, the Company shall be required to deduct tax at source ('TDS') at the prescribed rates from dividend paid to members. For the prescribed rates for various categories, members are requested to refer to the Finance Act, 2020 and amendments thereof.

For Resident members, TDS shall be deducted under Section 194 of the Income-tax Act, 1961 @10% on the amount of Dividend declared and paid by the Company during the financial year 2025-26, provided PAN is provided by the member. If PAN is not submitted to the Company/RTA (in case shares are held in physical mode)/not updated in their demat account (in case shares are held in demat mode)/PAN is not linked with Aadhar, TDS would be deducted at a rate of 20% as per Section 206AA of the Income-tax Act, 1961.

However, no TDS shall be deducted on the Dividend payable to a resident Individual if the total dividend received/to be received during the financial year 2025-26 does not exceed INR 10,000.

Applicable TDS will be deducted unless exempt under the provisions of the Act and subject to furnishing of following self-certified documents:

- i. Insurance companies: Documentary evidence that the provisions of section 194 of the Act are not applicable to them (self-attested by the competent authority with affixed stamp);
- ii. Mutual Funds: Documentary evidence to prove that the mutual fund is a mutual fund specified under clause (23D) of section 10 of the Act (declaration form is annexed in the below link);
- iii. Alternative Investment Fund (AIF) established in India: Self - declaration that its dividend income is not chargeable under the head 'Profit and Gains of Business or Profession' and exempt under section 10(23FBA) of the Act and they are established as Category I or Category II AIF under the SEBI regulations. (declaration form is annexed in the below link);
- iv. Entities Exempt under Section 10 of the Act: In case of resident non-individual shareholders, if the income is exempt under Income Tax Act, 1961, the authorised signatory shall submit the self-declaration duly signed with stamp affixed for the purpose of claiming exemption from tax deduction at source (declaration form is annexed in the below link);
- v. Corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income- tax on its income - Documentary evidence that the person is covered under section 196 of the Act;
- vi. Form 15G/15H in the case of eligible Resident shareholders: No tax shall be deducted in the case of a resident shareholder if the shareholder provides duly signed Form 15G (applicable to any person other than a Company or a Firm) or Form 15H (applicable to an individual above the age of 60 years), provided that all the prescribed eligibility conditions are met (declaration form is annexed in the below link).

Non-resident members can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No

## NOTICE (Contd.)

Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits.

Members may download and submit the aforementioned documents on the website of the RTA viz. <https://ris.kfintech.com/form15> and by sending an email to RTA at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) on or before 07 July 2025 in order to enable the Company to determine and deduct appropriate tax. No communication on the tax determination/deduction shall be entertained post 07 July 2025. It may be further noted that in case the tax on said dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents from the members, there would still be an option available with the members to file the return of income and claim an appropriate refund, if eligible.

Members may download the TDS certificate from the Income Tax Department's website <https://www.incometax.gov.in/> (refer to Form 26AS). If any member needs assistance in obtaining the TDS certificate, he/she may write to the Company at [cs@dodladairy.com](mailto:cs@dodladairy.com) or to RTA at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

Members are requested to address all correspondences, including for dividends, to the RTA of the Company, at:

KFin Technologies Limited

Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032, Telangana, India

contact: 18003094001

Fax: +91 40 23001153

Email id: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

Website: [www.kfintech.com](http://www.kfintech.com)

15. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated 31 July 2023, and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated 04 August 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated 31 July 2023 (updated as on 11 August 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website <https://dodladairy.com/investor-corner/smart-odr/>

16. Investor Grievance Portal maintained by Registrar and Transfer Agent (RTA).

Members are hereby notified that our RTA, KFin Technologies Limited, based on the SEBI Circular

(SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated 08 June 2023, have created an online application which can be accessed at [https://ris.kfintech.com/default.aspx#>Investor Services > Investor Support](https://ris.kfintech.com/default.aspx#>Investor%20Services%20>Investor%20Support).

Members are required to register/signup, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend, Interest, Redemptions, e-Meeting and e-Voting Details.

Quick link to access the signup page: <https://kprism.kfintech.com/signup>

#### INSTRUCTIONS FOR THE MEMBERS FOR ATTENDING THE E-AGM THROUGH VIDEO CONFERENCE/OTHER AUDIO-VISUAL MODE:

- i. Attending the e-AGM: Members will be able to attend the AGM through VC/OAVM or view the live webcast of AGM at <https://emeetings.kfintech.com/> by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM. 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. Further, Members can also use the OTP based login for logging into the e-voting system.
- ii. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.
- iii. Further Members will be required to allow Camera, if any, and hence use Internet with a good speed to avoid any disturbance during the meeting.
- iv. 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.
- v. Facility of joining the AGM through VC/OAVM shall be open 15 minutes before the time scheduled for the AGM.
- vi. Those Members who register themselves as speaker will only be allowed to express views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.

NOTICE (Contd.)

vii. **Submission of Questions/queries prior to e-AGM:**

Members desiring any additional information with regard to Accounts/Annual Reports or has any question or query are requested to write to the Company Secretary on the Company's investor email-id i.e., [cs@dodladairy.com](mailto:cs@dodladairy.com) at least 2 days before the date of the e-AGM, so as to enable the Management to keep the information ready. Please note that, member's questions will be answered only if they continue to hold the shares as of cut-off date.

Alternatively, shareholders holding shares as on cut-off date may also visit <https://evoting.kfintech.com/> and click on the tab "Post Your Queries Here" to post their queries/views/questions in the window provided, by mentioning their name, demat account number/folio number, email ID, mobile number. The window shall be activated during the remote e-voting period and shall be closed 24 hours before the time fixed for the e-AGM.

viii. **Speaker Registration before e-AGM:**

Shareholders who wish to register as speakers at the AGM are requested to visit <https://emeetings.kfintech.com> register themselves between 11 July 2025 (09.00 Hours IST) and 12 July 2025 (17.00 Hours IST).

- ix. Facility of joining the AGM through VC/OAVM shall be available for 2000 members on first come first served basis. However, the participation of members holding 2% or more shares, promoters, Institutional Investors, directors, key managerial personnel, chairpersons of Audit Committee, Stakeholders Relationship Committee, Nomination, Remuneration and compensation Committee and Auditors are not restricted on first come first serve basis.
- x. Members who need technical assistance before or during the AGM, can contact KFintech at <https://evoting.kfintech.com/>.
- xi. Corporate members intending to send their authorised representatives to attend the Annual General Meeting through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") pursuant to the provisions of Section 113 of the Companies Act, 2013 are requested to send a certified copy of the relevant Board Resolution to the Company.

**INSTRUCTIONS FOR E-VOTING:**

**Procedure for remote e-voting:**

- i. In compliance with the provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration)

Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09 December 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.

- ii. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09 December 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs in order to increase the efficiency of the voting process.
- iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iv. The remote e-Voting period commences from 09.00 Hours (IST) on 11 July 2025 to 17.00 Hours (IST) on 13 July 2025.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on 07 July 2025, the cut-off date.
- vi. Any person holding shares in demat/physical form and nonindividual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@kfintech.com](mailto:evoting@kfintech.com). However, if he/she is already registered with KFintech for remote e-Voting then he/she can use his/her existing User ID and password for casting the vote.
- vii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

NOTICE (Contd.)

viii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

**Step 1:** Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

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

**Step 3:** Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

**Details on Step 1 are mentioned below:**

Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<b>1. User already registered for IDeAS facility:</b>  I. Visit URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a>  II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section.  III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting"  IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.
	<b>2. User not registered for IDeAS e-Services</b>  I. To register click on link: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a>  II. Select "Register Online for IDeAS" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>  III. Proceed with completing the required fields.  IV. Follow steps given in point no.1
	<b>3. Alternatively by directly accessing the e-Voting website of NSDL</b>  I. Open URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>  II. Click on the icon "Login" which is available under 'Shareholder/Member' section.  III. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.  IV. Post successful authentication, you will be requested to select the name of the Company and the e-Voting Service Provider name, i.e., KFintech.  V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.





NOTICE (Contd.)

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<b>1. Existing user who have opted for Easi/Easiest</b>  I. Visit URL: <a href="https://web.cdslindia.com/myeasitoken/Home/Login">https://web.cdslindia.com/myeasitoken/Home/Login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a>  II. Click on New System Myeasi  III. Login with your registered user id and password.  IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e., KFintech e-Voting portal.  V. Click on e-Voting service provider name to cast your vote.  <b>2. User not registered for Easi/Easiest</b>  I. Option to register is available at <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</a>  II. Proceed with completing the required fields.  III. Follow the steps given in point 1  <b>3. Alternatively, by directly accessing the e-Voting website of CDSL</b>  I. Visit URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a>  II. Provide your demat Account Number and PAN No.  III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.  IV. After successful authentication, user will be provided links for the respective ESP, i.e., KFintech where the e- Voting is in progress.
Individual Shareholder login through their demat accounts/ Website of Depository Participant	I. You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility.  II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.  III. Click on options available against company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.

**Important note:** Members who are unable to retrieve User ID/Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

NOTICE (Contd.)

Details on Step 2 are mentioned below:

Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
- Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
- After entering these details appropriately, click on "LOGIN".
- You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- You need to login again with the new credentials.
- On successful login, the system will prompt you to select the "EVENT" i.e., 'Dodla Dairy Limited - 30th Annual General Meeting' and click on "Submit"
- On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

- Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- You may then cast your vote by selecting an appropriate option and click on "Submit".
- A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- Corporate/Institutional Members (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutiniser at email id [mnmandassociates@gmail.com](mailto:mnmandassociates@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the above-mentioned documents should be in the naming format "Dodla Dairy Limited"

Details on Step 3 are mentioned below:

Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.

- Member will be provided with a facility to attend the AGM through VC/OAVM platform provided by KFintech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVENT of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. 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 above.
- Facility for joining AGM though VC/OAVM shall open at least 15 minutes before the commencement of the Meeting.

## NOTICE (Contd.)

- iii. Members are encouraged to join the Meeting through Laptops/Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- iv. Members will be required to grant access to the webcam to enable VC/OAVM. Further, Members 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.
- v. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views/send their queries in advance mentioning their name, demat account number/folio number and email id.
- vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC/OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- vii. A Member can opt for only a single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
- viii. Facility of joining the AGM through VC/OAVM shall be available for at least 2000 members on first come first served basis.
- ix. Institutional Members are encouraged to attend and vote at the AGM through VC/OAVM.

**OTHER INSTRUCTIONS:**

- I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com/> and login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Speaker Registration' which will be open from 11 July 2025 (09.00 Hours IST) to 12 July 2025 (17.00 Hours IST). Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

- II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com/>. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will be open from 11 July 2025 (09.00 Hours IST) to 12 July 2025 (17.00 Hours IST).
- III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (Kfintech Website) or contact [evoting@kfintech.com/einward.ris@kfintech.com](mailto:evoting@kfintech.com/einward.ris@kfintech.com) or call Kfintech's toll free No. 1-800-309-4001 for any further clarifications.
- IV. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on 07 July 2025 (End of Day), being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- V. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:  
  
If e-mail address or mobile number of the member is registered against Folio No./DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter Folio No. or DP ID, Client ID and PAN to generate a password.  
  
i. Members who may require any technical assistance or support before or during the AGM are requested to contact Kfintech at toll free number 1-800-309-4001 or write to them at [evoting@kfintech.com/einward.ris@kfintech.com](mailto:evoting@kfintech.com/einward.ris@kfintech.com).
- VI. The results of the electronic voting shall be submitted to the Stock Exchanges after the AGM. The results along with the Scrutiniser's Report, shall also be placed on the website of the Company.

**GENERAL INFORMATION:**

1. The Company's equity shares are Listed at (i) BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001, Maharashtra, India and (ii) National Stock Exchange of India Limited, Exchange Plaza,

## NOTICE (Contd.)

- Floor 5, Plot No. C/1, Bandra (East), Mumbai – 400051, Maharashtra, India and the Company has paid the Annual Listing Fees to the said Stock Exchanges for the year 2025-26.
2. Members are requested to send all communication relating to shares to the Company's Registrar and Share Transfer Agent at KFIN Technologies Limited (Unit: Dodla Dairy Limited), Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032, Telangana State, India.
3. Register of Directors and Key Managerial Personnel (KMP) and their shareholding under Section 170 of the Companies Act, 2013 and the rules made thereunder and Register of Contracts maintained under Section 189 of Companies Act, 2013 and the rules made thereunder are available for inspection at the registered office of the Company.
4. As required under Listing Regulations and Secretarial Standard - 2 on General Meetings details in respect of Directors seeking appointment/re-appointment at the Annual General Meeting, is separately annexed hereto. Directors seeking appointment/re- appointment have furnished requisite declarations under Section 164(2) and other applicable provisions of the Companies Act, 2013 including rules framed thereunder.

**GENERAL INSTRUCTIONS:**

- (i) Members holding shares either in demat or physical mode who are in receipt of Notice, may cast their votes through e-voting.
- (ii) Members opting for e-voting, for which the USER ID and initial password are provided in a separate sheet. Please follow steps under heading 'INSTRUCTIONS FOR E-VOTING' above to vote through e-voting platform.
- (iii) The e-voting period commences from 9.00 A.M. (IST) on 11 July 2025 to 5.00 P.M. (IST) on 13 July 2025. During this period, the members of the Company,

holding shares in demat, as on the cut-off date of 07 July 2025 may cast their vote electronically. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- (iv) The Company has appointed M/s. MNM & Associates, Company Secretaries represented by Mrs. Sridevi Madati, Practising Company Secretary (Membership No.F6476 and CP No. 11694) as the Scrutiniser to conduct the voting process (e-voting and poll) in a fair and transparent manner.
- (v) The Scrutiniser shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast prior to AGM) and make a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or any officer of the Company so authorised by the Board.
- (vi) The results shall be declared along with the Scrutiniser's report within 2 working days from the conclusion of AGM and shall be placed on the website of the Company [www.dodladairy.com](http://www.dodladairy.com) and on the website of Kfintech, <https://evoting.kfintech.com/> immediately. The Company shall simultaneously communicate the results to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.
- (vii) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of AGM, i.e., Monday, 14 July 2025.

By Order of the Board of Directors  
**For Dodla Dairy Limited**

**Surya Prakash Mungelkar**  
Company Secretary and  
Compliance Officer  
M. No. A31877

Place: Hyderabad  
Date: 19 May 2025





## NOTICE (Contd.)

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

As required under Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 4, 5, 6 and 7 of the accompanying Notice:

**Item no. 4**

Pursuant to provisions of Section 204 of the Companies Act, 2013, and relevant rules thereunder, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), every listed company is required to annex with its Board's Report, a secretarial audit report, issued by a Practising Company Secretary. For this purpose, the Board of Directors of the Company had appointed M/s. MNM & Associates, Practising Company Secretaries (Firm Regn. No.: P2017TL059600), as Secretarial Auditors of the Company for the financial year 2024-25 and they have issued their report which is annexed to the report of the Board of Directors of the Company as a part of the Annual Report.

SEBI vide its notification dated 12 December 2024, amended the SEBI Listing Regulations, 2015. The amended regulations require companies to obtain shareholders' approval for appointment of Secretarial Auditors, in addition to approval by the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed company secretary and should not have incurred any of the disqualifications as specified by SEBI.

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any ("the Act"), the Audit Committee and the Board of Directors at their respective meetings held on 19 May 2025 have approved subject to approval of Members M/s. MNM & Associates, a firm of Practising Company Secretaries, as the Secretarial Auditors of the Company for a term of five consecutive financial years commencing from 1 April 2025 till 31 March 2030.

MNM & Associates, established in 2016, has a rich history that stretches over more than 8 years, and the team is mentored by a senior professional of repute, who has 21 years of experience in corporate, secretarial affairs, legal, regulatory matters, compliance and liaison work. Further, the firm boasts a diverse and distinguished client base, encompassing local, national and international corporates across a broad range of sectors.

MNM & Associates deployed a team of professionals, demonstrating their expertise and proficiency in handling secretarial audit for Dodla. Approach of MNM & Associates towards the Company's secretarial audit and its fee model has been found to be suitable and aligns with the Company's requirements.

Furthermore, in terms of the amended regulations, MNM & Associates has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate. It has confirmed that they are not disqualified from being appointed as Secretarial Auditors and that they have no conflict of interest. It has further furnished a declaration that they have not taken up any prohibited non-secretarial audit assignments for the Company, its holding and subsidiary companies.

The proposed remuneration to be paid to MNM & Associates for the financial year ending 31 March 2026, is INR 2,50,000 (Rupees Two Lakh Fifty Thousand only) plus applicable taxes and out-of pocket expenses. Besides the audit services, the Company would also obtain certifications which are to be mandatorily received from the Secretarial Auditors under various statutory regulations from time to time, for which the auditors will be remunerated separately on mutually agreed terms. The Board of Directors and the Audit Committee shall approve revisions to the remuneration of the Secretarial Auditors, for the balance part of the tenure based on review and any additional efforts on account of changes in regulations, restructuring or other considerations.

The Board of Directors in consultation with the Audit Committee may alter or vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditors.

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

The Board of Directors, in the interest of the Company, recommends the Ordinary Resolution set out at Item no. 4 of the Notice for approval by the shareholders.

**Item no. 5**

As per the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Board of Directors of the Company, at its meeting held on 19 May 2025 based on the recommendation of the Audit Committee, appointed M/s. J K & Co, Cost Accountants (Firm Regd No. 004010), as Cost Auditors of the Company to conduct audit of its cost records for the financial year 2025-

## NOTICE (Contd.)

26, at a remuneration of INR 1,50,000 (Rupees one Lakh fifty thousand only) plus other applicable taxes and actual travel, stay, conveyance and other miscellaneous expenses.

In accordance with the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors must be ratified by the Members of the Company. Accordingly, the consent of the members is sought for passing an ordinary resolution as set out at Item no. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31 March 2026.

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

The Board of Directors, in the interest of the Company, recommends the Ordinary Resolution set out at Item no. 5 of the Notice for approval by the shareholders.

**Item no. 6**

Mr. Dodla Sunil Reddy (DIN: 00794889) was re-appointed as the Managing Director by the Board of Directors, at their meeting held on 02 February 2021, for a period of five years with effect from 1 April 2021 to 31 March 2026, liable to retire by rotation. Subsequently, at the Extra-Ordinary General Meeting of the Company held on 02 February 2021, the Members had approved the re-appointment and terms of remuneration of Mr. Dodla Sunil Reddy (DIN: 00794889) as Managing Director of the Company and accordingly, the exiting term of appointment of Mr. Dodla Sunil Reddy (DIN: 00794889) as the Managing Director shall expire 31 March 2026.

Based on the recommendation of the Nomination, Remuneration & Compensation Committee, the Board of Directors at their meeting held on 19 May 2025, has approved the re-appointment and terms of re-appointment (including remuneration) of Mr. Dodla Sunil Reddy (DIN: 00794889) as the MD of the Company for further period of five (5) years commencing from 1 April 2026 up to 31 March 2031, subject to approval of the Members of the Company.

The Audit Committee has approved the terms and conditions of his re-appointment, as he being key managerial personnel, promoter and relative of Mr. Dodla Sessa Reddy (DIN: 00520448), Chairman and Non-Executive Non-Independent Director of the Company and related party.

**Brief profile of Mr. Dodla Sunil Reddy is as follows:**

Mr. Dodla Sunil Reddy has completed 57 years of age. He holds a bachelor's degree in engineering from Mangalore University.

Mr. Dodla Sunil Reddy has been leading the Company since incorporation and have more than 29 years of experience in the Dairy business. He is actively involved in leading & directing the company towards new technology, systems and finding new avenues for growth. He is providing resources needed to ensure the translation of ideas into reality. He takes strategic decisions for consistent growth and sustenance of the organisation.

**The key terms and conditions of Mr. Dodla Sunil Reddy's re-appointment as the Managing Director are as follows:****1. Tenure of Re-appointment**

The re-appointment as Managing Director is for a period of five years with effect from 1 April 2026 up to 31 March 2031.

**2. Nature of Duties**

The Managing Director shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of one or more of its associated companies and/or subsidiaries, including performing duties as assigned to the MD from time to time by serving on the boards of such associated companies and/or subsidiaries or any other executive body or any committee of such a company.

**3. Remuneration:**

With effect from 1 April 2026, the appointee shall be entitled to total remuneration of up to a maximum of ₹ 16,00,00,000. This includes basic salary, benefits, perquisites, and allowances such as provident fund, gratuity, leave encashment, ex-gratia, car facility and related expenses (fuel, maintenance, and driver), housekeeping and security allowances, utility allowances, telephone and other communication facilities, reimbursement of hospitalisation and major medical expenses incurred, medical and personal accident insurance premiums, and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed upon by the Board of Directors and the appointee.

He shall also be entitled to reimbursement of all expenses incurred by him on behalf of the Company, including those related to business travel, boarding, and other expenses, both in India and abroad.

NOTICE (Contd.)

The annual increments which will be effective 1st April each year, will be decided by the Board based on the recommendations of the Nomination, Remuneration & Compensation Committee and will be performance-based and taking into account the Company's performance as well, within the said maximum amount.

4. For the purpose of calculating the above ceiling, perquisites shall be evaluated as per the Income Tax Rules wherever applicable and in the absence of any such Rules, perquisites shall be evaluated at actual cost.
5. The aggregate of the remuneration as aforesaid shall be within the maximum limits as laid down under Sections 196, 197, 198 and other applicable provisions, if any, read with Schedule V of the Act as amended/ replaced and as in force from time to time.

**6. Minimum Remuneration**

Notwithstanding anything to the contrary herein contained, where in any financial year during the tenure of the MD the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Salary, Benefits, Perquisites and Allowances as specified above, subject to such further approvals as may be required.

7. **Insurance:** The Company will take up an appropriate Directors' and Officers' Liability Insurance Policy and pay the premiums for the same.
8. **Other Terms of re-appointment**

The terms and conditions of the re-appointment of Mr. Dodla Sunil Reddy as provided in this agreement may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and Mr. Dodla Sunil Reddy, subject to such approvals as may be required.

Mr. Dodla Sunil Reddy is appointed as a Director by virtue of his employment in the Company and his re-appointment shall be subject to the provisions of Sections 164 and 167 of schedule V of the Act.

Mr. Dodla Sunil Reddy confirmed that he satisfies all the conditions set out under Section 196(3) and in Part –I of Schedule V to the Act, for being eligible for re-appointment as Managing Director of the Company.

The terms and conditions of the re-appointment of Mr. Dodla Sunil Reddy also includes clauses pertaining to adherence with the Code of Conduct, no conflict of interest with the Company, protection and use of Intellectual Properties, non-solicitation post termination of agreement and maintenance of confidentiality.

Mr. Dodla Sunil Reddy has provided his consent for re-appointment as Managing Director of the Company. He has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated 20 June 2018, issued by the BSE Limited and the National Stock Exchange of India Limited pertaining to the enforcement of SEBI Orders regarding the appointment of Directors by the listed companies.

In compliance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions read with Schedule V to the Act, read with Regulation 17 of the Listing Regulations, the terms of re-appointment and remuneration of the Managing Director as specified above are now being placed before the Members for their approval by way of a Special Resolution.

Except for Promotor, Promoter Group, Mr. Dodla Sunil Reddy and his relatives, no other Directors, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution mentioned at Item No. 6 of the Notice.

The Board of Directors, in the interest of the Company, recommends the Special Resolution set out at Item no. 6 of the Notice for approval by the shareholders.

**Item no. 7**

Members in the 29th Annual General Meeting held on 04 July 2024 had approved to continue to hold office or place of profit as consultant in the company and to pay consultancy fee of up to INR 10,00,000 per month (Rupees ten lakhs only) to Mr. Sesha Reddy Dodla (DIN: 00520448), Chairman and Non-executive director, being relative of Managing Director (Mr. Dodla Sunil Reddy: DIN 00794889), for a period of five years with effect from 01 July 2024 to 30 June 2029.

Mr. Sesha Reddy Dodla (DIN: 00520448) has been associated with the Company for the past 26 years and he has dairy industry experience of more than 26 years. He has extensive knowledge and understanding of the dairy business, and he has the expertise and vision to organically and inorganically

NOTICE (Contd.)

scale up our business. He has led our Company through sustained period of growth and has also taken initiatives to improve our processes and efficiencies, implementation of enterprise resource planning system in the year 2000 and replication of our India business model in Uganda and Kenya which led to our overseas operations turning profitable. He formulated a future growth strategy, further strengthening our corporate governance standards, entry into new line of VAPs, internal processes and controls. He also provides guidance and advice to senior management staff regularly.

Pursuant to Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 states that the approval of shareholders by special resolution shall be obtained every financial year, in which the annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors, giving details of the remuneration thereof.

Based on the above approvals, Mr. Sesha Reddy Dodla (DIN: 00520448) shall be entitled to receive consultancy Fees/ Remuneration of up to INR 10,00,000 per month (Rupees ten lakhs only) as the upper limit, but the company has proposed to pay INR 5,00,000 per month (Rupees five lakhs only) for the services rendered by him as a consultant. Consequently, the total consultancy fees payable to him may exceed fifty per

cent of the total annual remuneration payable to all the Non-Executive Directors in the 2025-26. pursuant to Regulation 17(6)(ca) and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable regulations if any and pursuant to provisions of Section 188 (1) (f) and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules made thereunder. Accordingly, the approval of the Members is sought by way of a Special Resolution.

Except for Promotor, Promoter Group, Mr. Sesha Reddy Dodla and his relatives, no other Directors, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution mentioned at Item No. 7 of the Notice.

The Board of Directors, in the interest of the Company, recommends the Special Resolution set out at Item no. 7 of the Notice for approval by the shareholders.

By Order of the Board of Directors  
**For Dodla Dairy Limited**

**Surya Prakash Mungelkar**  
Company Secretary and  
Compliance Officer  
M. No. A31877

Place: Hyderabad  
Date: 19 May 2025





NOTICE (Contd.)

ANNEXURE TO THE NOTICE DATED 19 MAY 2025:

Details of Directors seeking appointment/re-appointment at the Annual General Meeting

[Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]

Madhusudhana Reddy Ambavaram:

Particulars	Name of the Director
	Madhusudhana Reddy Ambavaram
Director Identification Number	08126380
Date of birth and Age	10 December1968 and Age: 56 Years
Nationality	Indian
Date of first appointment on the Board	03 May 2018
Qualification	Bachelor's degree in law from Sri Venkateswara University and a master's PGDM degree in human resource and industrial relations from Sri Venkateswara University. He holds an executive programme in HR analytics from IIM Lucknow.
Experience	He has previously worked with Imperial Granites Limited, GEM Group of companies for a period of 10.5 years and has over 19 years of experience in the dairy industry. He has practiced as an advocate at Kadapa district court for a period of 3 years.
Terms and conditions of re-appointment	Re-appointed as Whole-time Director with effect from 1 May 2023 until 30 April 2028
Details of remuneration last drawn (2024-25)	6.29 million
Directorship Details of the Board	Dodla Dairy Limited
Memberships/Chairmanships of committees of other companies as on date of this Notice	Nil
Listed entities from which the Director has resigned from directorship in the past three (3) years	Nil
Chairman/Member of the Committees of the Boards of other listed companies resigned in past three (3) years	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Shareholding in the company	Nil
Number of Board Meetings attended during FY-2024-25 and FY-2025-26(up to the date of this AGM Notice)	For FY 2024-25: 4 out of 4
	For FY 2025-26: 1 out of 1

Dodla Sunil Reddy:

Particulars	Name of the Director
	Dodla Sunil Reddy
Director Identification Number	00794889
Date of birth and Age	22 February 1968 and Age: 57 years
Nationality	Indian
Date of first appointment on the Board	15 May 1995
Qualification	Bachelor's degree in engineering from Mangalore University
Experience	He has been associated with our Company since incorporation and have more than 29 years of experience in the dairy industry. He is actively involved in leading & directing the company towards new technology, systems and finding new avenues for growth. He is providing resources needed to ensure the translation of ideas into reality. He takes strategic decisions for consistent growth and sustenance of the organisation.

NOTICE (Contd.)

Particulars	Name of the Director
	Dodla Sunil Reddy
Terms and conditions of re-appointment	The re-appointment as Managing Director is for a period of five years with effect from 1 April 2026 up to 31 March 2031
Details of remuneration last drawn (2024-25)	43.11 million
Details of remuneration sought to be paid	As set out in Resolution and the Explanatory Statement
Directorship Details of the Board	<b>Dodla Dairy Limited</b> Global Vetmed Concepts India Private Limited Dodla Enterprises Private Limited Dodla Trusteeship Services Private limited Orgafeed Private Limited Dodla Holdings Pte. Limited Lakeside Dairy Limited Dodla Dairy Kenya Limited Country Delight Dairy Limited
Memberships/Chairmanships of committees of other companies as on date of this Notice	Nil
Listed entities from which the Director has resigned from directorship in the past three (3) years	Nil
Chairman/Member of the Committees of the Boards of other listed companies resigned in past three (3) years	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Son of Mr. Dodla Sesha Reddy Charman and Non-executive Director
Shareholding in the company	Holds 7,657,434 (12.69) Equity Shares
Number of Board Meetings attended during FY-2024-25 and FY-2025-26 (up to the date of this AGM Notice)	For FY 2024-25: 4 out of 4
	For FY 2025-26: 1 out of 1

By Order of the Board of Directors  
**For Dodla Dairy Limited**

Surya Prakash Mungelkar  
Company Secretary and Compliance Officer  
M. No. A31877

Place: Hyderabad  
Date: 19 May 2025

BOARD'S REPORT

Dear Members,

The Directors have pleasure in presenting the 30th Annual Report along with the Audited Financial Statements of Dodla Dairy Limited ('the Company') for financial year ended 31 March 2025.

FINANCIAL RESULTS

(₹ in million)

Particulars	Consolidated		Standalone	
	2024-25	2023-24	2024-25	2023-24
Revenue from operations	37,200.65	31,254.65	33,415.28	29,069.04
Other income	532.94	274.14	706.41	253.37
<b>Total Income</b>	<b>37,733.59</b>	<b>31,528.79</b>	<b>34,121.69</b>	<b>29,322.41</b>
EBITDA	3,808.24	2,888.47	3,191.60	2,461.32
Finance Cost	37.06	24.00	11.73	13.58
Depreciation, Amortisation, Impairment	746.34	700.69	643.57	642.75
<b>Profit Before Tax</b>	<b>3,557.78</b>	<b>2,437.92</b>	<b>3,242.71</b>	<b>2,058.36</b>
Current Tax	933.86	767.46	743.54	537.63
Adjustment of current tax relating to earlier years	-	(5.25)	-	(5.25)
Deferred Tax charge	24.62	8.35	29.35	(12.83)
<b>Profit after Tax</b>	<b>2,599.30</b>	<b>1,667.36</b>	<b>2,469.82</b>	<b>1,538.81</b>
Other Comprehensive Income	74.30	(1.00)	(9.80)	(5.07)
<b>Total Comprehensive Income for the year</b>	<b>2,673.60</b>	<b>1,666.36</b>	<b>2,460.02</b>	<b>1,533.74</b>
Paid up Equity Share Capital	603.28	594.93	603.28	594.93
Basic Earnings per Equity Share (in ₹)	43.27	28.03	41.11	25.87
Diluted Earnings per Equity Share (in ₹)	43.27	27.75	41.11	25.61
Reserves	13,456.22	10,793.76	12,219.03	9,770.15

Financial statements for the year ended 31 March 2025 have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

PERFORMANCE OF THE COMPANY

On consolidated basis, the revenue from operations for 2024-25 was ₹ 37,200.65 million, higher by 19.02% over the previous year's revenue of ₹ 31,254.65 million. The profit after tax (PAT) attributable to shareholders for 2024-25 and 2023-24 was ₹ 2599.30 million and ₹ 1,667.36 million, respectively.

On a standalone basis, the revenue from operations for 2024-25 was ₹ 33,415.28 million, higher by 14.95% over the previous year's revenue of ₹ 29,069.04 million. The profit after tax (PAT) attributable to shareholders for 2024-25 and 2023-24 was ₹ 2,469.82 million and ₹ 1,538.81 million, respectively.

For detailed analysis of the Financial, operational performance and other information, consolidated

as well as standalone, is included in the Management Discussion and Analysis Report, which forms part of the Annual Report.

DIVIDEND

During Financial Year 2024-25, the Company paid an interim dividend of ₹ 3/- per equity share of face value of ₹ 10/- each. Further, the Board of Directors has recommended a final dividend of ₹ 2/- per equity share of face value of ₹ 10/- each. Accordingly, the total dividend for 2024-25, including the recommended final dividend, if approved by the members at the ensuing 30th Annual General Meeting (AGM), would be ₹ 5/- per equity share of face value of ₹ 10/- each. The final dividend, if approved by the members, will be paid to those members whose name appears in the Register of Members as on the Record Date.

The Register of Members and Share Transfer Books of the Company will remain closed from 08 July 2025 to 14 July 2025, both days inclusive, for determining the entitlement of the shareholders for the final dividend for the financial year ended 31 March 2025.

BOARD'S REPORT (Contd.)

The dividend payment is based on the parameters outlined in the Dividend Distribution Policy of the Company which is in accordance with Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). The said Policy is hosted on the website of the Company at: <https://dodladairy.com/wp-content/uploads/2024/04/Dividend-Distribution-Policy.pdf>

DIVIDEND DISTRIBUTION POLICY

The Company has adopted the Dividend Distribution Policy to determine the distribution of dividend in accordance with the Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"). The Dividend Distribution Policy is available on the Company's website, at at: <https://dodladairy.com/wp-content/uploads/2024/04/Dividend-Distribution-Policy.pdf>

UNCLAIMED DIVIDEND

Members are requested to claim dividend(s) which have remained unclaimed, by sending a request to the Company at e-mail ID [cs@dodladairy.com](mailto:cs@dodladairy.com) or to the Company's Registrar and Share Transfer Agent (RTA) at e-mail [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or to their postal address KFin Technologies Limited,

Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032, Telangana, India.

During the financial year 2024–25, the Company declared and paid an interim dividend, and the list of shareholders with unclaimed dividends has been updated on the Company's website at:

<https://dodladairy.com/investor-corner/unpaid-and-unclaimed-dividend-and-shares/>

During the financial year, the Company did not transfer any unclaimed or unpaid amounts or shares to the Investor Education and Protection Fund (IEPF).

TRANSFER TO GENERAL RESERVES

The Company retained the entire surplus in the Profit and Loss Account and hence no transfer to General Reserve was made during the Year.

CHANGE IN NATURE OF BUSINESS

There is no change in nature of business of the Company.

ALTERATION OF AOA AND MOA OF THE COMPANY

During the Financial Year 2024-25, the company has not altered the Articles of Association and Memorandum of Association of the Company.

SHARE CAPITAL

During the year under review, there was no change in the authorised share capital of the Company. The Authorised share Capital of the Company as on 31 March 2025 is ₹ 750,000,000 divided into 75,000,000 Equity Shares of ₹ 10 each fully paid up.

During the year under review, 835,074 equity shares of face value of ₹ 10/- of the Company were allotted on 22 July 2024 to Mr. Busireddy Venkat Krishna Reddy, Chief Executive officer of the company in accordance with the terms of Dodla Dairy Limited Employee Stock Option Plan 2018.

Accordingly, the paid-up equity share capital of the Company increased from ₹ 594,927,350 divided into 59,492,735 Equity Shares of ₹ 10 each fully paid up as at 31 March 2024 to ₹ 603,278,090 divided into 60,327,809 Equity Shares of ₹ 10 each fully paid up as at 31 March 2025.

LISTING OF EQUITY SHARES

The Company's equity shares are listed on the following Stock Exchanges:

- (i) BSE Limited, Phiroze JeeJeebhoy Towers, Dalal Street, Mumbai - 400 001, Maharashtra, India; and
- (ii) National Stock Exchange of India Limited, Exchange Plaza, Floor 5, Plot No. C/1, G Block, Bandra–Kurla Complex, Bandra (East), Mumbai – 400051, Maharashtra, India.

The Company has paid the Annual Listing Fees to the said Stock Exchanges for the Financial Year 2024-25.

SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES

The Company has 3 Wholly Owned Subsidiaries (i.e., Dodla Holdings Pte. Limited and Country Delight Dairy Limited and Orgafeed Private Limited) and 2 Step Down Subsidiary (i.e., Lakeside Dairy Limited, Dodla Dairy Kenya Limited) and 1 associate company (i.e., Global Vetmed Concepts India Private Limited) as on 31 March 2025. There are no joint venture companies. There has been no material change in the nature of the business of the subsidiaries and associates.

The Subsidiary Companies situated in India and Outside India continue to contribute to the overall growth in revenues and overall performance of the Company.

As per the provisions of Section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, a separate statement containing the salient features of the Financial Statements of the Subsidiary Companies/ Associate Companies/Joint Ventures in Form AOC-1 is annexed to this Board's Report as **Annexure - I**.



## BOARD'S REPORT (Contd.)

The detailed policy for determining material subsidiaries as approved by the Board is uploaded on the Company's website and can be accessed at the Web-link: <https://dodladairy.com/wp-content/uploads/2025/03/Policy-For-Determining-Material-Subsidiary.pdf>

**PERFORMANCE AND CONTRIBUTION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES**

As per Rule 8 of Companies (Accounts) Rules, 2014, a Report on the Financial performance of Subsidiaries, Associates and Joint Venture Companies along with their contribution to the overall performance of the Company during the Financial Year ended 31 March 2025 is appended to this Report as **Annexure – II**.

**CONSOLIDATED FINANCIAL STATEMENTS**

The consolidated financial statements pursuant to Section 129(3) of the Act prepared in accordance with the Accounting Standards prescribed by the ICAI, forms part of this Annual Report.

As per the provisions of Section 136 of the Companies Act, 2013, the Company has placed separate Audited accounts of its Subsidiaries on its website <https://dodladairy.com/investor-corner/subsidiary-financials/> and a copy of separate Audited Financial Statements of its Subsidiaries will be provided to shareholders upon their request.

**DETAILS OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR**

During the Financial Year 2024-25, no company ceased to be subsidiary, and associate of the company and the company does not have any joint ventures.

**BOARD OF DIRECTORS**

The Board of the Company comprises an optimum combination of executive, non-executive and independent directors, including woman director. The Board provides strategic guidance and direction to the Company in achieving its business objectives and protecting the interest of the stakeholders.

The Company's Board comprises of the following Directors:

Sl. No	Name of the Director	Designation
1	Dodla Sessa Reddy	Chairman and Non-Executive Non-Independent
2	Dodla Sunil Reddy	Managing Director
3	Ambavaram Madhusudhana Reddy	Whole-time Director

Sl. No	Name of the Director	Designation
4	Akshay Tanna	Non-Executive Non-Independent Director
5	Rampraveen Swaminathan	Non-Executive Independent Director
6	Tallam Puranam Raman	Non-Executive Independent Director
7	Dr.Raja Rathinam	Non-Executive Independent Director
8	Vinoda Kailas	Non-Executive Independent Woman Director

As per the declarations received by the Company none of the Directors are disqualified under Section 164(2) and other applicable provisions of the Companies Act, 2013 ("**the Act**"). Certificate on non-disqualification as required under Regulation 34 of SEBI Listing Regulations is forming part of the Corporate Governance Report.

**Appointment/Re-appointment of Directors:**

Mr. Madhusudhana Reddy Ambavaram (DIN: 08126380), Whole-time Director, retire by rotation, and being eligible, have offered himself for re-appointment at the 30th AGM.

The Board of Directors, on the recommendation of Nomination, Remuneration & Compensation Committee, Audit Committee has recommended re-appointment and terms of re-appointment including remuneration of Mr. Dodla Sunil Reddy (DIN: 00794889) as the Managing Director of the Company for a further period of five years, with effect from 1 April 2026 to 31 March 2031 to the members for their approval by way of a special resolution at the 30th AGM.

Notice convening the 30th AGM includes the above-mentioned proposal for re-appointments and the requisite disclosures under Section 102 of the Act, Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India.

**MEETINGS OF THE BOARD OF DIRECTORS**

During the financial year, four (4) meetings (i.e. 18 May 2024, 22 July 2024, 23 October 2024 and 30 January 2025) of Board of Directors of the Company were convened and held in accordance with the provisions of the Act and secretarial standards issued by the Institute of Company Secretaries of India (ICSI). The date(s) of the Board Meeting, attendance of the Directors is given in the Corporate Governance Report forming part of this annual report. The time-gap between any two consecutive meetings was within the period prescribed under the Act and SEBI Listing Regulations.

## BOARD'S REPORT (Contd.)

**KEY MANAGERIAL PERSONNEL (KMP)**

In terms of provisions of section 203 of the Act, following were the KMPs of the Company as on 31 March 2025:

Dodla Sunil Reddy	: Managing Director (MD)
Ambavaram Madhusudan Reddy	: Whole time Director (WTD)
Venkat Krishna Reddy	: Chief Executive Officer (CEO)
Busireddy Murali Mohan Raju	: Chief Financial Officer (CFO)
Reddycherla Surya Prakash Mungelkar	: Company Secretary & Compliance officer (CS&CO)

During the period under review, there was no change in the Key Managerial Personnel (KMP) of the Company.

**BOARD COMMITTEES**

In terms of the requirements of the Companies Act, 2013 and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as a part of the best corporate governance practices, the terms of reference and the constitution of these Committees is in compliance with the applicable laws and to ensure focused attention on business and for better governance and accountability. The Board has constituted Audit Committee, Stakeholders' Relationship Committee, Nomination, Remuneration & compensation Committee, Corporate Social Responsibility Committee and Risk Management Committee.

The Details of each of these committees outlining their composition, terms of reference and number of meetings held during 2024-25, are outlined in the Corporate Governance Report forming part of this annual report.

During 2024-25, recommendations made by the Committees to the Board of Directors were accepted by the Board, after due deliberations.

**MEETING OF INDEPENDENT DIRECTORS**

A separate meeting of the Independent Directors was held on 26 March 2025, with no participation of Non-Independent Directors or the Management of the Company, inter-alia, to discuss evaluation of the performance of Non-Independent Directors, the Board as a whole, evaluation of the performance of the Chairman, taking into account the views of the Executive and Non- Executive Directors and the evaluation of the quality, content and timeliness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Independent Directors expressed satisfaction with the overall performance of the Directors and the Board as a whole.

**DECLARATION FROM INDEPENDENT DIRECTORS**

The Company has received declaration of independence from all the Independent Directors as stipulated under Section 149(7) of the Act and Regulation 25(8) of the SEBI Listing Regulations, confirming that they meet the criteria of independence, which has been duly assessed by the Board as part of their annual performance evaluation exercise. Further, in terms of Regulation 25(8) of the SEBI Listing Regulations, Independent Directors have also confirmed that they are not aware of any circumstances or situations, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

**Registration of Independent Directors in Independent Directors Databank**

All the Independent Directors of the Company have been registered and are members of Independent Directors Databank maintained by the Indian Institute of Corporate Affairs (IICA).

**Online Proficiency Self-Assessment Test**

Rampraveen Swaminathan and Tallam Puranam Raman are exempted from Online Proficiency Self-Assessment test & Dr.Raja Rathinam and Vinoda Kailas have passed the Online Proficiency Self-Assessment Test conducted by Indian Institute of Corporate Affair (IICA).

**COMPANY'S POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION**

The Nomination and Remuneration Policy ('NRC Policy') is in place laying down the role of Nomination, Remuneration & Compensation Committee criteria of appointment, qualifications, term/tenure etc. of Executive Directors & Independent Directors, annual performance evaluation, remuneration of Executive Directors, Non-Executive/ Independent Directors, Key Managerial Personnel & Senior Management, and criteria to determine qualifications, positive attributes & independence of Director.

The NRC policy is available on the Company's website at <https://dodladairy.com/wp-content/uploads/2025/03/Nomination-and-Remuneration-Policy.pdf>

**DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 134 of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, the Board of Directors of the Company hereby confirms:

- in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure.



BOARD’S REPORT (Contd.)

- (ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company and of the profit of the Company for the year ended 31 March 2025.
- (iii) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) the Directors have prepared the annual accounts on a going concern basis.
- (v) the Directors have laid down an adequate system of internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively. and
- (vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS AND OFFICERS INSURANCE ('D&O')

As per the requirements of Regulation 25(10) of the SEBI Listing Regulations, the Company has taken Directors and Officers Insurance ('D&O') for all its directors.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance and that of its committees as well as performance of the Directors individually. Feedback was sought by way of a structured questionnaire covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution, and performance of specific duties, obligations and governance and the evaluation was carried out based on responses received from the Directors.

The evaluation is performed by the Board, Nomination, Remuneration and Compensation Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India.

The Board and the Nomination, Remuneration and Compensation Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

At the board meeting that followed the meeting of the independent directors and meeting of Nomination, Remuneration and Compensation Committee, the performance of the Board, its committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

FAMILIARISATION PROGRAMMES

The Members of the Board of the Company have been provided opportunities to familiarise themselves with the Company, its Management, and its operations. The Directors are provided with all the documents to enable them to have a better understanding of the Company, its various operations, and the industry in which it operates.

All the Independent Directors of the Company are made aware of their roles and responsibilities at the time of their appointment through a formal letter of appointment, which also stipulates various terms and conditions of their engagement.

Key management personnel of the Company presents to the Audit Committee on a periodical basis, briefing them on the operations of the Company, plans, strategy, risks involved, new initiatives, etc., and seek their opinions and suggestions on the same. In addition, the Directors are briefed on their specific responsibilities and duties that may arise from time to time.

The Statutory Auditors and Internal Auditors of the Company presents to the Audit Committee and Board of Directors on Financial Statements and Internal Controls including presentation on regulatory changes from time to time.

The detail policy on the familiarisation programme is available on the website at [www.dodladairy.com](http://www.dodladairy.com)

CODE OF CONDUCT

The Company has laid down a which has been effectively adopted by the Board Members and Senior Management Code of Conduct Personnel of the Company.

The detail policy on the Code of Conduct is available on the website at [www.dodladairy.com](http://www.dodladairy.com)

BOARD’S REPORT (Contd.)

EMPLOYEES STOCK OPTION PLAN

During the year 2018-19, the Company adopted an Employees Stock Option Plan named as "Dodla Dairy Limited Employees Stock Option Plan 2018" ("ESOP Scheme").

The options to acquire shares by way of ESOP plan shall be granted to the eligible employees who are in the permanent employment of the Company working in India or outside including directors of the Company whether whole time or not (excluding independent directors).

As per the ESOP plan 2018 dated 23 March 2018 and as amended by 1st Amendment to ESOP 2018, the aggregate

number of Options which may be issued by the Company under ESOP Plan is 13,91,800 options and as per the revised grant letter dated 19 July 2018 issued by the Company under ESOP Plan is 8,35,074 options, each option shall entitle the option holder to One Equity Share in the Company.

Mr. Busireddy Venkat Krishna Reddy, Chief Executive officer has exercised the 8,35,074 (Eight Lakh thirty-five thousand and seventy-four) equity shares of face value of ₹ 10/- of the Company fully paid up granted to him under the Dodla Dairy Limited Employee Stock Option Plan 2018 and was allotted same number of equity shares on 22 July 2024.

As per Rule 12 of the "Companies (Share Capital and Debenture) Rules, 2014" and SEBI regulations the declaration is as follows:

Sl. No	Particulars	Details								
a.	options granted	835,074								
b.	options vested	835,074								
c.	options exercised	835,074								
d.	the total number of shares arising as a result of exercise of option	835,074								
e.	options lapsed	Nil								
f.	the exercise price	213.392,9								
g.	variation of terms of options	NIL								
h.	money realised by exercise of options	178,198,863/-								
i.	<b>employee wise details of options granted:</b>									
	(i) Key Managerial Personnel:									
	<table><tr><th>Sr. no.</th><th>Name of the employee</th><th>Employee code</th><th>No. of options</th></tr><tr><td>1</td><td>Venkat Krishna Reddy Busireddy</td><td>0002</td><td>835,074</td></tr></table>	Sr. no.	Name of the employee	Employee code	No. of options	1	Venkat Krishna Reddy Busireddy	0002	835,074	
Sr. no.	Name of the employee	Employee code	No. of options							
1	Venkat Krishna Reddy Busireddy	0002	835,074							
	(ii) 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									
	(iii) 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									

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN OR SECURITY

PROVIDED

Details of investments made and/or loans or guarantees given and/or security provided, if any, are given in the notes to the Standalone and Consolidated financial statements which form part of the Annual Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel, or other designated persons which may have a

potential conflict with the interest of the Company at large. All the related party transactions are approved by the Audit Committee and Board of Directors.

The Company has adopted a Policy on Related Party Transactions for the purpose of identification and monitoring of such transactions.

The particulars of contracts or arrangements with related parties referred to in sub section (1) of Section 188 entered by the Company during the Financial Year ended 31 March 2025 in prescribed Form AOC-2 is appended to this Report as **Annexure – III**.

The policy on Related Party Transactions as approved by the Board is uploaded on the website of the Company at <https://dodladairy.com/wp-content/uploads/2025/03/Policy-On-Related-Party-Transactions.pdf>





BOARD’S REPORT (Contd.)

STATEMENT OF PARTICULARS OF APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this Board's Report as **Annexure – IV**.

ANNUAL RETURN

In terms of Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is available on the website of the Company at the web-link: [https://www.dodladairy.com/annual\\_return](https://www.dodladairy.com/annual_return)

CORPORATE SOCIAL RESPONSIBILT Y POLICY

The brief outline of the corporate social responsibility (CSR) policy of the Company and the initiatives undertaken by the Company on CSR activities during the year is appended to this Report as **Annexure – V** in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

A detail policy is available on the website of the Company at the weblink: <https://dodladairy.com/wp-content/uploads/2024/04/CSR-Policy.pdf>

THE CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO PURSUANT TO THE PROVISIONS OF SECTION 134(3)(M) OF THE COMPANIES ACT, 2013 (ACT) READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014

Information with respect to conservation of energy, technology absorption, foreign exchange earnings and outgo pursuant to Section 134(3) (m) of the Act read with Companies (Accounts) Rules, 2014 is appended to this Report as **Annexure – VI**.

DEPOSITS

The Company has not accepted any deposits from the public in terms of Chapter V of the Companies Act, 2013. Hence, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

MAINTENANCE OF COST RECORDS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SECTION 148 OF THE COMPANIES ACT, 2013

The provisions of Section 148 of the Companies Act 2013 for maintaining the Cost Records are applicable to the Company.

Accordingly, the Company is maintaining the Cost Records as specified by the Central Government under the Rules made there under Section 148 of the Companies Act.

COST AUDITORS

Pursuant to Section 148 of the Companies Act, 2013 read with the rules framed thereunder, the cost audit records maintained by the Company in respect of its specified products are required to be audited by a Cost Auditor. The Board of Directors, on recommendation of the Audit Committee, re-appointed M/s. J K & Co, Cost Accountants (Firm Regd No. 004010) as Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31 March 2026 at a remuneration of ₹ 1,50,000/- plus out of pocket reimbursements. The requisite resolution for ratification of remuneration of Cost Auditor by the shareholders of the Company has been set out in the Notice of ensuing AGM. The Cost Auditor has certified that their appointment is within the limits as prescribed under Section 141(3)(g) of the Act and that they are not disqualified from such appointment within the meaning of the said Act.

SECRETARIAL AUDITOR

The Secretarial Audit Report issued by M/s. MNM & Associates, Practicing Company Secretaries for 2024-25 is annexed as **Annexure- VII** to this Report. The Secretarial Auditor's Report to the Members does not contain any qualification or reservation which has any material adverse effect on the functioning of the Company.

Further, pursuant to the provisions of Regulation 24A & other applicable provisions of the SEBI Listing Regulations read with Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Audit Committee and the Board of Directors at their respective meetings held on 19 May 2025 have approved & recommended for approval of Members, appointment of M/s. MNM & Associates, Practicing Company Secretaries (Firm Regn. No.: P2017TL059600) as Secretarial Auditor for a term of up to 5(Five) consecutive years, to hold office from 1 April 2025 till 31 March 2030.

A detailed proposal for appointment of Secretarial auditor forms part of the Notice convening this AGM.

STATUTORY AUDITORS

As per Section 139 of the Companies Act, 2013, read with your Companies (Audit and Auditors) Rules, 2014, the members of the Company in 27 Annual General Meeting of the Company ('27 AGM') approved the appointment of M/s. S.R.Batlboi & Associates LLP, Chartered Accountants (ICAI Firm Registration No. 101049W/E300004) as the Statutory Auditors of the Company for a term of five consecutive years i.e. from the conclusion of 27 AGM till the conclusion of 32 AGM.

BOARD’S REPORT (Contd.)

The reports issued by the Statutory Auditor on the standalone and consolidated financial statements of the Company for the year ended 31 March 2025 do not contain any qualification, observation or comment or remark(s) which have an adverse effect on the functioning of the Company and therefore, do not call for any comments from Directors. Further, the Statutory Auditor has not reported any fraud as specified under Section 143(12) of the Act.

INTERNAL AUDITORS

The Board of Directors of the Company has appointed M/s. KPMG Assurance and Consulting Service LLP as Internal Auditors to conduct Internal Audit of the Company for the Financial Year 2025-26.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, the Statutory Auditors, Internal Auditors and Secretarial Auditor have not reported any instances of frauds committed in the Company by its Directors or Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

VIGIL MECHANISM (WHISTLE BLOWER POLICY)

The Vigil Mechanism as envisaged in the Companies Act, 2013, the Rules prescribed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is implemented through the Company's Whistle Blower Policy.

The Company has adopted a Whistle Blower Policy establishing a formal vigil mechanism for the Directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of Code of Conduct and Ethics. It also provides for adequate safeguards against the victimisation of employees who avail of the mechanism and provides direct access to the Chairperson of the Audit Committee in exceptional cases. It is affirmed that no personnel of the Company have been denied access to the Audit Committee. The policy of vigil mechanism is available on the Company's website.

The Whistle Blower Policy aims for conducting the affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour. All employees of the Company are covered under the Whistle Blower Policy.

The brief detail about this mechanism may be accessed on the Company's website at the weblink: <https://www.dodladairy.com/static/investors/code-of-policy/Risk-Management-Policy.pdf>

PREVENTION OF SEXUAL HARASSMENT

The Company has adopted policy on Prevention of Sexual Harassment of Women at Workplace in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has not received any complaints during the year.

The Company regularly conducts awareness programmes for its employees.

The following is a summary of sexual harassment complaints received and disposed off during the year:

S. No.	Particulars	Status of the No. of complaints received and disposed off
1	Number of complaints on Sexual harassment received	Nil
2	Number of Complaints disposed off during the year	Not Applicable
3	Number of cases pending for more than ninety days	Not Applicable
4	Number of workshops or awareness programme against sexual harassment carried out	The Company regularly conducts necessary awareness programmes for its employees.
5	Nature of action taken by the employer or district officer	Not Applicable

Constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has constituted an Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has not received any complaints during the year.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Directors state that the Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

PREVENTION OF INSIDER TRADING CODE

The Company has adopted a Code of Conduct for Prevention of Insider Trading, in accordance with the requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015, as amended from time to time.



BOARD’S REPORT (Contd.)

The Company Secretary is the Compliance Officer for monitoring adherence to the said Regulations. The Code is displayed on the Company's website at: <https://dodladairy.com/investor-corner/codes-and-policies> During the year under review, there has been due compliance with the said code.

MANAGEMENT DISCUSSION AND ANALYSIS

In terms of the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time, the Management's Discussion and Analysis as **Annexure – VIII**.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

The 'Business Responsibility and Sustainability Report (BRSR) of the Company for the year ended 31 March 2025 forms part of this Annual Report as required under Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – IX**.

CORPORATE GOVERNANCE

The Company has a rich legacy of ethical governance practices and committed to implement sound corporate governance practices with a view to bring about transparency in its operations and maximise shareholder value.

A Report on Corporate Governance along with a Certificate from the Secretarial Auditors of the Company regarding compliance with the conditions of Corporate Governance as stipulated under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of the Annual Report as **Annexure – X**.

CEO & CFO CERTIFICATE

In accordance with the provisions of Regulation 17(8) of the SEBI Listing Regulations, certificate of Chief Executive Officer and Chief Financial Officer in relation to the Financial Statements for the year ended 31 March 2025, is part of the Annual Report.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS

During the year under review, there were no significant and material orders passed by regulators, courts or tribunals impacting the going concern status and the Company's operations in future.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR

The Company confirms that there has been no application or any proceedings pending under the Insolvency and Bankruptcy Code, 2016 ("the Code") during the year under

review. The Company further confirms there are no past applications or proceeding under the Code.

During the year under review, no application was made or any proceedings pending against the Company under the Insolvency and Bankruptcy Code, 2016.

MATERIAL CHANGES AND COMMITMENTS

There are no material changes and commitments affecting the financial position of the Company which occurred between the Financial Year ended 31 March 2025 to which the Financial Statements relates and the date of signing of this report.

RISK MANAGEMENT

The Company's Board of Directors has constituted a Risk Management Committee to monitor and review risk management process and mitigation of risk from internally and externally. The Company has a well-defined risk management policy.

The details of the Risk Management Committee are given in the Corporate Governance Report.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has laid down internal financial control's, through a combination of Entity level controls, Process level controls and IT General controls inter-alia to ensure orderly and efficient conduct of business, including adherence to the Company's policies and procedures, accuracy and completeness of accounting records and timely preparation and reporting of reliable financial statements/information, safeguarding of assets, prevention and detection of frauds and errors. The evaluations of these internal financial controls were done through the internal audit process and were also reviewed by the Statutory Auditors. Based on their view of these reported evaluations, the directors confirm that, for the preparation of financial statements for the financial year ended 31 March 2025, the applicable Accounting Standards have been followed and the internal financial controls are generally found to be adequate and were operating effectively & that no significant deficiencies were noticed.

INTERNAL AUDIT & CONTROL SYSTEMS

The Company has a well-defined and documented internal control system, which is adequately monitored. Checks & balances and control systems have been established to ensure that assets are safe guarded, utilised with proper authorisation and recorded in the books of account. The Internal control systems are improved and modified continuously to meet the changes in business conditions, statutory and accounting requirements.

BOARD’S REPORT (Contd.)

These are supplemented by internal audit of the Company carried out by reputed firms of Chartered Accountants across India. The Company has an Audit Committee consisting of Four Directors in which one is Executive and three are Non-executive independent Directors. The Audit Committee of the Board of Directors are periodically apprised of the internal audit findings and corrective actions taken. The Audit Committee of the Board of Directors reviews the adequacy and effectiveness of internal control system and suggests improvements if any for strengthening them. the Company has a robust Management Information System which is an integral part of the control mechanism.

INSURANCE

All properties and insurable interests of the Company have been fully insured.

CREDIT RATING

Given below are the ratings given to the Company by ICRA Limited during the Financial Year ended 31 March 2025:

05 September 2024:

Facilities	Rating
Long Term Scale on Bank limits	[ICRA]AA- (Positive)
Short-Term Scale on Bank limits	[ICRA]A1+
Cash Credit/Short term Loan on Bank limits	[ICRA]AA-(Positive)/[ICRA]A1+

20 March 2025:

Facilities	Rating
Long Term Scale on Bank limits	[ICRA]AA(Stable)
Short-Term Scale on Bank limits	[ICRA]A1+
Cash Credit/Short term Loan on Bank limits	[ICRA]AA(Stable)/[ICRA]A1+

QUALITY

The company has established stringent quality control measures right from the milk collection level at a village to the consumers at the urban level, which include screening for various adulterants such as sugar, salt, urea, vegetable oil, detergents, maltodextrin etc. More than 95% of raw milk is being procured directly from the farmers. Recently, the company embarked on the concept of Conventional Milk Chilling Units at village level which enables to raw milk get chilled immediately after milking there by enhancing the freshness and shelf life of the milk. All our plants are certified with either FSSC 22000 V6.1 or ISO 22000:2018. We have deployed advanced machines at our major processing plants to check quality of incoming raw milk and finished products. Company also has started digitisation of the product testing records to ensure accuracy and reliability and timely generation of test reports eliminating the paper

there by contributing to sustainability. We are continuously driving awareness programmes on clean milk production to our farmers and vendors. We use the most advanced technologies for maintaining highest standards of quality. Since inception, Quality has been our top priority and we are committed to it.

BRANDING

Integrated Marketing and Brand Building Initiatives

As Dodla Dairy celebrates 26 successful years of serving consumers, the company remains steadfast in its commitment to delivering high-quality milk and dairy products, processed under stringent hygiene standards at our state-of-the-art facilities.

To strengthen brand equity and expand consumer reach, Dodla has adopted a 360-degree marketing approach, strategically engaging across television, print, digital, out-of-home, and on-ground activations.

Television and Media Campaigns

A new television commercial was launched during the year, positioning Dodla as the perfect taste partner for everyday consumption—whether it's the ideal match for tea or coffee, or the "superstar of taste" when it comes to curd. Aired across top General Entertainment Channels (GECs), news, and entertainment channels in the Telugu and Kannada markets, the campaign has received positive feedback from consumers and trade partners alike, enhancing brand recall and visibility.

On-Ground Activation: Van Campaign

To deepen our rural engagement, Dodla Dairy executed a customised van activity across Rural Markets. This initiative brought live entertainment and product education directly to the heart of rural communities. The van travelled through villages, staging interactive skits and performances in local language that highlighted the benefits and quality of Dodla products. This campaign not only entertained but also educated rural consumers, reinforcing brand awareness and trust at the grassroots level.

Digital Growth and E-Commerce Focus

Dodla Dairy continued to scale its presence across digital platforms, targeting new-age consumers with tailored content and engagement strategies. Our social media growth during the year has been particularly encouraging:

- Instagram followers increased by 200%
- Facebook community grew by 100%

This momentum reflects a stronger connection with millennial audiences and increased brand salience in the digital space. Concurrently, we are enhancing our footprint on e-commerce platforms, making Dodla products more accessible to consumers seeking convenience and reliability.





**BOARD’S REPORT (Contd.)**

**Looking Ahead**

These integrated marketing efforts—both traditional and modern—are aligned with our vision to become the most preferred dairy brand. Through consistent consumer engagement, strategic media investments, and grassroots outreach, Dodla Dairy continues to build a brand that is trusted, loved, and growing stronger with each passing year.

**INITIATIVES FOR STAKEHOLDER AND CUSTOMER RELATIONSHIP**

The Company has an effective Investor Relations Programme (“IR”) through which the Company continuously interacts with the investor community across various channels (Periodic Earnings Calls, Individual Meetings, Participation in One-on- One interactions and group meetings). The Company ensures that critical information about the Company is available to all the investors by submitting all such information to the Stock Exchanges and also uploading the information on the Company’s website under the Investors Corner.

The Company strives to adopt emerging best practices in IR and building a relationship of mutual understanding with investors and analysts.

We place our customers at the centre of everything we do, aiming to provide food products effortlessly through world class process and systems. Development of robust customer relationship management is the top priority of the Organisation. Dodla has, therefore, taken great care in recognising the processes and frameworks that require attention to stringent checks and process for all its dairy products. It requires us to spend significant management time but at the same time, leads to better business and a better brand.

Customer satisfaction is the most important measure of success in our industry. All the effort we put in everyday gets translated into our high Customer retention and repeat customer volume. We reach out our customers to get their feedback about our products. In addition, we seek inputs on their future roadmap and priorities. This helps us measure the health of our relationships with our customers and what we can do to add value.

**AWARDS AND RECOGNITIONS**

During the Financial year 2024-25 the Company has received the following awards:

- Confederation of Indian Industry (CII)  
25th National Award for Excellence in Energy Management 2024
- Bureau of Indian Standards (BIS)  
Skimmed Milk Powder: Part-1 Standard Grade

- India Food Summit  
Dairy Company of the Year
- Bureau of Indian Standards (BIS)  
Skimmed Milk Powder: Achieving Zero Failure
- Inter Dairy Awards 2024  
Best Product Quality & Safety Control
- National Safety Council of India Awards 2024  
Batlangundu Plant: Best Safety Control

**ENVIRONMENT, HEALTH AND SAFETY**

The Company remains steadfast in its commitment to ensuring a safe, healthy, and sustainable work environment for all stakeholders. In 2024–25, our Environment, Health, and Safety (EHS) initiatives have expanded both in scope and impact, reinforcing our culture of safety, responsibility, and environmental stewardship.

We successfully covered 15 locations with over 2,600 employees under our EHS programmes. Through rigorous monitoring and proactive strategies, we achieved over 63.6 lakhs safe man-hours, conducted 81 EHS training sessions covering critical topics such as PPE, HIRA, electrical/chemical safety, and first aid, reaching more than 2,300 employees. Emergency preparedness was bolstered through 86 mock drills across all units, including ammonia leak, electrical shock, and fire scenarios, involving over 2,000 participants.

Our safety initiatives were complemented by 573 safety observations, with a closure rate of 74%, showcasing our commitment to follow-through and accountability. High-performing units such as PNR and NLR achieved over 90% closure, and we aim for 100% observation closure moving forward.

We are glad that our organisation received national safety award 2024- 25 for one of our processing plants located at Batlagundu, Tamil Nadu state.

On the environmental front, we continue to adopt cutting-edge technologies for sustainability. One of our processing units have installed Zero Liquid Discharge (ZLD) system, and most of our plants start using condensate recovery systems, and methane gas reuse in plant canteens, significantly reducing water and fuel consumption. Additionally, solar power installations now supply over 15% of our plants’ energy needs. Electric vehicles have been introduced for material movement and milk distribution, optimising logistics and reducing fuel dependency.

In line with our commitment to employee welfare, we conduct annual medical camps across all sites and provide personal accident insurance to milk collection agents. Automation

**BOARD’S REPORT (Contd.)**

and semi-automation at our facilities continue to minimise human exposure to operational hazards.

These collective actions reflect our integrated approach toward risk reduction, operational efficiency, and environmental sustainability. Looking ahead, we aim to digitise EHS tracking through centralised dashboards, expand safety training coverage, and continuously adopt green practices for a safer and more responsible future.

**HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

During the financial year 2024–25, the Company continued its unwavering focus on enhancing human resource development, improving workplace amenities, digitising HR processes, and fostering a positive and transparent industrial relations environment across all its locations.

**a. Workforce Welfare and Facilities**

To reinforce our commitment to employee well-being and uniformity across all levels, uniforms were provided to all employees across the organisation. We also expanded employee welfare infrastructure by establishing new canteen facilities at Shelgon, Itikal, and Veda sandur plants, ensuring hygienic and quality food. Notably, the expenditure on employee safety was doubled this year, reflecting our prioritisation of safe working conditions and proactive risk mitigation.

**b. Human Capital Development and Digitisation**

In line with our long-term people development strategy, the Company undertook a comprehensive leadership competency assessment to identify strengths and development areas among senior management. This assessment is forming the basis for targeted development interventions aimed at preparing the leadership pipeline for future growth.

**Significant strides were made in digitising key HR functions, which included:**

- Manpower Planning, canteen Management and Visitor and Material Movement Enhancing security activities at plants.
- Attendance Monitoring System for Field Staff: Improving accountability and real-time tracking for employees working on the field.

These digital initiatives are increasing process efficiency, improving transparency, and empowering employees with self-service capabilities.

Place: Hyderabad  
Date: 19 May 2025

**c. Performance Management and Employee Engagement**

To drive a culture of performance and accountability, clear and measurable goals were set across all employee levels with defined rating parameters. A structured Continuous Feedback system has been implemented, incorporating both feedforward and feedback techniques to encourage forward-looking, constructive performance discussions.

To further strengthen the Performance Management System (PMS), refreshment programmes, demonstrations, and role-plays were conducted across all locations. These initiatives helped enhance the quality of PMS discussions and improved understanding of performance expectations, especially at the supervisory and managerial levels.

**d. Industrial Relations and Grievance Redressal**

Industrial relations remained cordial and collaborative across all units. The Company introduced a centralised HR Help Desk system to directly capture employee grievances and ensure their timely resolution. This digital platform serves as a single point of contact for addressing concerns.

Further, extensive trainings were provided on the POSH (Prevention of Sexual Harassment) policy and grievance redressal procedures at all plant locations. These initiatives were aimed at empowering employees, especially women, to voice concerns without fear and promoting a respectful and inclusive workplace culture.

**ACKNOWLEDGEMENTS**

The Directors take this opportunity to express their sincere gratitude to the Government of India, Government of Andhra Pradesh, Telangana, Karnataka, Tamil Nadu, Maharashtra and other States, Registrar of Companies - Telangana, farmers, Distributors, Agents, Customers, lenders including bankers and most importantly consumers for support, the Company has been privileged to receive.

The directors thank the shareholders for the confidence reposed in the Company and for their continued support and co-operation. We place on record our appreciation of the contribution made by our employees at all levels. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

On behalf of the Board of Directors  
**For Dodla Dairy Limited**

**Dodla Sunil Reddy**  
Managing Director  
DIN: 00794889

**Dodla Sessa Reddy**  
Director  
DIN: 00520448

ANNEXURE- I

FORM AOC-1

(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

Sl. No.	Particulars	Details				
		USD	US\$ in '000	In Kshs.	INR In millions	In Kshs.
1.	Name of the subsidiary	Dodla Holdings Pte. Limited (WOS)	Lakeside Dairy Limited (SDS)	Dodla Dairy Kenya Limited (SDS)	Orgafeed Private Limited (WOS)	Country Delight Dairy Limited (WOS)
2.	The date since when subsidiary was acquired	20 June 2014	15 July 2014	24 May 2017	28 August 2019	22 November 2022
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01 April 2024 to 31 March 2025				
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	USD = 85.458461 INR	US\$ = 0.023399 INR	Ksh = 0.661176 INR	INR In millions	Ksh = 0.661176 INR
5.	Share capital	6,500,000	2,000,000	2,500,000	49.15	1,000,000
6.	Reserves & surplus	5,309,011	24,077,007	73,710,690	188.95	(54,498,464)
7.	Total Assets	11,846,746	37,985,212	83,470,433	891.08	814,989,882
8.	Total Liabilities	37,735	11,908,205	7,259,743	652.98	868,488,346
9.	Investments	2,601,357	0	0	35.99	0
10.	Turnover	2,177,241	126,255,746	1,611,072,578	1,325.31	1,410,474,880
11.	Profit before taxation	4,277,084	17,093,505	(1,359,590)	111.75	(31,318,485)
12.	Provision for taxation	(618,039)	(5,230,177)	148,333	(28.35)	0
13.	Profit/(Loss) after taxation	3,659,045	11,863,328	(1,211,257)	83.40	(31,318,485)
14.	Proposed Dividend	0	0	0	0	0
15.	Extent of shareholding (in percentage)	100%	0%	0%	100%	100%
16.	Type of Subsidiary	Wholly Owned Subsidiary	Step Down Subsidiary	Step Down Subsidiary	Wholly Owned Subsidiary	Wholly Owned Subsidiary

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

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

(Amount in ₹ )

S. No	Name of associates/Joint Ventures	Global Vetmed Concepts India Private Limited (GVC)
1	Latest audited Balance Sheet Date	31 March 2025
2	Date on which the Associate or Joint Venture was associated or acquired	31 March 2016
3	Shares held by the company on the year end	
	No of Shares	3,866,923
	Amount of Investment in Associates/ Joint Venture	38,669,230
	Extend of Holding %	47.88%

ANNEXURE- I (Contd.)

(Amount in ₹ )

S. No	Name of associates/Joint Ventures	Global Vetmed Concepts India Private Limited (GVC)
4	Description of how there is significant influence	Dodla Sunil Reddy, the Managing Director of the Company is a Director on Board of GVC and the Company holds 47.88% equity stake in the Company
5	Reason why the associate/joint venture is not consolidated	Investment in GVC is accounted under equity method as per IndAS 28 Investments in Associates
6	Net worth attributable to Shareholding as per latest audited Balance Sheet	2,503,718
7	Profit/(Loss) for the year	(12,710,111)
i.	Considered in Consolidation	NA
ii.	Not Considered in Consolidation	Yes

1. Names of associates or joint ventures which are yet to commence operations. NIL
2. Names of associates or joint ventures which have been liquidated or sold during the year: NIL

On behalf of the Board of Directors  
For Dodla Dairy Limited

Place: Hyderabad  
Date: 19 May 2025

**Dodla Sunil Reddy**  
Managing Director  
DIN: 00794889

**Dodla Sesha Reddy**  
Director  
DIN: 00520448



Pursuant to first proviso to sub-section (3) of section 129 read with rule 8 of Companies (Accounts) Rules, 2014

**FORM NO. AOC -1**

**Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint ventures.**

**PART- A- SUBSIDIARIES**

Name of the Subsidiary	The date since when subsidiary was acquired	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting Currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit/ (Loss) before Taxation	Tax Expense/ (Benefit)	Profit/ (Loss) after Taxation	Other Comprehensive Income/ (Loss)	Total Comprehensive Income/ (Loss)	Proposed Dividend	% of share holding	Contribution to the overall performance of the Company
Dodla Holdings Pte. Limited	20 June 2014	31 March 2025	USD = 85.458461 ₹	6,500,000	5,309,011	11,846,746	37,735	2,601,357	2,177,241	4,277,084	(618,039)	3,659,045	0	3,659,045	0	100	11.51%
Lakeside Dairy Limited	15 July 2014	31 March 2025	US\$ = 0.023399 ₹	2,000,000	24077,007	37,985,212	11,908,205	0	126,255,746	17,093,505	(5,230,177)	11,863,328	0	11,863,328	0	0	10.13%
Dodla Dairy Kenya Limited	24 May 2017	31 March 2025	Ksh = 0.661176 ₹	2,500,000	73,710,690	83,470,433	72,59,743	0	1,611,072,578	(1,359,590)	148,333	(1,211,257)	0	(1,211,257)	0	0	(0.03%)
Orgafeed Private Limited	28 August 2019	31 March 2025	₹ In Millions	49.15	188.95	891.08	652.98	35.99	1,325.31	111.75	(28.35)	83.40	0.04	83.44	0	100	3.12%
Country Delight Dairy Limited	22 November 2022	31 March 2025	Ksh = 0.661176 ₹	1,000,000	(54,498,464)	814,989,882	868,488,346	0	1,410,474,890	(31,318,485)	0	(31,318,485)	0	(31,318,485)	0	100	(0.76%)

Names of subsidiaries which are yet to commence operations: **NIL**

Names of subsidiaries which have been liquidated or sold during the year: **NIL**

On behalf of the Board of Directors

**For Dodla Dairy Limited**

<b>Dodla Sunil Reddy</b> Managing Director DIN: 00794889	<b>Dodla Sesha Reddy</b> Director DIN: 00520448
--	---

Place: Hyderabad

Date: 19 May 2025

ANNEXURE- II (Contd.)

PART B- ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/ Joint Ventures	Date on which the Associate or Joint venture was associated or acquired	Latest audited Balance Sheet Date	Shares of Associate/Joint Ventures held by the Company on the year end		Description of how there is significant influence	Reason why the associate/ joint venture is not consolidated	Network attributable to Shareholding as per latest audited Balance Sheet	Profit/Loss for the year
			No	Amount of Investment in Associates/Joint Venture				
Global Vetmed Concepts India Private Limited	31 March 2016	31 March 2025	3,866,923	38,669,230	Based on the percentage of holding over these investees	Dodla Dairy Limited do not have controlling stake at GVC despite being the single largest shareholder. Hence, GVC is an Associate entity of Dodla Dairy Limited and not a subsidiary. For this reason it is not consolidated	2,503,718	(12,710,111)

Names of associates or joint ventures which are yet to commence operations: **NIL**

Names of associates or joint ventures which have been liquidated or sold during the year: **NIL**

On behalf of the Board of Directors

**For Dodla Dairy Limited**

<b>Dodla Sunil Reddy</b> Managing Director DIN: 00794889	<b>Dodla Sesha Reddy</b> Director DIN: 00520448
--	---

Place: Hyderabad

Date: 19 May 2025

ANNEXURE - III

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)

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. There are no contracts/arrangements entered into by the Company with related parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013 which are not at arm's length basis.
2. Details of material contracts or arrangement or transactions at arm's length basis:

(in millions)

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
Surekha Milk Chilling Centre	Lease rent paid	5 years	1.55	18-05-2024	Nil
Hanslot Pile Foundation	Lease rent paid	5 years	0.35	27-01-2024	Nil
Dodla Nutri Feeds LLP	Sale of Raw material	3 years	0.65	22-10-2021 and 23-10-2024	Nil
Global Vetmed Concepts India Private Limited	Purchase of raw material	2 Years	3.69	22-07-2024	Nil
Global Vetmed Concepts India Private Limited	Expenditure incurred on behalf of the party	2 Years	2.84	22-07-2024	Nil
Global Vetmed Concepts India Private Limited	Purchase of Assets	NA	1.49	22-07-2024	Nil
Dodla Sesha Reddy	Consultancy expense	5 Years	6.70	18-05-2024	Nil
Dodla Silpa Reddy	Consultancy expense	3 Years	1.20	20-05-2023	Nil
B V K Reddy	Issue of shares (ESOP's)	NA	178.19	22-07-2024	Nil
Dodla Dairy Kenya Limited	Consultancy Income	5 years	0.79	15-07-2020 and 30-01-2025	Nil
Dodla Dairy Kenya Limited	Expenditure incurred on behalf of the party	5 years	1.08	15-07-2020 and 30-01-2025	Nil
Lakeside Dairy Limited	Consultancy Income	5 years	1.59	15-07-2020 and 30-01-2025	Nil
Lakeside Dairy Limited	Expenditure incurred on behalf of the party	5 years	1.11	15-07-2020 and 30-01-2025	Nil
Dodla Holdings Pte. Limited	Consultancy Income	5 years	0.56	15-07-2020 and 30-01-2025	Nil
Country Delight Dairy Limited	Consultancy Income	5 years	0.95	30-01-2025	Nil
Orgafeed Private Limited	Rent received	5 years	0.10	15-07-2020 and 30-01-2025	Nil
Orgafeed Private Limited	Interest Received	10 years	27.56	07-03-2022	Nil
Orgafeed Private Limited	Purchase of finished goods		1,322.18		Nil
Orgafeed Private Limited	Vehicle rent	3 Years	0.15	02-08-2022	Nil
Orgafeed Private Limited	Consultancy Income	5 years	2.34	15-07-2020 and 30-01-2025	Nil
Orgafeed Private Limited	Loan Repayment	10 years	36.76	07-03-2022	Nil

ANNEXURE - III (Contd.)

(in millions)

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
Orgafeed Private Limited	Loan Given	10 years	12.50	07-03-2022	Nil
Orgafeed Private Limited	Expenditure incurred on behalf of the party	5 years	0.02	15-07-2020 and 30-01-2025	Nil
Dodla Foundation	Corporate social responsibility expenditure incurred	NA	12.52	20-05-2023, 27-01-2024, 18-05-2024 and 23-10-2024	Nil

On behalf of the Board of Directors  
For Dodla Dairy Limited

Dodla Sunil Reddy

Managing Director

DIN: 00794889

Dodla Sesha Reddy

Director

DIN: 00520448

Place: Hyderabad  
Date: 19 May 2025





ANNEXURE- IV

DISCLOSURES PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013, AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES,2014

The remuneration and perquisites provided to the employees and Management are at par with the industry levels. The remunerations paid to the Managing Director and Senior Executives are reviewed and recommended by the Nomination, Remuneration and compensation Committee.

(i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year

S. No	Name of the Director	Designation	Remuneration of Directors, KMP for the Financial year 2024-25 (amount in INR)	Ratio of the remuneration to the median remuneration of the employees
1.	Dodla Sessa Reddy	Chairman/Non-Executive Director	NIL	NIL
2.	Dodla Sunil Reddy	Managing Director	43,108,506	189.09
3.	Ambavaram Madhusudhana Reddy	Whole Time Director	6,297,693	27.62
4.	Akshay Tanna	Non-Executive Director	NIL	NIL
5.	Rampraveen Swaminathan	Independent Director	NIL	NIL
6.	Tallam Puranam Raman	Independent Director	NIL	NIL
7.	Dr.Raja Rathinam	Independent Director	NIL	NIL
8.	Vinoda Kailas	Independent Director	NIL	NIL

Median remuneration of Employees: INR 227,970/- per annum.

(ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager in the financial year

S. No	Name of the Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager	Designation	Percentage increase in remuneration
1.	Dodla Sessa Reddy	Chairman/Non-Executive Director	NIL
2.	Dodla Sunil Reddy	Managing Director	10.00%
3.	Ambavaram Madhusudhana Reddy	Whole Time Director	10.00%
4.	Akshay Tanna	Non-Executive Director	NIL
5.	Rampraveen Swaminathan	Independent Director	NIL
6.	Tallam Puranam Raman	Independent Director	NIL
7.	Dr.Raja Rathinam	Independent Director	NIL
8.	Vinoda Kailas	Independent Director	NIL
9.	Busireddy Venkat Krishna Reddy	Chief Executive Officer	14.00%
10.	Murali Mohan Raju Reddycherla	Chief Financial Officer	-
11.	Surya Prakash Mungelkar	Company Secretary and Compliance Officer	14.00%

ANNEXURE- IV (Contd.)

(iii) The percentage increase in the median remuneration of employees in the financial year is: 11.14%

(iv) The number of permanent employees on the rolls of Company:

There are 3096 permanent employees on the rolls of the Company as on 31 March 2025.

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

The Average percentile increase in the last financial year in the salaries of employees is: 11.14%

There were no exceptional circumstances for increase in the managerial remuneration. The Company affirms that remuneration to the Directors and Key Managerial Personnel is as per the remuneration policy of the Company.

(vi) Affirmation that the remuneration is as per the remuneration policy of the Company:

The Company affirms that the remuneration paid is as per the remuneration policy of the Company.

On behalf of the Board of Directors  
For Dodla Dairy Limited

Dodla Sunil Reddy  
Managing Director  
DIN: 00794889

Dodla Sessa Reddy  
Director  
DIN: 00520448

Place: Hyderabad  
Date: 19 May 2025



STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sr. No	Name of the employee and Designation	Remuneration received	Nature of employment	Qualifications and experience of the employee	Date of commencement of employment	Age	The last employment held by such employee before joining the Company	The percentage of equity shares held by the employee in the Company within the meaning of clause (iii) of sub-rule (2) above; and	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.	Sunil Reddy Dodla - Managing Director	43,108,506	Regular	Highest Qual: B.E, Experience: 29years	01 September 2005	57 years	Own Business	12.69	Son of Dodla Sesha Reddy, Chairman and Director
2.	Venkat Krishna Reddy Busireddy - CEO	38,482,700	Regular	Highest Qual: B.Sc, Experience: 37 years	24 December 1997	62 years	Amul	1.64	N.A

On behalf of the Board of Directors  
For Dodla Dairy Limited

Place: Hyderabad  
Date: 19 May 2025

**Dodla Sunil Reddy**  
Managing Director  
DIN: 00794889

**Dodla Sesha Reddy**  
Director  
DIN: 00520448

ANNEXURE- V

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

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

1. Brief outline on CSR Policy of the Company

Dodla Dairy Limited has adopted a Corporate Social Responsibility Policy (hereinafter to be referred as 'CSR Policy') in alignment with its objective, principles and values, for delineating its responsibility as a socially and environmentally responsible corporate citizen. The Policy lays down the principles and mechanisms for undertaking various programmes in accordance with Section 135 of the Companies Act 2013.

Company's CSR policy is available at: [www.dodladairy.com](http://www.dodladairy.com)

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Dodla Sesha Reddy	Chairman, Non-Executive Director	2 meetings (18 May 2024 and 23 October 2024)	2
2	Akshay Tanna	Member, Non-Executive Director		1
3	Vinoda Kailas	Member, Independent Director		2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company:

Composition of CSR committee: <https://dodladairy.com/corporate/board-committees/>

CSR Policy: <https://dodladairy.com/wp-content/uploads/2024/04/CSR-Policy.pdf>

CSR projects approved by the board: <https://dodladairy.com/wp-content/uploads/2024/10/CSR-Projects-approved-for-the-FY-2024-25.pdf>

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

5. (a) Average net profit of the Company as per sub-section (5) of section 135.

Financial Year	Amount in ₹
2021-22	1,657,953,786
2022-23	1,176,310,000
2023-24	2,096,500,000
<b>Total</b>	<b>4,930,763,786</b>
<b>Average</b>	<b>1,643,587,929</b>

- (a) Two percent of average net profit of the Company as per sub-section (5) of section 135: INR 32,871,759
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
- (c) Amount required to be set off for the financial year, if any: Nil
- (d) Total CSR obligation for the financial year [(b)+(c)-(d)]: INR 32,871,759





6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).

Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in INR)	Amount spent in the current financial year (in INR)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in INR)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number.
1	Environmental Sustainability -Restoration of Adikmet Road Stepwell, Osmania University, Hyderabad	Environmental sustainability	Yes	Telangana	Hyderabad	3 Years	9,675,048	2,902,514	6,772,534	Yes	-	-
2	Promoting Education - Construction of library, Seminar Hall and Classrooms in College of Dairy Technology, kamareddy	Promoting Education	Yes	Telangana	Kamareddy	3 Years	22,186,711	135,270	22,051,441	No	Dodla Foundation	CSR00022391
Total							31,861,759	3,037,784	28,823,975			

Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent for the project (in INR).	Mode of implementation -Direct (Yes/No)	Mode of implementation - Through implementing agency.	
				State.	District.			Name	CSR Registration number.
1	Promoting Education	Promoting Education	Yes	Telangana	Hyderabad	360,000	Yes	-	-
2	Promoting Education	Promoting Education	Yes	Tamil Nadu	Dharmapuri	350,000	Yes	-	-
3	Eradicating hunger and Promoting Education	Eradicating hunger and Promoting Education	Yes	Telangana	Hyderabad	300,000	Yes	Dodla Foundation	CSR00022391
TOTAL						1,010,000			

ANNEXURE- V (Contd.)

- (b) Amount spent in Administrative Overheads: Nil
- (c) Amount spent on Impact Assessment, if applicable: Nil
- (d) Total amount spent for the Financial Year [(a)+(b)+(c)].: 40,47,784
- (e) CSR amount spent or unspent for the financial year:

Total AmountSpent for the Financial Year. (in INR)	Amount Unspent (in INR)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer.
40,47,784	28,823,975	24 April 2025	Nil	Nil	Nil

- (f) Excess amount for set off, if any:

Sl. No.	Particular	Amount (in INR)
(i)	Two percent of average net profit of the Company as per section 135(5)	32,871,759
(ii)	Total amount spent for the Financial Year	4,047,784
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in INR)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in INR)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs).	Date of transfer.		
1.	2022-23	3,682,936	Nil	3,682,936	Nil	Nil	12,391,153	Nil
2.	2023-24	12,391,153	Nil	12,391,153	Nil	Nil	17,935,321	Nil
3.	2024-25	17,935,321	5,847,999	12,087,322	Nil	Nil	34,671,974	Nil
TOTAL					Nil	Nil	34,671,974	

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

If Yes, enter the number of Capital assets created/acquired

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



ANNEXURE- V (Contd.)

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

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per subsection (5) of section 135:

As per the project approved by the CSR committee and the Board allocated funds for the restoration of the Adikmet Road Stepwell at Osmania University, Hyderabad, and the construction of a library, seminar hall, and classrooms at the College of Dairy Technology, Kamareddy, no request for funds was received from the respective projects. Therefore, the Company did not provide any funds, except as stated above.

On behalf of the Board of Directors  
For Dodla Dairy Limited

Dodla Sunil Reddy  
Managing Director  
DIN: 00794889

Dodla Sesha Reddy  
Chairman of CSR Committee  
DIN: 00520448

Place: Hyderabad  
Date: 19 May 2025

ANNEXURE- VI

The Conservation of energy, technology absorption, foreign exchange earnings and outgo pursuant to the provisions of Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014

A. Conservation of Energy

i. Steps Taken or Impact on Conservation of Energy:

Energy conservation dictates how efficiently a company can conduct its operations. The Company has recognised the importance of energy conservation in decreasing the deleterious effects of global warming and climate change. The Company has undertaken various energy efficient practices that have reduced the growth in carbon dioxide (CO<sub>2</sub>) emissions and strengthened the Company's commitment towards becoming an environment friendly organisation. The Company has been certified by ISO 50001 for Energy Management System. A dedicated 'Energy Cell' is focusing on energy management and closely monitor energy consumption pattern across all manufacturing sites. Periodic energy audits are conducted to improve energy performance.

ii. Steps taken by the Company for utilizing alternate source of energy:

Solar System installation completed at Polur CC 39.6 KWp, Kambainalur CC 105.65 KWp and Puthukoil CC 61.6 KWp.

iii. The Capital investment on energy conservation equipment's:

During the financial year 2024-2025 at Polur CC 39.6 KWp, Kambainalur CC 105.65 KWp and Puthukoil CC 61.6 KWp Solar Installation completed, Total INR 5,126,467/- project cost for utilizing alternate source of energy.

B. Technology Absorption

(i) the efforts made towards technology absorption.

At the Nellore plant implemented several improvements, including the installation of a falling film chiller to replace the IBT system, reducing compressor running hours and saving power about 2000 units per day. A dee super heater was added in the refrigeration section to save wood, along with a steam operating pump trap (SOPT) for the 20 KL pasteuriser. Additionally, a new APH was installed for the FBC boiler to enhance energy savings.

At the Indragi plant, a FD fan and APH were installed for the existing 3-ton boiler, resulting in better flue gas heat recovery and more efficient fuel burning, which result in wood savings. A new GA-18 VSD IPM air compressor from Atlas Copco, operating with a VFD, was also installed to achieve energy savings. Additionally, the CIP system was upgraded from a 3-tank to a 4-tank system, leading to reductions in electricity usage, water consumption, and steam usage.

At the Palamaner plant, a VFD was installed for the boiler section ID fan, saving about 30 units of power daily. The ETP roots blower was downsized from 12.5 HP to 10 HP, and the RMRD IBT agitator was replaced with a 2 HP submersible model from the earlier 5 HP, contributing to further cost and energy reductions.

The Kurnool plant, the installation of a VFD for the Boiler-2 ID fan motor, as well as VFD motors for IBT chill water pumps 1 and 2. Timers were also installed on the IBT agitator motors 1 and 2 to improve energy efficiency.

At the Chendurthi plant, 20 HP and 10 HP drives were fixed on the ID and FD fans respectively, the estimated energy saving is 4 kWh per hour, translating to approximately 60 kWh per day based on 15 hours of daily operation.

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution:

A standardised energy-saving measure was adopted across all plant locations: the installation of energy-efficient LED lighting throughout the plant premises and VFDs installation on boiler's ID (Induced Draft) fan. This universal change has contributed to significant power savings company-wide.

Through the implementation of these targeted initiatives, the organisation has demonstrated a strong commitment to energy efficiency, cost reduction, and sustainability, setting a solid foundation for continued operational excellence.

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

Nil



ANNEXURE- VI (Contd.)

(iv) the expenditure incurred on Research and Development.

The Company incurred expenditure on Farming activities along with GVC as stated below:

S. No	Particulars	31 March 2025	31 March 2024
1	Capital	Nil	854,082
2	Recurring	32,254,149	43,539,552
	Total	32,254,149	44,393,634

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

PARTICULARS	31 March 2025	31 March 2024
Foreign Exchange Earnings	80,831	574,591
Foreign Exchange Outgo	Nil	Nil

On behalf of the Board of Directors  
For Dodla Dairy Limited

Dodla Sunil Reddy  
Managing Director  
DIN: 00794889

Dodla Sesha Reddy  
Director  
DIN: 00520448

Place: Hyderabad  
Date: 19 May 2025

ANNEXURE - VII

FORM NO. MR-3  
SECRETARIAL AUDIT REPORT  
For the Financial Year Ended 31 March 2025

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

To  
The Members  
**DODLA DAIRY LIMITED**  
8-2-293/82/A/270-Q, Road No 10-C  
Jubilee Hills, Hyderabad – 500 033  
Telangana, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DODLA DAIRY LIMITED ('L15209TG1995PLC020324')** (hereinafter called 'the Company') for the financial year ended 31 March 2025. The Secretarial Audit was conducted in a manner that provided to us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

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

- We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31 March 2025** according to the provisions of:
  - The Companies Act, 2013 (the Act) and the rules made thereunder;
  - The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
  - The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
  - 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;
- The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') as amended from time to time:

- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not Applicable to the Company during the Audit Period)**
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not Applicable to the Company during the Audit Period)**
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable to the Company during the Audit Period)
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

- Secretarial Standards issued by The Institute of Company Secretaries of India.

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

ANNEXURE - VII (Contd.)

**We further report that**, having regard to the compliance system prevailing in the Company and on the examination of the relevant documents and records in pursuance thereof, on test- check basis, the Company has generally complied with the following laws applicable specifically to the Company:

- a) Food Safety and Standards Act, 2006 and the Rules made thereunder.
- b) Prevention of Food Adulteration Act, 1954 and the Rules made thereunder.

**We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. The changes in the composition of the Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act and Listing Regulations.

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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

**We further report that** during the audit period, 835,074 equity shares of face value of INR 10/- each of the Company were allotted on 22 July 2024 to Mr Busireddy Venkat Krishna Reddy, Chief Executive Officer of the Company in accordance with the terms of Dodla Dairy Limited Employee Stock Option Plan 2018.

**We further report that** during the audit period the Company not entered into/carried out any activity that has major bearing on the Company's affairs.

For **MNM & Associates**  
Company Secretaries  
Firm Registration No.  
P2017TL059600

**Sridevi Madati**  
Partner  
M.No.F6476  
COP 11694  
UDIN: F006476G000371104

Place: Hyderabad  
Date: 19 May 2025

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

ANNEXURE - VII (Contd.)

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

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

Date: 19 May 2025  
Place: Hyderabad

ANNEXURE A

For **MNM & Associates**  
Company Secretaries  
Firm Registration No. P2017TL059600

**Sridevi Madati**  
Partner  
M. No. F6476  
COP 11694  
UDIN: F006476G000371104



## ANNEXURE - VIII MANAGEMENT DISCUSSION AND ANALYSIS

### GLOBAL ECONOMY

The global economy expanded by 3.2% in 2024, maintaining a steady pace. Looking ahead, global GDP growth is projected to remain stable at 3.3% in both 2025 and 2026, below the historical (2000-19) average of 3.7%. However, this trajectory remains uneven across regions, shaped by shifting monetary policies, geopolitical uncertainties and ongoing trade frictions.

Growth trends among advanced economies show a clear variance. In the US, strong consumer demand, improved finances, and an eased monetary stance are supporting economic activity. Growth is projected to reach 2.7% in 2025, driven by a strong labour market and increasing investment, maintaining the country's economic momentum. Parallely, in other advanced economies, growth remains relatively stable due to opposing forces. While rising real incomes are likely to support a recovery in consumer spending, trade uncertainty and policy shifts are expected to weigh on investment.

In the Euro area, growth is expected to advance at a measured pace, though geopolitical tensions continue to weigh on sentiment. A slowdown in late 2024, particularly in manufacturing, combined with political and policy uncertainties, has resulted in a 1% growth projection for 2025. However, conditions are anticipated to improve by 2026, with growth projected to rise to 1.4%, supported by stronger domestic demand, easing financial conditions, improved confidence, and reduced uncertainty.

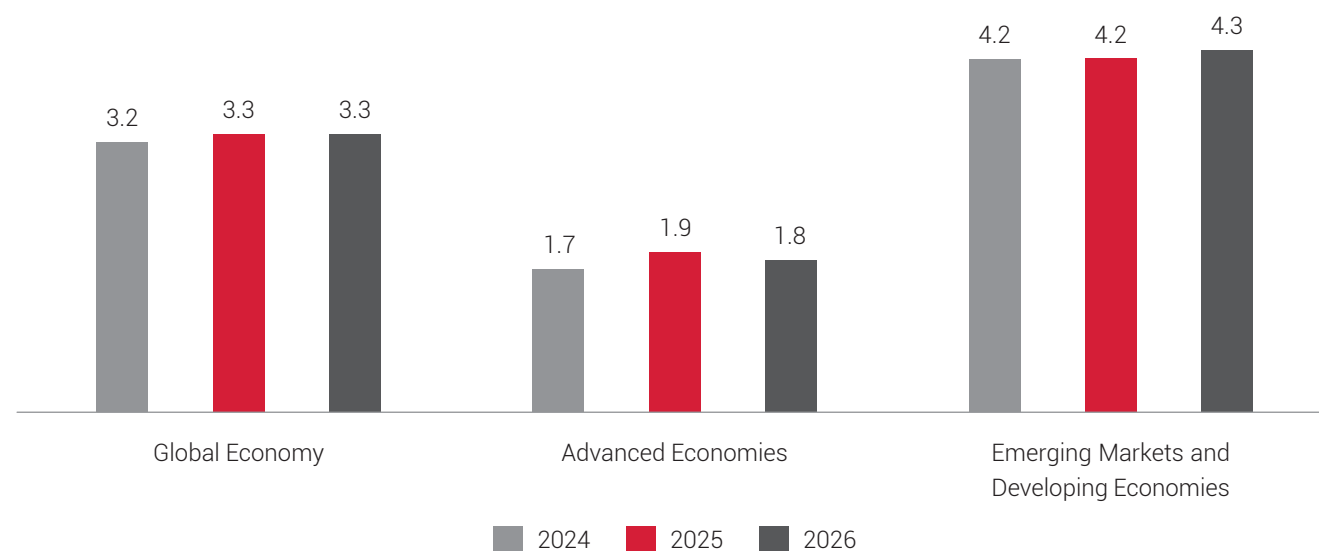
Emerging markets and developing economies are anticipated to maintain growth levels similar to 2024 in both 2025 and 2026. China's growth is expected to reach 4.60% in

2025 and 4.50% in 2026, following 4.80% in 2024. Although a slight moderation is expected, the economy remains on a stable trajectory. Growth in the Middle East and Central Asia is projected at 3.6% in 2025 and 3.9% in 2026. Economic diversification efforts and sustained investments in key sectors will drive this expansion. Latin America and the Caribbean are projected to see overall growth edge up to 2.5% in 2025. This improvement persists despite a slowdown in the largest economies within the region, indicating resilience in smaller markets and sectoral diversification.

Globally, inflation is on a downward trajectory, with headline inflation expected to ease to 4.2% in 2025 and 3.5% in 2026. While some economies are seeing faster disinflation, others are adjusting policies to manage inflationary pressures effectively. The US is experiencing a significant downward revision in inflation forecasts, attributed to effective monetary policies and a cooling labour market. In contrast, some European economies such as Germany and France, continue to deal with persistent inflationary pressures due to energy price volatility and supply chain disruptions. Meanwhile, emerging markets, particularly in Asia, are witnessing faster disinflation, supported by stabilising commodity prices and strengthened currency valuations.

Central banks are adopting a calibrated approach, with some easing monetary policy to support growth, while others remain cautious. Fiscal policies are adjusting to currency fluctuations, which mirror shifting global economic expectations. A stronger US dollar has reshaped capital flows in emerging markets, raising debt costs and adding financial pressures. Yet, many of these economies remain well-positioned to navigate the evolving economic environment.

Real GDP Growth Projections (in %)



For 2024 - Write Estimated (E)

For 2025 and 2026 - Write Projected (P)

(Source: <https://www.imf.org/en/Publications/WEO/Issues/2025/01/17/world-economic-outlook-update-january-2025>)

### MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

### INDIAN ECONOMY

India's economy continues to expand with the First Advance Estimates (FAE) projecting the real GDP growth at 6.4% for 2024-25. Both private and government consumption expenditure witnessed an uptick, with net exports making a positive contribution to overall growth.

Private Final Consumption Expenditure (PFCE) at Constant Prices grew at 7.3% during 2024-25, increasing from 4.0% in 2023-24. This reflects a revival in rural demand and sustained urban consumption, supported by rising disposable incomes and stable inflation levels.

Government Final Consumption Expenditure (GFCE) at Constant Prices rebounded to a 4.1% growth rate in 2024-25, up from 2.5% in 2023-24. This increased public sector spending on infrastructure, social welfare programmes, and rural development is expected to further contribute to the overall economic momentum.

(Source: [https://pib.gov.in/PressReleasePage.aspx?PRID=2090875#:~:text=Government%20Final%20Consumption%20Expenditure%20\(GFCE\)%20at%20Constant,of%202.5%20in%20the%20previous%20Financial%20Year.&text=The%20growth%20rate%20in%20Real%20GDP%20during,6.4%20as%20compared%20to%208.2%20in%202023%2024.](https://pib.gov.in/PressReleasePage.aspx?PRID=2090875#:~:text=Government%20Final%20Consumption%20Expenditure%20(GFCE)%20at%20Constant,of%202.5%20in%20the%20previous%20Financial%20Year.&text=The%20growth%20rate%20in%20Real%20GDP%20during,6.4%20as%20compared%20to%208.2%20in%202023%2024.))

India's strong performance is further reinforced by the government's focus on reforms and infrastructure development. However, corporate and industrial activity is showing signs of moderation, as slower earnings and subdued growth begin to weigh on business sentiment. Furthermore, private consumption growth has lost some steam, particularly in discretionary spending, as households remain cautious amid global uncertainties and inflationary pressures.

India continues to demonstrate resilience, even as many of the world's leading economies struggle with decelerating growth. Strong macroeconomic fundamentals and proactive government reforms have been key drivers behind the nation's stability. However, the pace of progress has moderated compared to the previous year, reflecting a slowdown in industrial activity, subdued consumption, and external uncertainties.

By enhancing business efficiency and fostering an investment-friendly climate, India continues to attract global interest. Yet, foreign portfolio outflows have been significant in January and February 2025, driven by global risk aversion, shifting monetary policies, and geopolitical uncertainties. In January and February alone, foreign investors withdrew INR 34,574 crores from Indian equity markets, pushing total outflows to INR 1.12 lakh crores in the first two months of 2025. Despite this, domestic institutional investors (DIIs) and retail investors have provided strong support, helping

cushion the impact of foreign exits and maintain market stability.

(Source: <https://www.telegraphindia.com/business/foreign-portfolio-investors-pull-out-rs-34574-crore-from-the-indian-equity-markets-in-february-prnt/cid/2086635>)

India's agricultural sector is set for steady growth, with real Gross Value Added (GVA) in agriculture, forestry, and fishing estimated to rise to 3.80% in 2024-25, up from 1.40% in 2023-24. This improvement is primarily attributed to higher Kharif foodgrain production and robust Rabi sowing, supported by favourable monsoons and improved irrigation facilities. These factors have strengthened rural incomes and mitigated food inflation risks, ensuring economic stability.

The Union Budget for 2025-26 outlined strategic measures aimed to sustain economic momentum amid emerging challenges. Corporate earnings faced headwinds, with rising input costs and subdued demand impacting profitability. This, in turn, affected hiring and wage growth, potentially weighing on overall consumption levels. Additionally, rural markets exhibited signs of strain, reflecting sluggish income growth and restrained spending patterns.

To counter these pressures, the Union Budget 2025-26 prioritised consumption revival, particularly in rural areas, through increased public expenditure, targeted welfare schemes, and infrastructure investments. It also emphasised revitalising the manufacturing sector under the 'Make in India' initiative, alongside skill development programmes aimed at job creation. These measures aim to counter the slowdown, stimulate domestic demand, and position India for a more sustainable and inclusive economic recovery.

On the external front, India's exports are expected to grow by 5.90% in 2024-25. This rise is propelled primarily by the steady rise in services exports, particularly in IT, process management, and consulting, which have remained resilient despite global headwinds.

Meanwhile, imports contracted slightly by 1.30%, largely due to lower crude oil imports following softening global prices and reduced domestic demand for capital and consumer goods. This narrowing trade deficit helped improve the nation's overall trade balance, with net exports contributing 1.70% points to GDP growth, offering a crucial buffer against domestic economic moderation.

(Source: <https://rbidocs.rbi.org.in/rdocs/Bulletin/PDFs/0BULLETIN17012025618F21033FC94574912BFCF428F88A50.PDF>)

### THE GLOBAL DAIRY MARKET

The global dairy industry is a highly fragmented yet vital sector of the food and agriculture economy, with millions of farmers, cooperatives, and enterprises involved in milk production, processing, and distribution. In 2024, the industry

## MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

reached a market size of USD 991.50 billion and is projected to reach USD 1,505.80 billion by 2033, clocking in a 4.75% CAGR. This expansion is fuelled by rising global populations, urbanisation, and shifting dietary habits that emphasise dairy as a key source of nutrition. Beyond its economic significance, the industry provides livelihoods to over one billion people worldwide, spanning smallholder farmers, large-scale producers, and dairy processing industries.

(Source: <https://www.imarcgroup.com/global-dairy-market>)

Liquid milk dominates the global dairy market, maintaining its position as the most widely consumed dairy product. Its versatility extends beyond direct consumption—it is an ingredient in cooking, baking, and dairy-based products like butter, cheese, and yogurt. With its rich composition of calcium, protein, vitamins, and minerals, it remains a dietary essential across the globe. Increasing awareness of liquid milk's health benefits, especially for children and the elderly, further drives demand.

The industry's supply and demand dynamics are shaped by a complex web of factors. Climate conditions, feed availability, regulatory policies, cold storage infrastructure, and transportation networks play pivotal roles in shaping production and distribution. Seasonal milk production cycles in leading dairy-exporting nations—New Zealand, the US, and the European Union—significantly impact global supply and pricing trends. Moreover, feed and input costs, including the availability of fodder, grains, and water resources, directly impact dairy farm profitability and milk output. While technological advancements such as automated milking systems and precision feeding, are enhancing farm efficiency, the broader structural factors continue to be the primary forces shaping the industry's trajectory.

The European Union, the US, and New Zealand remain dominant forces in global dairy exports, supplying a significant share of cheese, milk powder, and butter to international markets. In parallel, China, Southeast Asia, and the Middle East are emerging as the fastest-growing dairy markets, driven by urbanisation, rising disposable incomes, and increasing per capita dairy consumption. In Africa and Latin America, demand is rising with dairy becoming a more integral part of diets. However, supply-side constraints, including infrastructure limitations and climate variability, continue to pose challenges.

As the dairy industry expands, it faces mounting challenges linked to sustainability, climate impact, and fluctuating raw material costs. Milk production is highly resource-intensive, requiring vast amounts of land, water, and feed, and is also a major contributor to greenhouse gas emissions. Climate variability further affects milk yields, while rising feed and energy costs put pressure on dairy farm profitability. These factors have already influenced global supply chains,

pushing the industry to adopt more resilient and eco-friendly dairy farming practices.

To secure long-term viability, the sector is embracing eco-friendly initiatives, reducing carbon footprints, and enhancing waste management. Looking ahead, continued advancements in dairy processing, supply chain logistics, and product innovation will play a crucial role in making the industry more efficient, sustainable, and accessible to a diverse consumer base.

#### THE AFRICAN DAIRY MARKET

The African dairy market is poised for steady growth, with revenue projected to reach USD 24.25 billion in 2025, registering a CAGR of 8.65% from 2025 to 2029.

(Source: <https://www.statista.com/outlook/cmo/food/dairy-products-eggs/milk/africa>)

This growth is expected to be driven by rapid urbanisation, and a rising middle class with greater disposable income and increasing health awareness. As consumers prioritise nutrition, demand is surging for milk, yogurt, and cheese. Additionally, government support, investments in dairy infrastructure, and advancements in cold storage and supply chain logistics are improving market efficiency. Africa's abundant grazing lands and large livestock population further support milk production, positioning the region as a promising dairy market.

Shifting consumer preferences are reshaping the market. Health-conscious choices are driving demand for probiotic drinks, fortified milk, and plant-based dairy alternatives. In urban areas, flavoured milk and yogurt are gaining popularity as healthier substitutes for carbonated beverages, while traditional dairy staples such as fermented milk (Amasi) and camel milk remain culturally significant across regions. Furthermore, investment in modern dairy farming, cold storage infrastructure, and local milk processing units are improving efficiency, reducing reliance on imports, and boosting domestic output.

East Africa, with its growing population and increasing demand for dairy, is emerging as an attractive market for dairy companies. At the same time, the growing popularity of international and domestic sporting events in Africa is creating new opportunities for functional dairy beverages like probiotic drinks in emerging markets.

Government policies and initiatives in some countries have also contributed to the sector's expansion by creating a supportive business environment. Subsidies, tax incentives, and infrastructure investments have further helped lower entry barriers for new players, while enabling established dairy enterprises to scale their operations efficiently.

With rising consumer awareness, technological advancements, and strong policy support, Africa's dairy

## MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

market is poised for sustained expansion. This growth presents lucrative opportunities for both local producers and global investors looking to tap into the region's evolving dairy space.

#### THE INDIAN DAIRY MARKET

As the world's largest milk producer, India's dairy market is set for significant progress. On these lines, revenue from the organised dairy sector is projected to reach USD 29.90 billion in 2025 and USD 41.82 billion by 2030, reflecting a CAGR of 6.94%.

(Source: <https://www.mordorintelligence.com/industry-reports/india-dairy-market>)

In terms of regional and country-wise distribution, India remains the largest producer and consumer of dairy products, accounting for approximately 24% of global milk production. This dominance is supported by strong government initiatives and an extensive rural dairy network.

(Source: <https://timesofindia.indiatimes.com/india/indias-milk-production-up-nearly-4-whereas-meat-output-rise-by-nearly-5/articleshow/115707054.cms#:~:text=India%20is%20currently%20the%20largest,%2C%20MP%2C%20Gujarat%20and%20Maharashtra>)

Further, the industry primarily operates through a structured ecosystem comprising co-operative societies, private dairy companies, and smallholder farmers. Dairy co-operatives play a crucial role in ensuring fair pricing, rural livelihoods, and large-scale milk procurement, with organisations like the National Dairy Development Board (NDDB) driving industry development.

Beyond domestic consumption, India is emerging as a key player in dairy exports, particularly for skimmed milk powder (SMP), ghee, and value-added dairy products. These exports cater to growing demand in South Asia, the Middle East, and Africa. However, global price volatility, stringent export regulations, and quality standards compliance remain key considerations.

India's dairy industry is poised for continued expansion, driven by rising consumer demand, evolving dietary preferences, and increasing government support. With a strong foundation and strategic advancements, the sector is well-positioned for long-term growth.

#### Milk Consumption in India

Per capita milk consumption in India is on the rise, with fluid milk consumption projected at 91 million metric tonnes (MMT) in 2025, up from 89 MMT in 2024.

(Source: <https://www.thedairysite.com/news/indias-milk-consumption-expected-to-rise-in-2025>)

There is a distinct urban-rural divide in milk consumption patterns. Urban consumers prefer packaged, branded, and value-added products such as flavoured milk, probiotic drinks, and fortified dairy. In contrast, rural consumers continue to rely on local co-operatives and unorganised raw

milk markets. Institutional demand for milk is also rising, driven by increased consumption in hotels, restaurants, cafés, and the food processing industry, which relies on dairy for various products. Additionally, the government's nutrition programmes and school meal schemes drive demand, particularly for fluid milk and fortified dairy products.

Regional variations further shape consumption trends. North India leads in per capita milk intake, driven by cultural preferences for dairy. Meanwhile, South and East India see stronger demand for curd, buttermilk, and dairy-based sweets.

Despite this growth, the sector faces challenges such as milk price fluctuations, rising feed costs, and supply chain inefficiencies. Simultaneously, competition from plant-based alternatives continues to reshape consumer preferences. In addition, robust cold storage and chilling centres are crucial to maintaining milk quality and reducing spoilage risks in hotter regions, ensuring the sector remains resilient.

#### Milk Production in India

India's total milk production in 2025 is forecasted to rise to 221.30 MMT, maintaining its position as the largest milk-producing nation.

This growth is driven by expanding herd sizes, improved breeding techniques, supportive government policies, and stable weather conditions. Strong milk prices have further incentivised higher production, particularly in states with well-developed dairy infrastructure.

A few key states dominate milk production, with the top 10 contributors accounting for a significant portion of the country's output. Uttar Pradesh leads, followed by Rajasthan, Madhya Pradesh, Gujarat, and Andhra Pradesh. Northern and Western states remain at the forefront, benefitting from extensive dairy farming networks, large cattle populations, and better access to dairy cooperatives and private players. In contrast, Southern and Eastern states are emerging as dairy hubs but continue to lag in production due to smaller herd sizes and lower per capita milk consumption.

#### Top 10 MILK PRODUCING STATES in India 2024:

1. Uttar Pradesh
2. Rajasthan
3. Madhya Pradesh
4. Gujarat
5. Andhra Pradesh
6. Punjab
7. Maharashtra
8. Haryana
9. Bihar
10. Karnataka

(Source: <https://in.edairynews.com/top-10-milk-producing-states-in-india-2024/>)





MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Annual Milk Production and Consumption Statistics (2023-2025)

Year	Total Milk Production (MMT)	Cow Milk Production (MMT)	Buffalo Milk Production (MMT)	Fluid Milk Consumption (MMT)	Butter Consumption (MMT)	Milk Imported (MT)
2023	213.20	101	112.20	89.20	6.90	1,500
2024	216.50	102	114.50	89.80	6.90	1,700
2025 P - Projected	221.30	103	118.30	91	7.10	1,900

The projected rise in milk production from 213.20 MMT in 2023 to 221.30 MMT in 2025 signifies a substantial growth opportunity for the dairy industry. While cow milk production is increasing at a steady pace, buffalo milk production is rising more rapidly, ensuring a larger supply of raw milk for dairy companies.

With fluid milk consumption set to rise from 89.20 MMT in 2023 to 91 MMT in 2025, companies involved in packaged milk, dairy-based beverages, and related products can capitalise on the growing consumer demand. Additionally, butter consumption is expected to increase from 6.90 MMT to 7.10 MMT, indicating a higher preference for dairy fats.

A higher milk supply benefits the industry but also affects pricing and competition. Increased production could stabilise or lower milk prices, benefitting consumers, while potentially pressuring farmers' profit margins.

Government Initiatives

The Indian dairy industry benefits from a range of government policies aimed at promoting rural development, farmer empowerment, and sectoral competitiveness. These initiatives focus on strengthening the supply chain, improving livestock productivity, and enhancing market access for dairy farmers.

The National Programme for Dairy Development (NPDD) plays a pivotal role in modernising dairy infrastructure, improving milk quality, and strengthening milk producing organisations. By funding bulk milk coolers, chilling plants, and testing laboratories, NPDD enhances milk collection efficiency, reduces spoilage, and ensures better prices for farmers, while ensuring consumer safety.

The Supporting Dairy Cooperatives and Farmer Producer Organisations (SDCFPO) scheme was introduced to revive struggling cooperatives and empower farmer collectives, enabling them to compete with private players. This initiative provides working capital assistance, market linkage support, and capacity-building programmes, ensuring small dairy farmers and cooperatives remain financially viable.

The Kisan Credit Card (KCC) facility has been extended to dairy farmers, offering low-interest loans for purchasing cattle, fodder, and dairy equipment. By easing financial stress, this initiative helps small-scale farmers expand their herds, invest in better feed, and improve livestock healthcare.

The Rashtriya Gokul Mission (RGM) is dedicated to conserving and genetically improving indigenous cattle breeds such as Gir, Sahiwal, and Red Sindhi. RGM also promotes artificial insemination and embryo transfer technology to enhance these indigenous cattle breeds. Additionally, it is also responsible for establishing Gokul Grams, integrated farms dedicated to indigenous cattle. Through these initiatives, RGM is helping improve milk yields and breed quality, ensuring sustainability in dairy farming.

(Source: <https://www.thebullvine.com/news/rising-demand-and-production-unveiling-the-potential-of-indias-dairy-industry-in-2025/>)

OPPORTUNITIES

Rising Population

As the world's population grows, so does the demand for essential nutrients like calcium and protein, both abundantly found in dairy products. Changing dietary habits further fuel this demand, with more people shifting to modern diets comprising processed and dairy-rich foods. At Dodla Dairy, we are strategically positioned to meet this increasing demand with our strong presence in South India alongside operations in Uganda and Kenya. Our extensive product portfolio, including milk-based, value-added products, allows us to meet the nutritional needs of diverse consumer segments.

(Source: <https://www.imarcgroup.com/global-dairy-market>)

Rapid Urbanisation

As more people move to cities and lead busier lives, convenience has become a top priority in food choices. Dairy companies have capitalised on this trend by offering a wide range of packaged, ready-to-eat (RTE), and on-the-go dairy options. With a growing preference for quick, nutritious meals in cities, dairy products have become increasingly attractive. Therefore, urbanisation is playing a significant role in shaping the future of the global dairy market.

At Dodla Dairy, we are well-equipped to capitalise on this trend. Our strong branding and higher B2C sales position us favourably in urban markets, while our robust distribution network across 13 states ensures widespread availability of our products. By focussing on high-quality, value-added dairy products, we align with the modern consumer need for both convenience and nutrition.

(Source: <https://www.imarcgroup.com/global-dairy-market>)

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Increasing Health and Nutrition Awareness

Dairy products are essential to a balanced diet, providing calcium, protein, and vital vitamins like Vit D and Vit B12. They also offer key minerals such as potassium and magnesium. As consumers become more health-conscious and seek nutrient-dense foods, the demand for dairy products continues to rise. To meet this, dairy companies are fortifying their products with additional nutrients, aligning with the rising preference for functional foods that support overall health and well-being.

At Dodla, we ensure consistent quality across our 16 processing plants, delivering high nutritional value in every product. Our investment in feed plants further boosts dairy productivity, allowing us to supply superior-quality milk and fortified dairy products to meet the growing demand for functional foods.

(Source: <https://www.imarcgroup.com/global-dairy-market>)

Growth in Value-Added Dairy Products (VAPs)

The value-added dairy segment is expanding rapidly, driven by changing consumer preferences, increasing affordability, and a growing emphasis on health and wellness. This shift has created opportunities in premium and functional dairy products, including flavoured and fortified milk, probiotic drinks, and Greek yoghurt. Additionally, the market for high-protein dairy offerings, such as whey-based beverages and protein-enriched supplements, is growing, particularly among fitness-conscious consumers.

Expansion of Export Markets

India's dairy industry holds immense potential for export growth, especially to Southeast Asia, the Middle East, and Africa, where demand for high-quality dairy products is rising. Skimmed milk powder (SMP), butter, ghee, and cheese have emerged as key export drivers due to strong global interest. To harness these opportunities, the nation must strengthen its bilateral trade agreements, enhance global quality standards, and invest in product diversification tailored for international markets.

Technology Adoption and Dairy Innovation

Technological advancements are transforming the dairy industry, unlocking new avenues to improve efficiency, milk productivity, and product quality. Key advancements include:

Integrated Presence across the Dairy Value Chain

Dairy Farm	<ul style="list-style-type: none"><li>Procurement of raw milk from 1.3+ lakhs farmers across ~8,800 villages through 7,850+ VLCCs</li><li>Raw milk directly procured from farmers</li></ul>
Chilling Centres	<ul style="list-style-type: none"><li>Transportation from villages using 911 primary vehicles to 190 chilling centres/plants</li></ul>
Processing Plants	<ul style="list-style-type: none"><li>16 milk processing plants across India, Kenya and Uganda</li><li>The Company regularly incurs capex to upgrade technology, automate lines and bring efficiency in operations</li></ul>

- **IoT-enabled cattle monitoring:** Enables real-time tracking of livestock health and production
- **AI-powered quality control:** Enhances safety and efficiency in dairy processing
- **Precision feeding techniques:** Optimises cattle nutrition, leading to higher milk yield
- **Blockchain integration:** Strengthens supply chain traceability and quality assurance

COMPANY OVERVIEW

Dodla Dairy Limited (also referred to as 'Dodla Dairy,' 'Dodla,' 'The Company,' and 'We'), established in 1995, is an integrated dairy company based in South India. The Company operates state-of-the-art processing plants, milk collection centres, storage facilities, machinery, vehicles, and offers a diverse range of dairy products. Our extensive portfolio is an essential part of daily life, complementing every meal. We have 14 processing plants in India, and one each in Uganda and Kenya. Besides milk, we specialise in producing and selling VAPs, such as flavoured milk, lassi, ice creams, curd, cheese, paneer, ghee, and yogurt, catering to diverse consumer needs.

Expanding beyond India, we have established a strong foothold in Africa, specifically in Kenya and Uganda. Our African operations focus on direct milk procurement from local farmers, ensuring quality control, fair pricing, and farmer empowerment. Replicating our India-based model, we have strengthened the dairy supply chain in Kenya and Uganda, providing farmers with stable income, while delivering high-quality dairy products to consumers.

Additionally, through our wholly owned subsidiary, Orgafeed, we are engaged in seed crushing and cattle feed manufacturing, and dealing of groundnuts, sesame seeds, and cotton. Orgafeed aligns with our strategic focus on strengthening the dairy supply chain and ensuring cost efficiency in milk production. By producing high-quality, nutritionally balanced, and affordable cattle feed, we help dairy farmers improve livestock productivity, milk yields, and reduce dependency on external feed suppliers. This approach not only supports Dodla Dairy's integrated model but also ensures greater control over input costs, improving the overall profitability and sustainability of our dairy operations.



MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Distribution Centres	<ul style="list-style-type: none"><li>60+ sales offices</li><li>2,900+ agents</li><li>2,100 milk and milk products distributors</li><li>839 DRPs</li><li>110 modern trade channels</li></ul>
----------------------	--

PRODUCT PERFORMANCE

Milk

Revenue from milk increased to INR 2,339 crores in 2024-25, up from INR 2,188 crores in 2023-24, driven by rising demand, population growth, and the Company's effective marketing strategies. However, margins remained subdued due to high procurement prices in India.

Curd

Revenue from curd grew to INR 751 crores in 2024-25, up from INR 713 crores in 2023-24. Rising health awareness, urbanisation, increased institutional demand, regional dietary preferences, and higher disposable incomes drove the growing sales of curd in India.

VAPs

The VAPs' (including bulk sales) revenue rose to INR 1,257 crores in 2024-25, up from INR 862 crores in 2023-24. The increasing demand for convenience foods, expansion of organised retail, innovations and the influence of global dietary trends are further driving this growth.

FINANCIAL PERFORMANCE

Performance Review

(All amounts in INR million unless stated otherwise)

	2024-25	2023-24
Revenue from Operations	37,200.65	31,254.65
Other Income	532.94	274.14
Total Income	37,733.59	31,528.79
Total Expenses	34,175.81	29,090.87
Profit before Share of Equity Accounted Investee and Tax	3,557.78	2,437.92
Profit before Tax	3,557.78	2,437.92
Total Tax Expense/(Credit)	958.48	770.56
Profit for the Year	2,599.30	1,667.36
Earnings per Share (in INR)	43.27	28.03

Key Ratios (Standalone)

Ratios	2024-25	2023-24	Change (%)	Reasons for Variance
Current Ratio	3.90	2.65	47.18	Change is on account of a decrease in inventory balances at year-end and higher cash and liquid assets
Debt-Equity Ratio	0.01	0.01	(17.84)	NA
Debt Service Coverage Ratio	71.41	45.92	55.50	Change is on account of increase in profitability during the year
Return on Equity (ROE)	21.30%	16.03%	32.88	Change is on account of increase in profitability during the year
Inventory Turnover Ratio	10.41	9.56	8.91	NA
Trade Receivables Turnover Ratio	321.64	338.80	(5.06)	NA
Trade Payables Turnover Ratio	17.85	20.69	(13.76)	NA

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Ratios	2024-25	2023-24	Change (%)	Reasons for Variance
Net Capital Turnover Ratio	5.50	7.73	(28.87)	Change is on account of increase in inventory balances at year end
Net Profit Ratio	7.39%	5.29%	39.63	Change is on account of increase in profitability during the year
Return on Capital Employed	25.69%	20.43%	25.74	Change is on account of increase in profitability during the year
Return on Investment (Mutual Funds)	7.83%	6.34%	23.41	NA
Return on Investment (Bonds and Debentures)	7.20%	11.99%	(39.94)	[Diversification of portfolio from bonds to MF]

(The reason for variance is given for ratios with a percentage change exceeding 25%.)

RISK AND MITIGATION

At Dodla, we have established a risk management policy that underpins our Enterprise Risk Management (ERM) framework across the organisation. This policy provides the broad contours to define, implement, review, and continually enhance the framework's risk management processes in line with applicable regulations and leading practices.

Risks	Description	Mitigation Strategy
Economic Risk	Economic volatility, including inflation, exchange rate fluctuations, and changes in consumer purchasing power, can impact our profitability.	<ul style="list-style-type: none"><li>Actively monitor input cost trends - particularly milk procurement during lean seasons - and adjust selling prices in line with industry norms across markets.</li><li>Plan price hikes when necessary to pass on cost increases while maintaining margin stability.</li><li>Leverage strong demand recovery to support these price adjustments.</li></ul>
Supply Chain Risks	Our operations rely heavily on a stable supply of raw materials such as milk, packaging materials, and other inputs. Any supply chain disruptions can affect our production.	We diversify our supply sources, foster strong partnerships with farmers, and establish contingency plans to address potential natural disasters.
Supply Chain Risks	Our operations rely heavily on a stable supply of raw materials such as milk, packaging materials, and other inputs. Any supply chain disruptions can affect our production.	We diversify our supply sources, foster strong partnerships with farmers, and establish contingency plans to address potential natural disasters.
Intense Competition	The dairy industry is highly competitive, with both organised and unorganised players offering similar products. This can create pressure on our pricing and market share.	Strengthen brand through consistent quality, focussed marketing, and expansion of value-added products. Grow distribution via modern retail, quick commerce, and DRPs. Ensure strong cold chain, and drive market penetration.
Strategic Risk	Strategic risks are challenges that can disrupt the core assumptions of our business strategy. They include risks to strategic positioning, execution, and choices, ultimately impacting our ability to achieve our objectives.	To maintain a competitive edge, we focus on strategic decision-making. This includes increasing VAPs' contribution to annual revenue, forming e-commerce partnerships, identifying market gaps, and expanding into new geographies. We also implement region-specific pricing and discount strategies. Simultaneously, we enhance our brand presence through targeted marketing activities across television, social media, and Below-the-Line (BTL) initiatives.



MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

Risks	Description	Mitigation Strategy
Changing Customer Preferences	Our customers' preferences can shift rapidly. To stay ahead, we prioritise predicting and adapting to these changes, securing a first-mover advantage and capitalise on opportunities to grow our market share.	At Dodla Dairy, we conduct regular market research to understand evolving consumer preferences. This helps us stay ahead of the competition, develop innovative products, and refine our strategies to meet customer expectations effectively.
Quality Control Issues	Maintaining the quality and safety of our products is critical for customer trust and regulatory compliance. Any lapse can severely impact our reputation.	We follow stringent quality control measures across all stages of production and distribution. Regular audits, investments in technology, and employee training help us maintain high standards.
Health and Safety Risk	Working in dairy processing facilities involves handling hazardous substances, operating heavy machinery, and facing fire-related risks. Any breaches in safety protocols can result in accidents, injuries, or regulatory penalties, affecting employee well-being and operational efficiency.	We conduct regular inspections of our fire hydrant system and perform pressure tests on equipment like boilers, ammonia receivers, and sterilisers through third-party audits. Additionally, we ensure that warning signs and escape route information are prominently displayed, especially in areas where hazardous substances are handled.
Regulatory Compliance	Regulatory risks include potential fines, litigation costs, and enforcement actions due to changes in the legal and regulatory changes, conflict of interest, or compliance breaches.	We actively monitor all regulatory and statutory compliance through our compliance tracker, Compliance Manager. Our internal quality standards exceed the requirements set by the Food Safety and Standards Authority of India (FSSAI), ensuring a higher level of quality assurance. Our Quality Assurance Manual aligns with BIS, FSSAI, and AGMARK standards, outlining rigorous testing and verification procedures. Furthermore, we follow a structured process for managing advertisements and promotional campaigns, ensuring all marketing activities comply with the Advertising Standards Council of India (ASCI) Code.
Operational Risk	Operational risks arise from potential breakdowns or inefficiencies in our processes, which could result from control failures or weaknesses in process design, leading to material exposure.	To enhance operational resilience, we have identified alternative vendors for production equipment, ensuring continuity in case of equipment failure. Our Corporate Office houses a robust complaint redressal mechanism to promptly address and resolve issues, minimising operational disruptions. As part of our commitment to quality, we conduct stringent sample-based testing in line with our internal Standard Operating Procedures (SOPs), including drop impact tests, leakage tests, and thermal shock tests. These measures uphold the highest quality standards for our products.
Technology Risk	With the increasing use of technology in operations, any system failure or cyberattack could impact our efficiency and data security.	We prioritise investments in robust IT infrastructure and cybersecurity measures. Regular system upgrades and employee awareness programmes help us stay ahead of technological risks.

MANAGEMENT DISCUSSION AND ANALYSIS (Contd.)

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established a strong internal control system to drive operational efficiency, reliable financial reporting, asset safeguarding, fraud prevention, and compliance with all applicable laws and regulations. Our controls are meticulously designed to align with the size, complexity, and operations of our business. Moreover, we have well-defined policies and procedures guiding daily operations, with unit and functional heads accountable for strict adherence.

At Dodla, we continuously monitor our internal controls through regular internal audits and management reviews. The internal audit function follows a risk-based annual audit plan, approved by the Audit Committee, which focusses on key risks. Every quarter, internal auditors present their findings to the Audit and Risk Management Committees. A half-yearly review is conducted to assess potential gaps and recommend improvements. Furthermore, the Board of Directors reviews these reports to ensure robust governance.

Effective communication channels across all levels of the Company facilitate timely decision-making and enhance the efficiency of our controls. We maintain a well-designed and regularly updated Code of Conduct, with prompt actions taken in case of violations. Through these measures, we foster strong governance, adherence to ethical standards, and sustainable growth, while safeguarding the interests of all our stakeholders.

HUMAN RESOURCES

At Dodla, we are deeply invested in the well-being and growth of our employees. We actively engage our workforce through

regular training programmes, skill development workshops, and interactive activities, fostering an environment that encourages both personal and professional growth. By nurturing a goal-oriented mindset, we empower our employees to make meaningful contribution to the Company's success.

A performance-driven culture is at the heart of our workplace, where talent and merit receive due recognition through rewards. We are equally committed to fostering a positive, inclusive, and safe work environment. In line with this commitment, we continuously implement initiatives and measures to promote safe work practices and ensure the well-being of our employees.

As of 31 March 2025, Dodla Dairy proudly employed a total of 3,096 permanent employees, each playing a vital role in our shared vision of delivering excellence in the dairy industry.

CAUTIONARY STATEMENT

The Management Discussion and Analysis Report contains statements regarding the Company's objectives, projections, estimates, expectations or predictions, which may be considered as 'forward-looking statements' according to the applicable laws and regulations. It should be noted that actual results may differ significantly from those expressed or implied in these statements. The Company is under no obligation to publicly amend, modify, or revise any forward-looking statements, whether due to subsequent developments, new information, events or any other reason.



## ANNEXURE - IX

### BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (BRSR)

#### SECTION A GENERAL DISCLOSURES

##### I. Details of the listed entity

1. Corporate Identity Number (CIN) of the Listed Entity	L15209TG1995PLC020324
2. Name of the Listed Entity	DODLA DAIRY LIMITED
3. Year of incorporation	15 May 1995
4. Registered office address	8-2-293/82/A, 270/Q, Road No 10-C, Jubilee Hills, Hyderabad – 500 033, Telangana, India.
5. Corporate address	8-2-293/82/A, 270/Q, Road No 10-C, Jubilee Hills, Hyderabad – 500 033, Telangana, India.
6. E-mail	cs@dodladairy.com
7. Telephone	+91 40 4546 7777
8. Website	www.dodladairy.com
9. Financial year for which reporting is being done	01 April 2024 to 31 March 2025
10. Name of the Stock Exchange(s) where shares are listed	BSE Limited National Stock Exchange of India Limited
11. Paid-up Capital	INR 603,278,090
12. Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report:	Surya Prakash Mungelkar Company Secretary and Compliance Officer Telephone: +91 40 4546 7777 Email: cs@dodladairy.com
13. Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)	Standalone basis
14. Name of the assurance provider	Not Applicable
15. Type of assurance obtained	Not Applicable

##### II. Product & Services

###### 16. Details of business activities (accounting for 90% of the turnover):

S No	Description of Main Activity	Description of Business Activity	% of turnover of the entity
1	Production of dairy products, purchase of raw milk, and sale of processed milk and dairy products	Collection of milk, manufacturing, distribution, sales and marketing of milk and dairy products	100.00 %

###### 17. Products/Services sold by the entity (accounting for 90% of the entity's turnover)

S No	Product/Service	NIC Code	% of the total turnover contributed
1	Milk and milk products	1050 (NIC 2008)	100.00 %

##### III. Operations

###### 18. Number of locations where plants and/or operations/offices of the entity are situated

Location	Number of Plants	Number of Offices	Total
National	14	1	15
International	NA	NA	NA

#### BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

##### 19. Markets served by the entity:

###### a. Number of Locations

Locations	Number
National (No. of States)	13 states i.e, Andhra Pradesh, Telangana, Tamil Nadu, Karnataka, Maharashtra, Gujarat, Rajasthan, West Bengal, Himachal Pradesh, Madhya Pradesh, Pondicherry, Odissa and Goa
International (No. of Countries)	1

###### b. What is the contribution of exports as a percentage of the total turnover of the entity ?

The contribution of export percentage to the turnover of the entity is 0.04%.

###### c. A brief on types of customers

Our customers include distributors, Dodla retail parlours, super stockists, agents, institutions, modern trade outlets, hotels, restaurants, cafes (HoReCa), and independent retailers. Each plays a vital role in ensuring our broad market reach and meeting varied consumer needs.

##### IV. Employees

###### 20. Details at the end of Financial Year

###### a. Employees and workers (including differently abled):

SL No.	Particulars	Total (A)	Male		Female	
			No.(B)	%(B/A)	No.(C)	%(C/A)
Employees						
1	Permanent (D)	3142	3080	98.02%	62	1.98%
2	Other than permanent (E)	-	-	-	-	-
3	Total Employees (D+E)	3142	3080	98.02%	62	1.98%
Workers						
4	Permanent(F)	-	-	-	-	-
5	Other than permanent (G)	3319	2223	66.97%	1096	33.02%
6	Total Employees (F+G)	3319	2223	66.97%	1096	33.02%

###### 20. b. Differently Abled Employees & Workers

SL No.	Particulars	Total (A)	Male		Female	
			No. ( B)	% ( B/A)	No. (C)	% ( C/A)
Differently Abled Employees						
1	Permanent (D)	11	11	-	-	-
2	Other than permanent (E)	-	-	-	-	-
3	Total Employees (D+E)	11	11	-	-	-
Differently Abled Workers						
4	Permanent (F)	-	-	-	-	-
5	Other than permanent (G)	2	2	-	-	-
6	Total Employees (F+G)	2	2	-	-	-





BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

21. Participation/Inclusion/Representation of Women

Particulars	Total (A)	No. and percentage of Females	
		No.(B)	% ( B/A)
Board of directors	8	1	12.50
Key Management Personnel *	5	0	0.00

\* Includes MD and WTD

22. Turnover rate for permanent employees and workers.

(Disclose trends for the past 3 years)

	2024-25 (Turnover Rate in current FY)			2023-24 (Turnover Rate in previous FY)			2022-23 (Turnover Rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	21%	31%	21.29%	21%	36%	22%	23.7%	23.8%	25%
Permanent Workers	-	-	-	-	-	-	-	-	-

V. Holding, Subsidiary and Associate Companies (Including joint ventures)

23. Names of holding/subsidiary/associate companies/joint ventures

S. No.	Name of the holding/ subsidiary/associate companies/joint ventures (A)	Indicate whether holding/ Subsidiary/Associate/Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Orgafeed Private Limited	Wholly owned subsidiary	100 %	No
2	Dodla Holdings Pte. Limited	Wholly owned subsidiary	100 %	No
3	Country Delight Dairy Limited	Wholly owned subsidiary	100 %	No
4	Dodla Dairy Kenya Limited	Step down Subsidiary Company	Nil	No
5	Lakeside Dairy Limited	Step down Subsidiary Company	Nil	No
6	Global Vetmed Concepts India Private Limited	Associate Company	47.88	No

Note: Dodla Dairy Kenya Limited and Lakeside Dairy Limited are subsidiaries of Dodla Holdings Pte. Limited.

VI. CSR Details

24.

- (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: **Yes**
- (ii) Turnover (in INR) **33,415.28 million**
- (iii) Net worth (in INR) **12,822.31 million**

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

VII. Transparency and Disclosures Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder Group from whom complaint is received	Grievance Redressal Mechanism in Place. Yes/No (If Yes, then provide web-link for grievance redress policy)	2024-25 (Current Financial year)			2023-24 (Previous Financial Year)		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	Nil	Nil	Nil	Nil	Nil	Nil
Investors (Other than Shareholders)	Yes	Nil	Nil	Nil	Nil	Nil	Nil
Shareholders	Yes	Nil	Nil	Nil	Nil	Nil	Nil
Employees & Workers	Yes	Nil	Nil	Nil	Nil	Nil	Nil
Customers	Yes	140	Nil	Most of the complaints are related to by-products, and the required corrective actions are implemented in the plants	106	Nil	Most of the complaints are related to by-products, and the required corrective actions are implemented in the plants
Value Chain Partners	Yes	Nil	Nil	Nil	Nil	Nil	Nil
Other (Please specify)	NA	Nil	Nil	Nil	Nil	Nil	Nil

Web link: [https://www.dodladairy.com/codes\\_and\\_polices](https://www.dodladairy.com/codes_and_polices)

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, the rationale for identifying the same, approach to adapt or mitigate the risk along with its financial implications, as per the following format

SL No	Material Issue Identified	Indicate whether Risk/ Opportunity (R/O)	Rational for identifying risk or opportunity	In case of risk, approach to adapt or mitigate	Financial implication of risk or opportunity (Indicate positive or negative implications)
1	Environment and Sustainability	Risk – Water Opportunity – Power	Water is a critical resource for dairy operations; depletion poses risks to production continuity and cost. Power shortages in some regions create operational risks, while renewable energy offers cost savings and emissions reduction opportunities.	Installed advanced Effluent Treatment Plants (ETPs) with Zero Liquid Discharge (ZLD) at one of our processing plants to minimise water use and contamination. Condensate recovery systems reduce fresh water and fuel needs. Solar panels supply ~15% of power needs, reducing grid dependence.	Negative - Water scarcity may increase operational costs and risks. Positive - Renewable energy investments increase capital expenditure but deliver long-term cost savings and reduce carbon liabilities.
2	Health and Safety Training & Development	Risk	Large workforce including employees and contract labor increases potential for safety incidents due to voluntary negligence or gaps in awareness, leading to human and financial losses.	Conduct regular and comprehensive safety trainings covering hazard identification, emergency response, firefighting, first aid, chemical and electrical safety. Perform frequent safety audits, inspections, and mock drills. Provide PPE and enforce safety culture.	Negative - Training and safety programme costs. Positive - Reduction in accidents lowers compensation, downtime, and regulatory penalties.
3	Energy and Emissions	Risk	Increasing production raises energy demand; unreliable grid power and fossil fuel use increase operational risks and environmental impact. Methane emissions from effluent treatment plants pose environmental hazards.	Capture methane from ETPs and reuse as fuel in plant canteens to reduce emissions. Deploy electric vehicles for internal logistics to lower fossil fuel use. Install solar panels supplying over 15% of energy needs, decreasing grid reliance and carbon footprint.	Positive – Savings from usage of methane gas generated from ETPs and reduced fuel consumption and emissions. Negative - Potential risks like supply issues since dependency is on conventional power and cost increase/ emission penalties.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

SL No	Material Issue Identified	Indicate whether Risk/ Opportunity (R/O)	Rational for identifying risk or opportunity	In case of risk, approach to adapt or mitigate	Financial implication of risk or opportunity (Indicate positive or negative implications)
4	Animal Welfare	Risk and Opportunity	Ethical treatment of livestock affects milk quality, yield, and reputation. Poor welfare risks productivity loss and supply chain disruptions, while good practices improve outcomes and brand trust.	Implemented regular animal welfare by appointing veterinary technicians who will support farmer community with input activities and supply of high quality animal feed including veterinary care, nutrition, and living conditions. Train farmers on clean milk production and best animal husbandry practices and conduct compliance audits of dairy farms.	Positive - Improved productivity and quality enhance revenues. Negative - Poor welfare risks regulatory penalties, supply issues, and reputational harm.
5	Supply Chain Resilience and Quality	Risk	Reliance on numerous smallholder farmers exposes supply chain to risks such as climate events, diseases, and logistical challenges impacting milk quality and availability.	We have Diversified our milk sourcing to various geographies and regions thereby reduce risk concentration. Use digital traceability tools to monitor milk quality from farm to factory. Provide capacity building programmes for farmers to improve productivity and resilience. We maintain a comprehensive list of vendors, allowing us to engage an alternative supplier in the event of a disruption.	Negative - Costs for technology and farmer support. Positive - Improved supply reliability and product quality drive customer satisfaction and reduce losses.
6	Community Engagement and Rural Development	Opportunity	Supporting rural supplier communities enhances livelihoods, supply reliability, and company's social license to operate.	Conduct farmer training on modern practices, financial literacy, and health awareness. Invest in rural infrastructure such as providing provision of food for women students , toilets and school infra structure. projects.	Positive - Community investment costs offset by strengthened supplier relations, improved supply, and enhanced brand reputation.



BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

SL No	Material Issue Identified	Indicate whether Risk/ Opportunity (R/O)	Rational for identifying risk or opportunity	In case of risk, approach to adapt or mitigate	Financial implication of risk or opportunity (Indicate positive or negative implications)
7	Waste Management	Risk and Opportunity	Improper management of organic and packaging waste risks environmental damage and regulatory non-compliance. Efficient waste management reduces costs and improves sustainability credentials.	Compost organic waste being used as fertilizer at our plants. we are recycling 60% of the plastic waste that is generated at our plants and stopped usage of single-use plastics. Developed biodegradable packaging alternatives.	Positive - Reduced disposal costs and regulatory risk mitigation. Negative - Costs for waste management programmes and new packaging.
8	Water Use Efficiency	Risk	Water scarcity and increased costs threaten production continuity and community relations.	Installed water-meters and monitoring water usage through regular water audits.	Positive - Initial investment costs balanced by reduced water expenses and improved community goodwill.
9	Diversity, Equity & Inclusion (DEI)	Opportunity	Promoting workplace diversity and inclusion improves innovation, employee engagement, and regulatory compliance.	Implemented inclusive recruitment policies, equal opportunity frameworks, and DEI training programmes to foster respectful and equitable work environment.	Positive - Enhanced employee retention, improve learning curve and productivity/ business outcomes.
10	Ethical Business Practices	Risk	Risks from corruption, fraud, or regulatory non-compliance can cause legal penalties and reputational damage.	Inculcating robust ethical culture through conducting of pledge across locations on regular basis and programmes, including audits, implementation of whistleblower mechanism and anticorruption training programs across locations on regular basis.	Positive - All employees are driven by ethical conduct on voluntary basis. Compliance costs offset by avoided fines, legal costs, and improved stakeholder trust.
11	Data Privacy and Cybersecurity	Risk	Increasing digital operations heighten risk of data breaches and cyber-attacks, threatening business continuity and compliance.	Implemented cybersecurity frameworks, conducting regular audits, and train employees on data security best practices.	Positive - Investment in security prevents costly breaches, downtime, and penalties.
12	Employee Well-being & Mental Health	Opportunity	Supporting mental health improves productivity, reduces absenteeism, and fosters positive workplace culture.	Providing yoga and wellness programmes, and also giving counselling sessions to handle stress	Positive - Programme costs balanced by improved employee performance and reduced absenteeism.
13	Packaging Sustainability	Opportunity	Growing demand and regulation to reduce plastic waste creates risks and opportunities to innovate sustainable packaging.	Currently 40% of packaging material is biodegradable, and balance packaging material given to Rapidue Technologies Pvt Ltd. to dispose.	Positive - Initial R&D and material costs offset by improved brand reputation, regulatory compliance, and waste management savings.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and Management Processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	https://www.dodladairy.com/codes_and_policies								
	1: https://dodladairy.com/wp-content/uploads/2025/03/Anti-Bribery-Policy.pdf, https://dodladairy.com/wp-content/uploads/2024/04/Business-Responsibility-Policy.pdf, https://dodladairy.com/wp-content/uploads/2024/04/Code-Of-Conduct-For-Board-Of-Directors-And-SMP.pdf								
	2: https://dodladairy.com/wp-content/uploads/2024/04/Business-Responsibility-Policy.pdf								
	3: https://dodladairy.com/wp-content/uploads/2024/04/Business-Responsibility-Policy.pdf, https://dodladairy.com/wp-content/uploads/2024/04/Environmental-And-Social-Policy.pdf								
	4: https://dodladairy.com/wp-content/uploads/2024/04/Business-Responsibility-Policy.pdf, https://dodladairy.com/wp-content/uploads/2024/04/Environmental-And-Social-Policy.pdf								
	5: https://dodladairy.com/wp-content/uploads/2024/04/Business-Responsibility-Policy.pdf, https://dodladairy.com/wp-content/uploads/2024/04/Environmental-And-Social-Policy.pdf								
	6: https://dodladairy.com/wp-content/uploads/2024/04/Business-Responsibility-Policy.pdf, https://dodladairy.com/wp-content/uploads/2024/04/Environmental-And-Social-Policy.pdf								
	7: https://dodladairy.com/wp-content/uploads/2024/04/Business-Responsibility-Policy.pdf								
	8: https://dodladairy.com/wp-content/uploads/2024/04/Business-Responsibility-Policy.pdf, https://dodladairy.com/wp-content/uploads/2024/04/Environmental-And-Social-Policy.pdf								
	9: https://dodladairy.com/wp-content/uploads/2024/04/Business-Responsibility-Policy.pdf								
2. Whether the entity has translated the policy into procedures. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y



BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
4. Name of the national and international codes/ certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	<b>Principle 6</b> 1. ISO: 50001:2011 Energy Management System Certification for 2 Plants. <b>Principle 9</b> 1. FSSC:22000 Version 6.0: Food Safety Standard Certification for 5 Plants. 2. ISO: 22000: 2018 Food Safety Management System Certification for 8 Plants 3. Export Inspection Agencies -Export Consent Certification for 2 Plants.								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	<b>Principle 6</b> Non-conventional energy (Solar Power) – currently it is standing at 14% of total energy consumed, planning to increase it to 30 % by end of 2028.  Reduction of wastewater generation:  -Currently the wastewater generated is standing at 1.071 liters of water for processing one Liter of milk – planning to reduce it to 1.00 liter by 2027  Rainwater harvesting pits – The company targeting to create rain water harvesting pits at all our processing plants by 2028								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	<b>Principle 6</b> Yes,  The company has increased total solar energy from 14% to 15%.  The company has maintained the water usage ratio for processing one Liter of milk at 1:1.07 Liters.  The Company has created rainwater harvesting pits in 9 plants.								
<b>Governance, leadership and oversight</b>									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure):  Dodla is committed to accelerating its ESG journey which not only aligns to the global expectations but also serves as a catalyst for our long-term success and resilience in the face of evolving market dynamics. We have a proud legacy of pioneering positive change, not just within the industry but in the communities where we operate as well, and our commitment remains steadfast. We continue to seek agile ways for this transition, through continuous innovation, and investments in research, technological interventions, and partnerships. The ESG targets undertaken reflect our cognizance of the urgency of the decarbonisation journey to meet the evolving stakeholder expectations. I encourage you to read our BRSR to gain a comprehensive understanding of the progress we have made.									
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Dodla Sunil Reddy, Managing Director under the guidance of the Board of Directors and its Committees								
9. Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes/ No).  If yes, details.	The Company does not have a committee for sustainability related issues. However, the board of directors along with the executive leadership team are collectively and individually responsible for decision-making and performance on sustainability issues. They drive and monitor the overall performance and periodically inform the Board on ESG matters. The overall performance is assessed at least once in a year by the Board.								

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/Any other Committee									Frequency (Annually/Half yearly/ Quarterly/Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action										Risk Management Committee of the Board Annually								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances										Risk Management Committee of the Board Annually								
11. Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, Name of the agency.	P1	P2	P3	P4	P5	P6	P7	P8	P9	N	N	N	N	N	N	N	N	N

Note: The assessment of the policies is currently in progress.

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated: Not Applicable

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	-	-	-	-	-	-	-	-	-
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	-	-	-	-	-	-	-	-	-
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	-	-	-	-	-	-	-	-	-
It is planned to be done in the next financial year (Yes/No)	-	-	-	-	-	-	-	-	-
Any other reason (please specify)	-	-	-	-	-	-	-	-	-

SECTION C) PRINCIPLE WISE PERFORMANCE DISCLOSURE

Principle 1. Businesses should Conduct and Govern themselves with integrity and in a manner that is ethical, transparent and accountable

Essential Indicators:

1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total Number of training and awareness programmes held	Topics/principles covered under the training and its impact	% of persons in respective category covered by the awareness programmes
Board of Directors	4	Business Strategy, Corporate Governance, programme aligned with the responsibilities of the Board, SEBI Listing Regulations and Statutory updates	100%
Key Managerial Personnel	4	Business Strategy, Corporate Governance, programme aligned with the responsibilities of the Board, SEBI Listing Regulations and Statutory updates	100%
Employees other than BoD and KMPs	282	Code of Conduct, Ethics, Integrity, Food safety, employee discipline, EHS and various polices/SOPs.	98%
Workers	123	Ethics, Integrity, Food safety, employee discipline, EHS and various polices/SOPs	68%



BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

A. Monetary

Particulars	NGRBC Principle	Name of the regulatory/ Enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred ? (Yes/No)
Penalty/Fine	6	Ground water department	INR 27,500	Ground water department-imposed penalty for Non-Compliance of NOC conditions.	No
	3	Add. Junior Civil Judge	INR 50,000	A fatal incident occurred at one of our plants when a contract labourer, while negligently operating a machine under maintenance, suffered electrocution and died	No
Settlement	Nil	Nil	Nil	Nil	Nil
Compounding Fee	Nil	Nil	Nil	Nil	Nil

B. Non Monetary

Particulars	NGRBC Principle	Name of the regulatory/Enforcement agencies/judicial institutions	Brief of the Case	Has an appeal been preferred? Yes/No
Imprisonment	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil

3. Of the instances disclosed in Question 2 above, details of the Appeal/Revision are preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
Nil	Nil

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide the details in brief and if available, provide a web-link to the policy.

Yes. Dodla Dairy Limited has an Anti-Bribery Policy that demonstrates its commitment to conducting business with integrity and in compliance with all applicable anti-bribery and anti-corruption laws. The policy prohibits offering, giving, or receiving bribes or any form of improper advantage in any business dealings, whether with public officials or private individuals. It applies to all employees, directors, and third-party representatives, and includes provisions for reporting suspected violations and consequences for non-compliance. The policy promotes a culture of transparency and ethical conduct across the organisation.

The policy can be accessed at: <https://dodladairy.com/wp-content/uploads/2025/03/Anti-Bribery-Policy.pdf>.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:

	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

6. Details of complaints with regard to conflict of interest

Particulars	2024-25 (Current Financial Year)		2023-24 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Nil	Nil	Nil
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	Nil	Nil	Nil

7. Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest: Not Applicable

8. Number of days of accounts payables ((Accounts payable \*365)/Cost of goods/services procured) in the following format:

	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Number of days of accounts payables	19	20

9. Open-ness of business:

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format

Parameter	Metrics	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	Nil	Nil
	b. Number of trading houses where purchases are made from	Nil	Nil
	c. Purchases from top 10 trading houses as % of total purchases from trading houses.	Nil	Nil
Concentration of Sales	a. Sales to dealers/distributors as % of total sales	Nil	Nil
	b. Number of dealers/distributors to whom sales are made	Nil	Nil
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	Nil	Nil
Share of RPTS in	a. Purchases (purchases with related parties/Total purchases)	5.91%	3.43%
	b. Sales (Sales to related parties/Total Sales)	Nil	Nil
	c. Loans and advances(Loans and advances given to related parties/ Total loans and advances)	100% (Loans )	100% (Loans )
	d. Investments (Investments in related parties/Total investments made)	Nil	Nil



BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year

Total number of awareness programmes held	Topics/principles covered under the training	% of value chain partners covered under the awareness programmes
72	Cattle health awareness programmes, Feeding practices for Animals & clean milk programmes	1.5 % of total farmers

2. Does the entity have processes in place to avoid/manage conflict of interests involving members of the Board? (Yes/No) If yes, details of the same.

Yes, DDL has stringent processes in place to manage conflicts of interest among Board Members and Senior Management. Every Director of the Company discloses his/her concern or interest in the Company, or companies or bodies corporate or firms or other association of individuals and any change therein, annually or upon any change, which also includes the shareholding. Further, a declaration is also taken annually from the Directors (as per the Code of Conduct - <https://dodladairy.com/wp-content/uploads/2024/04/Code-Of-Conduct-For-Board-Of-Directors-And-SMP.pdf>) confirming that they will always act in the interest of the Company and ensure that any other business or personal association which they may have, does not involve any conflict of interest with the operations of the Company.

The senior management also annually affirm that they have not entered into any material, financial and commercial transactions, which may have a potential conflict with the interest of the Company at large. During Board Meetings, the concerned Directors abstain from participating in the items in which they are concerned or interested.

Principle 2. Businesses should provide goods and services in a manner that is sustainable and safe.

Essential Indicators:

1. Percentage of R&D and capital expenditure (CAPEX) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

Category	Current Financial Year	Previous Financial Year	Details of improvements in environmental and social impacts
R&D	8.00 lakhs	7.70 lakhs	i. MDCs and cyclones enclosed to boilers for zero or minimal emissions ii. Treatment of ETP discharges, ensuring an eco-friendly environment iii. Investments in environmental sustainability iv. Pollution control monitors installed at Nellore and Palamaneru
Capex	5.00 lakhs	9.00 lakhs	i. Investments towards environmental sustainability ii. Pollution control monitors installed at Nellore and Palamaneru

2. Sustainable Sourcing

a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

Yes, Dodla has procedures in place for sustainable sourcing.

b. If yes, what percentage of inputs were sourced sustainably?

We did not record data on the percentage of sustainably sourced inputs for 2024-25. However, we are taking steps to begin capturing this information going forward

3. Describe the processes in place to reclaim products for reusing, recycling, and disposing at the end of life for

- Plastics (Including Packaging)
- E-Waste
- Hazardous waste
- other waste

Scrap disposals being taking place through authorised scrap sellers in turn they are recycling and disposing for the plastics, e-waste, hazardous waste, and other waste through Rapidue Technologies Pvt Ltd.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

4. Extended Producer Responsibility (EPR)

Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, steps taken to address the same.

Yes, Extended Producer Responsibility (EPR) is applicable to our activities. Our waste collection plan is fully aligned with the EPR plan that we have submitted to the respective Pollution Control Boards. We have put in place a structured and compliant mechanism for collecting, segregating, and responsibly disposing of post-consumer plastic waste. This is done in collaboration with authorised recyclers and waste management partners. We ensure that our targets, geographic reach, and timelines are in accordance with regulatory guidelines. Regular monitoring, reporting, and independent audits help us stay accountable and transparent in our efforts towards sustainable packaging and responsible waste management.

Leadership Indicators

1. Life Cycle Assessment

Has the entity conducted Life Cycle Perspective/Assessments (LCA) for any of its products (for the manufacturing industry) or for its services (for the service industry)? If yes, provide details in the following format.

NIC Code	Name of Product/Service	% of total turnover contributed	The boundary for which the Life Cycle Perspective/Assessment was conducted	Whether conducted by an independent external agency	Results communicated in public domain (Yes/No) If yes, provide the web-link
NA					

2. If there are any significant social or environmental concerns and/or risks arising from the production or disposal of your products/services, as identified in the Life Cycle Perspective/Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of the product/Service	Description of the risk/concern	Action Taken
NA		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate Input Material	Recycled or re-used input material to total material	
	2024-25 Current Financial Year	2023-24 Previous Financial Year
Plastic (Polythene)	60%	50%

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

Category	2024-25 Current Financial Year			2023-24 Previous Financial Year		
	Re-used	Re-Cycles	Safely Disposed	Re-used	Re-Cycles	Safely Disposed
Plastics (including packaging)	0	445.80	772.2	0	360	216.00
E-waste	0	1.14	0	0	0.540	0
Hazardous waste	0	0	0.02	0	0	0.02
Other waste	0	0	0	0	0	0

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate Product Category	Reclaimed products and their packaging materials as % of total products sold in respective category
NA	Nil



BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

PRINCIPLE 3 Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1. a. Details of measures for the well-being of employees

Category	% of employees covered by										
	Total A	Health Insurance		Accident insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number B	% (B/A)	Number C	% (C/A)	Number D	% (D/A)	Number E	% (E/A)	Number F	% (F/A)
Permanent Employees											
Male	3,080	3,080	100%	3,080	100%	-	-	-	-	-	-
Female	62	62	100%	62	100%	62	100%	-	-	-	-
Total	3,142	3,142	100%	3,142	100%	-	-	-	-	-	-
Other than permanent employees											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-	-	-

b. Details of measures for the well-being of Workers

Category	% of workers covered by										
	Total A	Health Insurance		Accident insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number B	% (B/A)	Number C	% (C/A)	Number D	% (D/A)	Number E	% (E/A)	Number F	% (F/A)
Permanent workers											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-	-	-
Other than permanent workers											
Male	2,223	2,222	99.95	2,222	99.95	-	-	-	-	-	-
Female	1,096	1,096	100	1,096	100	1096	100	-	-	-	-
Total	3,319	3,318	99.96	3,318	99.96	1096	100	-	-	-	-

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:

	2024-25 Current Financial Year	2023-24 Previous Financial Year
Cost incurred on well-being measures as a % of total revenue of the company	0.05% (GMC, GPA, Employee Compensation and EDLI)	0.09% (GMC, GPA, Employee Compensation and EDLI)

2. Details of retirement benefits, for current FY and previous financial year

Benefits	2024-25 Current Financial Year			2023-24 Previous Financial Year		
	Number of employees covered as % of total employees	Number of Workers covered as % of total employees	Deducted and deposited with the authority (Y/N/N.A)	Number of employees covered as % of total employees	Number of Workers covered as % of total employees	Deducted and deposited with the authority (Y/N/N.A)
PF	3,142	100%	YES	2,897	100%	YES
Gratuity	3,142	100%	YES	2,897	100%	YES
ESI	1,483	47%	YES	1,604	55%	YES
Others – specify (GMC, GPA, EDLI, Interest free loans, Marriage gifts)	3,142	100%	No	2,897	100%	No

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

3. Accessibility of workplaces

Are the premises/offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Yes, the required infrastructure for differently abled have access at offices and work locations of company.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes, Web Link: <https://dodladairy.com/wp-content/uploads/2024/04/Equal-Opportunity-Policy.pdf>

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent Employees		Permanent Workers	
	Return to work Rate	Retention Rate	Return to work Rate	Retention rate
Male	-	-	-	-
Female	100%	100%	-	-
Total	-	-	-	-

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

Particulars	Yes/No ( if yes then give details of the mechanism in brief )
Permanent Workers	Yes
Other than Permanent Workers	Yes
Permanent Employees	Yes
Other than permanent Employees	Yes

Based on our [Business Responsibility Policy](#), the company has formal mechanisms in place to receive and redress grievances from employees and workers. The policy outlines the availability of an internal grievance redressal process to ensure that employee concerns are addressed in a fair, transparent, and timely manner. This includes dedicated channels and designated personnel to handle grievances, reflecting the company's commitment to maintaining a responsible and inclusive work environment.

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Category	2024-25 Current Financial Year			2023-24 Previous Financial Year		
	Total employee/ workers in respective category (A)	Total employees/ workers in respective category, who are part of association (s) or Union (s)	% B/A	Total employee/ workers in respective category (A)	Total employees/ workers in respective category, who are part of association (s) or Union (s)	% B/A
Total Permanent Employees						
Male	-	-	-	-	-	-
Female	-	-	-	-	-	-
Total Permanent Workers						
Male	-	-	-	-	-	-
Female	-	-	-	-	-	-

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

8. Details of Training given to the employees and workers:

Category	2024-25 Current Financial Year					2023-24 Previous Financial Year				
	Total (A)	On health and safety Measures		On skill upgradation		Total (D)	On health and safety Measures		On skill upgradation	
		NO. B	% (B/A)	No.C	% (C/A)		No. (E)	% (E/D)	No.(F)	%(F/D)
Employees										
Male	3,063	2,696	88%	2,756	90%	2,845	2,845	100	600	21%
Female	64	60	93%	54	84%	52	52	100	52	100%
Total	3,127	2,756	88%	2,810	90%	2,897	2,897	100	652	22.5%
Workers										
Male	2,223	1,024	46%	240	11%	1,908	1,908	100	0	0
Female	1,096	1,079	98%	50	5%	1,034	1,034	100	0	0
Total	3,319	2,103	64%	290	9%	2,942	2,942	100	0	0

9. Details of performance and career development reviews of employees and workers:

Category	2024-25 Current Financial Year			2023-24 Previous Financial Year		
	Total (A)	No.(B)	% (B/A)	Total C	No.(D)	% (D/C)
Employees						
Male	3,063	2,546	83%	2,845	100	100.00
Female	64	55	86%	52	100	100.00
Total	3,127	2,601	83%	2,897	100	100.00
Workers						
Male	2,223	0	0	1,908	1,908	100
Female	1,096	0	0	1,034	1,034	100
Total	3,319	0	0	2,942	2,942	100

10. Health and safety management system

- a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/No). If yes, the coverage such system?

Yes, we are covering the system for all the employees and workers by creating Policies and SOPs, training programmes, Mock drills and health camps.
- b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

HIRA is applicable to us and we are conducting HIRA audit on yearly basis.
- c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Yes
- d. Do the employees/worker of the entity have access to non-occupational medical and healthcare services? (Yes/No)

Yes

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

11. Details of safety related incidents

Safety Incident/Number	Category	2024-25 Current Financial Year	2023-24 Previous Financial Year
Lost Time Injury Frequency Rate (LTIFR) Per One million -person hours worked	Employees	-	-
	Workers	0.15	-
Total recordable work-related injuries	Employees	-	-
	Workers	1	-
No of fatalities	Employees	-	-
	Workers	1	-
High consequence work-related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	-	-

12. Describer the measures taken by the entity to ensure a safe and healthy work-place.

Conducting internal audits at regular intervals and safety survey is being conducted regarding Workplace safety.

13. Number of complaints made by employees and workers

	2024-25 Current Financial Year			2023-24 Previous Financial Year		
	Filed during the year	Pending resolutions at the end of the year	Remarks	Filed during the year	Pending resolutions at the end of the year	Remarks
Working Conditions	-	-	-	-	-	-
Health & Safety	-	-	-	-	-	-

14. Assessments for the year

Particulars	% of plants and offices that were assessed (By entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

We have internal and external/third parties to take care of health assessments.

15. Details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/ concerns arising from assessments of health & safety practices and working conditions.

- We installed RCCB's live electrical panels to avoid excessive current.
- We have installed sprinkler water systems near combustible and flammable materials.
- Installed ammonia detecting system to identify ammonia leakages to avoid spreading ammonia gas.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of

(A) Employees (Y/N) and (B) Workers (Y/N): no
2. Provide measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

We are currently implementing cross-verification and reconciliation processes, which includes matching the details of the ECR (Electronic Challan cum Return) with the total amount paid as per the TRRN (Temporary Return Reference Number) on the EPFO portal





BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

3. Provide the number of employees/workers having suffered high consequence work-related injury/ill-health/fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

Category	Total Number of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	2024-25 Current Financial Year	2023-24 Previous Financial Year	2024-25 Current Financial Year	2023-24 Previous Financial Year
Employees	-	3	-	2
Workers	1	1	-	1

4. Does the entity provide transition assistance programmes to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No)

Yes

5. Details of Assessment of value chain partners

Particulars	% of value chain partners ( by the value of business done with such partners ) that were assessed
Health & and safety practices	-
Working conditions	-

6. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from assessments of health and safety practices and working conditions of value chain partners.

Not Applicable

Principle 4. Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators:

1. Describe the process for identification of key stakeholder groups of the entity.

DDL is dedicated to maintaining the highest standards of transparency, accountability, and ethical conduct across its operations. Stakeholders who have an immediate impact on the functioning of the company—whether directly or indirectly influenced by its operations and value chain—are identified as key stakeholders. The Company evaluated its key stakeholder groups based on the impact that stakeholders have on the value created by the Company and assessed the ramifications of its business activities on its stakeholders. The key stakeholders include employees and workers, Farmers, customers, local communities, Vendor, suppliers and business partners, government and regulatory authorities, shareholders and investors, dealers and distributors as well as influencers and applicators. Actively engaging with these stakeholders facilitates a comprehensive and responsive approach to their needs and feedback, thereby allowing for the adaptation of business operations and processes. This systematic approach ensures that the Company can effectively engage with its stakeholders and address their concerns in a manner that aligns with its core values and objectives.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/Half yearly/Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	We use both digital and physical communication channels, including—but not limited to—emails, Video Conferences, townhalls, notice boards, Whatsapp groups, HR portal, leadership touchpoints, as well as appraisal and training programmes that support personal and professional growth	Ongoing	Our key focus areas include performance evaluation and recognition, health and safety, team building, career growth, skill development training, and ensuring workplace safety
Shareholders & Investors	No	Annual General Meeting, Investor conferences/calls/meetings, Investor communications/press releases/relevant, Advertisements, Stock Exchange Intimations , Annual Reports, quarterly results, , Company website	Ongoing	Governance and financial performance, Business updates, Growth plans and product pipeline, Financial performance, business updates and dividends
Customers	No	Exhibitions and events, Information on packaging, Interaction through digital media, Newspaper, Pamphlets, E-mail, Advertisements, Company Website and Personal meetings	Ongoing	Product quality, availability & Marketing and New product introduction
Farmers	No	Mobile Application , SMS & Personal meetings	Ongoing	Your Company engages with dairy farmers, and other farmers who form a part of the value chain directly or indirectly for training/ awareness on good farming practices, helping them to grow high genetics, providing high-quality feed, and develop resilient, sustainable farms. Timely payment for milk procurement
Suppliers and Vendors	No	E-mail, Phone, Meetings	Ongoing	Suppliers & Vendor engagement, Provide quality goods/materials, Timely delivery & Payments, New product introduction and new business opportunity
Regulatory Authorities	No	E-mails, meetings, submissions, etc.	Ongoing	Compliance with rules & regulations and Timely reporting through various compliance.
Communities	No	Community Meetings	As and when required	Community development programmes Implementation through CSR initiatives

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

## Leadership Indicators:

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

The Board has delegated responsibility for stakeholder consultations on environmental and social matters to the respective functional heads of the company. Feedback from these consultations is shared with the relevant committees and the Board, as appropriate, including during quarterly Board meetings.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes/No). If so, details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes, through materiality study, the Company engages with its stakeholders in terms of identifying and prioritising the issues pertaining to economic, environmental and social topics. Company works towards meeting the concerns raised by stakeholders by ensuring product quality/safety, Product availability, developing environment-friendly products, training employees, making transparent disclosures, and improving the energy efficiency of its manufacturing plants.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/marginalised stakeholder groups.

DDL actively engages with vulnerable and marginalised stakeholder groups surrounding its plant operations to understand their needs. This engagement is integral to the Company's ethos of social responsibility. Through structured initiatives the Company not only ensures that the voices of these communities are heard but also incorporated into the decision-making processes. These are translated into concrete actions to address their needs including access to Education, Eradicating hunger, poverty & malnutrition, healthcare, Promoting gender equality & empowering women and educational infrastructure.

## Principle 5. Businesses should respect and promote human rights

## Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	2024-25 Current Financial Year			2023-24 Previous Financial Year		
	Total (A)	Number of employees and workers covered (B)	% (B/A)	Total (C)	Number of employees and workers covered (D)	% (D/C)
<b>Employees</b>						
Permanent	3,127	304	10%	2,897	131	4.52%
Other than Permanent	0	0	0	0	0	0
<b>Total Employees</b>	<b>3,127</b>	<b>304</b>	<b>10%</b>	<b>2,897</b>	<b>131</b>	<b>4.52%</b>
<b>Workers</b>						
Permanent	0	0	0	0	0	0
Other than permanent	3,319	156	4.7%	2,942	230	7.8%
<b>Total Workers</b>	<b>3,319</b>	<b>156</b>	<b>4.7%</b>	<b>2,942</b>	<b>230</b>	<b>7.8%</b>

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

2. Details of minimum wages paid to employees and workers, in the following format:

Category	2024-25					2023-24				
	Current Financial Year					Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal Minimum Wage		More than minimum wage	
No.(B)		%(B/A)	No.(C)	% (C/A)	No. (E)		% (E/D)	No.(F)	% (F/D)	
Employees										
Permanent	3,142	-	-	100%	3,142	2,897	-	-	2,897	100%
Male	3,080	-	-	100%	3,080	2,845	-	-	2,845	100%
Female	62	-	-	100%	62	52	-	-	52	100%
Other than Permanent	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
Workers										
Permanent	-	-	-	-	-	-	-	-	-	-
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
Other than Permanent	2,942	2,942	100%	-	-	2,500	2,500	100%	-	-
Male	1,908	1,908	100%	-	-	1,750	1,750	100%	-	-
Female	1,034	1,034	100%	-	-	750	750	100%	-	-

3. Details of remuneration/salary/wages

## a. Median remuneration/wages:

Category	Male		Female	
	Number	Median remuneration/salary/wages of respective category	Number	Median remuneration/salary/wages of respective category
Board of Directors	7	24,703,100	1	Nil
Key Managerial Personal	5	6,297,693	0	Nil
Employees other than BoD and KMP	3137	227,893	62	255,952
Workers	0	Nil	0	Nil

## b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	2024-25 Current Financial Year	2023-24 Previous Financial Year
Gross wages paid to females as % of total wages	1.96%	1.85%

4. Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

No

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The company has constituted a Grievance Redressal Committee and has created a complaint redressal mechanism for time-bound redressal of the complaints made by the employees at all locations.

The above policy link: <https://dodladairy.com/wp-content/uploads/2024/04/Business-Responsibility-Policy.pdf>



## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

## 6. Number of complaints on the following made by employees and workers:

Category	2024-25 Current Financial Year			2023-24 Previous Financial Year		
	Filed during the day	Pending Resolution at the end of the year	Remarks	Filed During the Year	Pending Resolution at the end of the year	Remarks
Sexual Harassment	Nil	Nil	Nil	Nil	Nil	Nil
Discrimination at workplace	Nil	Nil	Nil	Nil	Nil	Nil
Forced Labour/Involuntary Labour	Nil	Nil	Nil	Nil	Nil	Nil
Wages	Nil	Nil	Nil	Nil	Nil	Nil
Other human right related issues	Nil	Nil	Nil	Nil	Nil	Nil

## 7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	2024-25 Current Financial Year	2023-24 Previous Financial Year
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	Nil	Nil
Complaints on POSH as a % of female employees/workers	Nil	Nil
Complaints on POSH upheld	-	-

## 8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

Dodla Dairy's Business Responsibility Policy outlines safeguards to protect complainants in cases of discrimination and harassment. It ensures that individuals who raise concerns are not subject to retaliation or adverse consequences. The policy emphasises a fair and confidential grievance redressal process, reinforcing a culture of trust and accountability. These measures are designed to encourage reporting without fear and uphold the principles of equity and non-discrimination.

You can view the full policy <https://dodladairy.com/wp-content/uploads/2024/04/Business-Responsibility-Policy.pdf>.

## 9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes

## 10. Assessments of the year

Category	% of plants and offices that were assessed (by the entity or by the statutory authorities or third parties)
Child Labour	100%
Forced/Involuntary Labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	NA

We have been conducting through Internal assessments.

## 11. Provide the details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 10 above.

The company has various polices which are updated from time-to-time which address concerns arising from the assessments.

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

## Leadership Indicators

## 1. Details of a business process being modified/introduced as a result of addressing human rights grievances/complaints.

We are not made any major modifications in business processes, however we have created new process for capturing grievances at all our plants.

## 2. Details of the scope and coverage of any Human rights due-diligence conducted.

We have not conducted any due diligence. The company is planning to conduct at corporate office and plants.

## 3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes, at all plants and corporate office the company has provided required facilities at its offices and plants.

## 4. Details on assessment of value chain partners

Particulars	% of value chain partners ( by value of business done with such partners ) that were assessed
Sexual Harassment	Nil
Discrimination at workplace	Nil
Child Labour	Nil
Forced labour/Involuntary Labour wages	Nil
Others – please specify	NA

## 5. Details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 4 above.

Nil

## Principle 6. Businesses should respect and make efforts to protect and restore the environment

## Essential Indicators:

## 1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format

Parameter	2024-25 (Current Financial Year) (In GJ)	2023-24 (Previous Financial Year) (In GJ)
<b>From renewable sources</b>		
Total electricity consumption (A)	0	0
Total fuel consumption (B)	0	0
Energy consumption through other sources (C)	20,522.19	17,231.44
<b>Total energy consumed from renewable resources (A+B+C)</b>	<b>20,522.19</b>	<b>17,231.44</b>
<b>From non-renewable sources</b>		
Total electricity consumption (D)	147,568.10	146,724.39
Total fuel consumption (E)	2,305.30	4,447.40
Energy consumption through other sources (F)	0	0
<b>Total energy consumed from non-renewable resources (D+E+F)</b>	<b>149,873.4</b>	<b>151,171.79</b>
<b>Total energy consumed. (A+B+C+D+E+F)</b>	<b>170,395.59</b>	<b>168,403.23</b>
<b>Energy intensity per rupee of turnover</b> (Total energy consumption/turnover in rupees)	0.00000509	0.00000579

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

Parameter	2024-25 (Current Financial Year) (In GJ)	2023-24 (Previous Financial Year) (In GJ)
<b>Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total energy consumed/Revenue from operations adjusted for PPP)	5.1 GJ/million INR	5.7 GJ/million INR
<b>Energy intensity in terms of physical output</b>	NA	NA
Energy intensity (optional) – the relevant metric may be selected by the entity	NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:

No independent assessment/evaluation/assurance from an external agency.

2. **Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N). If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, the remedial action taken, if any.**

No

3. **Provide details of the following disclosures related to water, in the following format:**

Parameter	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Water Withdrawal by Source ( In Kiloliters )		
(i) Surface water	0	19016.000
(ii) Groundwater	739,959.26	593,915.031
(iii) Third party water	29,796.90	31,134.500
(iv) Seawater/desalinated water	0	0
(v) Others	0	0
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	<b>769,756.16</b>	<b>644,065.531</b>
Total volume of water consumption (in kilolitres)	769,756.16	644,065.531
Water intensity per rupee of turnover (Water consumed/Revenue from operations)	0.0000230	0.0000221
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/Revenue from operations adjusted for PPP)	23.03KL/million INR	22.15KL/million INR
Water intensity in terms of physical output	NA	NA
Water intensity (optional) – the relevant metric may be selected by the entity	NA	NA

Note - Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) . If yes, name of the external agency

No independent assessment/evaluation/assurance from an external agency.

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

4. **Provide the following details related to water discharged:**

Parameter	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
<b>(i) To Surface water</b>	<b>0</b>	<b>0</b>
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
<b>(ii) To Groundwater</b>		
- No treatment	0	0
- With treatment – please specify level of treatment (ETP)	606,145.92	313,670.04
<b>(iii) To Seawater</b>	<b>0</b>	<b>0</b>
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
<b>(iv) Sent to third-parties</b>	<b>0</b>	<b>0</b>
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
<b>(v) Others</b>	<b>0</b>	<b>0</b>
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
<b>Total water discharged (in kilolitres)</b>	<b>606,145.92</b>	<b>313,670.04</b>

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No independent assessment, evaluation, or assurance has been conducted by an external agency.

5. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

Yes, One of our processing units has been installed Zero Liquid Discharge (ZLD) system and rest of the plants are using advanced effluent treatment plants.

6. **Please provide the details of air emissions (other than GHG emissions) by the entity, in the following format:**

Parameter	Please specify unit	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
NOx	MT	886.950	768.890
SOx	MT	236.52	204.984
Particulate Mater (PM)	MT	2,838.24	2,459.808
Persistent organic pollutants (POP)	NA	NA	NA
Volatile organic compounds (VOC)	NA	NA	NA
Hazardous air pollutants (HAP)	NA	NA	NA
Others – please specify	NA	NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No independent assessment/evaluation/assurance from an external agency.





BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

7. Please provide the details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & their intensity, in the following format -

Parameter	Unit	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	57,010.15	58,145.21
Total Scope 2 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	29,800.56	29,181.85
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations)		0.0000025979	0.0000030041
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations adjusted for PPP)		2.59MT/million INR	3 MT/million INR
Total Scope 1 and Scope 2 emission intensity in terms of physical output		NA	NA
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity		NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No independent assessment, evaluation, or assurance has been conducted by an external agency

8. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide the details.

Yes, we have undertaken several initiatives aimed at reducing GHG emissions across our operations.

**LED Lighting:** All our plants are switching to energy-efficient LED lighting to reduce electricity consumption and associated emissions.

**Solar Power:** We have increased our solar power capacity, contributing directly to a reduction in GHG emissions. The details of installed capacities are as follows:

**Kambainallur Chilling Centre:** 105 kWp

**Puthukoil Chilling Centre:** 61.6 kWp

**Polur Chilling Centre:** 39.4 kWp

9. Provide details related to waste management by entity , in the following format:

Parameter	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Total Waste generated (in metric tonnes)		
Plastic waste (A)	164.04	216.000
E-waste (B)	0.54	0.540
Bio-medical waste (C)	0	0
Construction and demolition waste (D)	0	0
Battery waste (E)	0	0
Radioactive waste (F)	0	0
Other Hazardous waste (G). Please specify if any	0	0

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

Parameter	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Other Non-hazardous waste generated (H) (Break-up by composition i.e by materials relevant to the sector)	0	0
Total ( A+B+C+D+E+F+Gg+H)	164.58	216.540
Waste intensity per rupee of Turnover (Total waste generated/ Revenue from operations)	0.00000000492	0.00000000744
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)(Total waste generated/Revenue from operations adjusted for PPP)	0.0042MT/million INR	0.0074MT/million INRs
Waste intensity in terms of physical output	NA	NA
Waste intensity (optional) – the relevant metric may be selected by the entity	NA	NA

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)

Category of waste		
i. Re-cycled	0.540	0.540
ii. Re-used	0	0
iii. Other recovery operations	0	0
Total	0.540	0.540

For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)

Category of Waste		
i. Incineration	0	0
ii. Landfilling	0	0
iii. Other disposal operations	0	0
Total	0	0

(Note to the sustainability team: Ideally, the total of waste recovered and waste disposed should be equal to waste generated

We need to mention about the units in terms of physical output)

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N), If yes, name of the external agency:

Yes, We are doing through Rapidue Technologies Pvt Ltd.

10. Briefly describe the details of waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

Not applicable

11. If the entity has operations/offices if any in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required in the following format:

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
			Nil



BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

12. Details of environmental impact assessments (EIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web Link
Nil					

13. Is the entity compliant with the applicable environmental law/regulations/guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

SL No	Specify the Law/regulation/ guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
NA				

The Company has complied with the applicable environmental law/regulations/guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder.

Leadership Indicators:

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

Not Applicable

For each facility/plant located in areas of water stress, provide the following information:

- (i) Name of the area
- (ii) Nature of operations
- (iii) Water withdrawal, consumption and discharge in the following format:

Parameter	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(ii) To Groundwater	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iii) To Seawater	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iv) Sent to third-parties	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(v) Others	0	0
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
Total water discharged (in kilolitres)	0	0

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No independent assessment/evaluation/assurance from an external agency.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

2. Please provide the details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Total Scope 3 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	NA	NA
Total Scope 3 emissions per rupee of turnover	-	NA	NA
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	-	NA	NA

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No independent assessment/evaluation/assurance from an external agency.

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

The Company does not have any operations in ecologically sensitive areas.

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions/effluent discharge/waste generated, details of the same as well as outcome of such initiatives, as per the following format:

Sl No.	Initiative undertaken	Details of the initiative (Web-link, if any, along-with summary)	Outcome of the initiative
1	All plants are operating Effluent Treatment Plants (ETP).	We use the treated water for cleaning crates, toilet flushing, floor cleaning, gardening, and agriculture purposes.	We saved 6,06,145 KL of water during the period. ( 79% percent of water saved)

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/web link.

Not Applicable

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

No adverse impact to the environment.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

None

8. How many Green Credits have been generated or procured:

a. By the listed entity

Not Applicable

b. By the top ten (in terms of value of purchases and sales, respectively) value chain partners

Not Applicable





BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

Principle 7. Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

Essential Indicators

- 1
- a.

Number of affiliations with trade and industry chambers/associations.

The Company has five associations.
- b.

List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to

SL No	Name of the trade industry chambers/associations	The reach of trade and industry chambers/ associations ( State/National )
1	Federation of Telangana Chamber of Commerce and Industry (FTCCI)	State
2	Indian Dairy Association	National
3	Confederation of Indian Industry (CII)	National
4	The Employers' Federation of Southern India (EFSI)	National
5	National Human Resource Development Organisation (NHRD)	National

2.
- Provide Details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regular authorities.

Name of authority	Brief of the case	Corrective actions taken
Not Applicable		

Leadership Indicators

1.
- Details of public policy positions advocated by the entity:

SL No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain (Yes/No)	Frequency of review by Board (annually/half yearly/Quarterly/ Others – Please specify)	Weblink, if available
Nil					

Principle 8. Businesses should promote inclusive growth and equitable development

Essential Indicators

1.
- Details of social impact assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of the project	SIA notification No.	Date of notification	Whether conducted by an Independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant weblink
Nil					

2.
- Information on project (s) for which ongoing rehabilitation and resettlement ( R&R) is being undertaken by the entity, in the following format -

SL No	Name of project for which R&R is ongoing	State	District	No. of project-affected families	% of PAFs covered by R&R	Amount paid to PAFs in FY(In INR)
Nil						

4.
- Describe the mechanisms to receive and redress grievances of the community

We acknowledge our responsibility towards society and remain committed to fostering inclusive growth and equitable development of all our stakeholders. Through our CSR programmes, we extend support to marginalised communities, especially the underprivileged, by promoting education, eradicating hunger and advancing environmental sustainability.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

We work cooperatively with complainants to resolve community grievances through a dialogue-based approach. Complaints may be submitted either verbally or in writing. We have designated email addresses, HYPERLINK "mailto:mail@dodladairy.com"mail@dodladairy.com and HYPERLINK "mailto:cs@dodladairy.com"cs@dodladairy.com, to receive complaints from community members. Upon receiving a complaint, our officials investigate the issue and promptly respond to the complainant. Grievances are escalated, if necessary, to Senior Management for additional evaluation.

5.
- Percentage of input material other than milk (inputs to total inputs by value) sourced from suppliers

Particulars	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Directly sourced from MSMEs/small producers	12	10
Directly from within India	68	60

5.
- Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis) in the following locations, as % of total wage cost

Location	2024-25 (Current Financial Year)	2023-24 (Previous Financial Year)
Rural	18%	15%
Semi-Urban	32%	38%
Urban	27%	23%
Metropolitan	23%	24%

(Place to be categorised as per RBI Classification System - rural/semi-urban/urban/metropolitan)

Leaders Indicators

1.
- Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of essential indicators above)

Details of negative social impact identified	Corrective action taken
Nil	

2.
- Provide the following information on CSR projects undertaken by the entity in designated aspirational districts as identified by government bodies

SL No.	State	Aspirational District	Amount Spent ( In INR)
Nil			

During the financial year the company has spent INR 16,135,106 (This includes INR 4,047,784 from the current year's allocation and INR 12,087,322 from the unspent amount of FY 2023–24) on various CSR projects in Andhra Pradesh, Telangana and Tamil Nadu. The total amount spent is part of the Annual Action Plan for the year and the breakup is provided in the Annual Report on CSR activities of the Company as part of the Annual Report.

3.
- a.

Do you have any preferential procurement policy where you give preference to purchase from suppliers comprises marginalised/vulnerable groups (Yes/No): No
- b.

From which marginalised/vulnerable groups do you procure - Nil
- c.

What percentage of total procurement (by value) does it constitute - Nil
4.
- Details of the benefits derived and shared from the intellectual properties owned or acquired by the entity (in the current financial year) based on traditional knowledge.

SI No.	Intellectual property based on traditional knowledge	Owned/acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating benefit share
Nil				

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of the authority	Brief of the case	Corrective action taken
	Nil	

6. Details of the beneficiaries of CSR projects

SI NO.	CSR Projects	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalised groups
1	Eradicating hunger, poverty and malnutrition	610+	100
2	Promoting Education	250+	100

Principle 9. Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. Describe the mechanism in place to receive and respond to consumer complaints and feedback

On all the packages sent to the market, a toll-free number and mail id are printed for consumers to raise any consumer complaints. These complaints are received and monitored by a dedicated team. All the valid consumer complaints are attended to by the dedicated team in line with the Standard Operating Procedure and the designated people reach out to the consumers as and when needed to discuss and understand and also feedback the consumer. All these valid complaints are investigated by the respective plant and supply chain teams and Root cause Analysis is carried out as per the Standard operating Procedures. Quality team tracks the governance of the implementation of Corrective actions with the respective teams.

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about

Particulars	As a % of total turnover
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	40%

3. Number of consumer complaints in respect of the following

Particulars	2024-25 (Current Financial year)		Remarks	2023-24 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data Privacy	Nil	Nil	Nil	Nil	Nil	Nil
Advertising	Nil	Nil	Nil	Nil	Nil	Nil
Cyber-security	Nil	Nil	Nil	Nil	Nil	Nil
Delivery of essential services	Nil	Nil	Nil	Nil	Nil	Nil
Restrictive Trade Practices	Nil	Nil	Nil	Nil	Nil	Nil
Unfair Trade Practices	Nil	Nil	Nil	Nil	Nil	Nil
Other	Nil	Nil	Nil	Nil	Nil	Nil

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT (Contd.)

4. Details of instances of product recalls on account of safety issues:

Particulars	Number	Reasons for recall
Voluntary recalls	Nil	Not Applicable
Forced recalls	Nil	Not Applicable

5. Does the entity have Framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, web-link of the policy.

Yes. We practice ISO 27001:2022 framework for our organisation's information security, cybersecurity and privacy protection. We are certified for ISO 27001:2013 in the year 2020 and upgraded it to ISO 27001:2022 in the year 2024. Our compliance with this internationally recognised standard ensures we meet robust requirements for information security, cybersecurity and privacy protection through our established management system. We are also in the process of bringing up an exclusive cybersecurity policy as per NIST's CSF 2.0.

6. Provide Details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services.

No such incident during the year on the above.

7. Provide the following information relating to data breaches:

- a. Number of instances of data breaches - Nil
- b. Percentage of data breaches involving personally identifiable information of customers – 0%
- c. Impact, if any, of the data breaches - Nil

Leadership Indicators

1. Channels/platforms where information on products and services of the entity can be accessed (web link, if available).

The information is available on company website: [www.dodladairy.com](http://www.dodladairy.com)

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

Your Company has a consumer service helpline to help inform and educate our consumer on any query or feedback. Your Company also makes efforts to educate consumers on responsible usage of its products and services.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

Necessary information is placed on the website of the Company.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, details in brief. Did the entity carry out any survey with regard to consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

Yes, we display all mandated information on our product labels, as per local laws, along with directions for use.

We have not carried out any formal consumer surveys or consumer satisfaction trend analyses. However, we regularly monitor feedback and responses from various stakeholders.





ANNEXURE - X  
REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

Dodla Dairy Limited ("DDL"/"the Company") implemented sound corporate governance practices with a view to ensure transparency and efficiency in its day to day operations, it's a stakeholder driven organisation and ensuring maximise shareholder value. The Company's core philosophy on the code of Corporate Governance is to ensure:

- Fair and Transparent business practices
- Accountability for performance
- Compliance of applicable statute
- Transparent and timely disclosure of financial and management information
- Effective management control and monitoring of executive performance by the Board
- Adequate representation of Promoter, Executive and Independent Directors on the Board

Your Company takes utmost care to safeguard the interests of all its stakeholders. The Corporate Governance framework of your Company is based on an effective and independent Board, separation of the Board's supervisory role from the Senior Management team and constitution of the Board Committees, as required under applicable laws.

Your Company is in compliance with the Corporate Governance requirements as enshrined in the Companies Act, 2013 read with the Rules made thereunder ("Act"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable laws.

The Company's business objective and that of its management and employees is to manufacture and market the Company's products in such a way as to create value that can be sustained over the long term for consumers, shareholders, employees, farmers, dealers , distributors, agents. The Company is conscious of the fact that the success of an organisation is reflection of its professionalism to its code of conduct and ethical values of its management and employees. In addition to compliance with regulatory requirements, the Company endeavours to ensure that highest standards of ethical and responsible conduct are met throughout the organisation.

Your Company presents this report, prepared in terms of the SEBI Listing Regulations (including the amendments to the extent applicable), enumerating the current Corporate Governance systems and processes at the Company.

2. BOARD OF DIRECTORS:

The Board of Directors along with its Committees provides leadership and guidance to the Company's management and supervises the Company's performance. Your Company has an optimum mix of Executive and Non-Executive Directors in line with the applicable provisions of the Companies Act, 2013 ("the Act") and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

As on 31 March 2025, the Board of your Company comprises 2 (Two) Executive Directors and 6 (Six) Non-Executive Directors, of whom 4 (four) are Independent Directors. The Chairperson is a Non-Executive Director. The Company fulfils the requirement of the composition of the Board of Directors as per the provisions of Regulation 17 of the Listing Regulations.

The maximum tenure of Independent Directors is in compliance with the Companies Act, 2013 ("the Act") and the Listing Regulations. All the Independent Directors have confirmed that they meet the criteria as mentioned in Regulation 16(1)(b) of the Listing Regulations and Section 149(6) of the Act. The Independent Directors provide an annual confirmation that they meet the criteria of independence. Based on the confirmations/disclosures received from the Independent Directors, the Board is of the opinion that the Independent Directors fulfil the conditions specified in the Listing Regulations and are Independent of the Management.

The Directors on the Board are professionals, having expertise in their respective functional areas and bring an extensive range of skills and experience to the Board.

The Board has an unfettered and complete access to any information within the Company. Members of the Board have complete freedom to express their views on agenda items and can discuss any matter at the Meeting with the permission of the Chairperson.

REPORT ON CORPORATE GOVERNANCE (Contd.)

a) The composition and category of the Board of Directors is as follows:

The Board of the Company comprises of Eight Directors as on 31 March 2025.

None of the Directors hold Directorships in more than 20 (twenty) Indian Companies including 10 Public Limited Companies (as specified in Section 165 of the Act) and Director in more than 7 Listed Entities (as specified in Regulation 17A of the Listing Regulations) or acts as an Independent Director (including any alternate directorships) in more than 7 Listed Companies or 3 equity Listed Companies in case he/she serves as a Whole-time Director/ Managing Director in any Listed Company (as specified in Regulation 17A of the Listing Regulations). Further, none of the Directors on the Board is a Member of more than 10 Committees and Chairperson of more than 5 Committees (as specified in Regulation 26 of the Listing Regulations), across all the Indian public limited Companies in which he/ she is a Director.

S. No	Name of the Director	Designation	Category
1	Dodla Sessa Reddy	Chairman and Director	Non-Executive Non-Independent Director (Promoter)
2	Dodla Sunil Reddy	Managing Director	Executive Director (Promoter)
3	Ambavaram Madhusudhana Reddy	Whole-time Director	Executive Director
4	Akshay Tanna	Director	Non-Executive Non-Independent Director
5	Rampraveen Swaminathan	Independent Director	Non-Executive Director
6	Tallam Puranam Raman	Independent Director	Non-Executive Director
7	Dr.Raja Rathinam	Independent Director	Non-Executive Director
8	Vinoda Kailas	Independent Director	Non-Executive Director

b) Attendance of each director at the meeting of the board of directors and the last annual general meeting.

The details of the attendance of the Directors at the Board meetings held during the Financial Year ended 31 March 2025 and at the last Annual General Meeting (AGM) are given below:

Name of the Director	Number of Board Meetings		Attendance at the last AGM
	Held	Attended	
Dodla Sessa Reddy	4	4	Yes
Dodla Sunil Reddy	4	4	Yes
Ambavaram Madhusudhana Reddy	4	4	Yes
Akshay Tanna	4	3	Yes
Rampraveen Swaminathan	4	3	Yes
Tallam Puranam Raman	4	4	Yes
Dr.Raja Rathinam	4	4	Yes
Vinoda Kailas	4	4	Yes

c) Name and number of other board of directors or committees in which a director is a member or chairperson:

The number of Directorships and memberships in the Committees of other Companies held by the Directors as on 31 March 2025 are as under:

Name of the Director	No. of other Directorships*	In the Other Public Companies <sup>§</sup>	
		Membership	Chairmanship
Dodla Sessa Reddy	2	1	1
Dodla Sunil Reddy	4	-	-
Ambavaram Madhusudhana Reddy	-	-	-
Akshay Tanna	9	-	-
Rampraveen Swaminathan	8	-	-

## REPORT ON CORPORATE GOVERNANCE (Contd.)

Name of the Director	No. of other Directorships*	In the Other Public Companies <sup>§</sup>	
		Membership	Chairmanship
Tallam Puranam Raman	-	-	-
Dr. Raja Rathinam	-	-	-
Vinoda Kailas	-	-	-

\*Excludes directorship and membership in Dodla Dairy Limited. Also excludes directorships in foreign Companies and Companies registered under Section 8 of the Act and Government Bodies.

<sup>§</sup>For the purpose of calculating, only Audit Committee and Stakeholders' Relationship Committee in public limited companies, whether listed or not, are considered – Regulation 26(1) of Listing Regulations

**Names of the Listed Companies wherein the Directors of the Company are Directors.**

Name of the Director	No. of Directorships in other Listed Companies	Name of the other Listed Companies in which Directors of the Company are Directors
Dodla Sessa Reddy	1	Nelcast Limited
Dodla Sunil Reddy	Nil	NA
Ambavaram Madhusudhana Reddy	Nil	NA
Akshay Tanna	1	J.B.Chemicals & Pharmaceuticals Limited
Rampraveen Swaminathan	1	Mahindra Logistics Limited
Tallam Puranam Raman	Nil	NA
Dr. Raja Rathinam	Nil	NA
Vinoda Kailas	Nil	NA

**d) Number of Board Meetings**

The Board meets at regular intervals to discuss and decide on business policies and review the financial performance of the Company. Board meetings are communicated by giving appropriate notice to the Directors. The Board of Directors met 4 (four) times during the financial year 2024-25 and the gap between two Boards meetings did not exceed the period of 120 (one hundred and twenty days). The necessary quorum was present for all the meetings.

**The dates on which the Board Meetings were held are as follows:**

- 18 May 2024
- 22 July 2024
- 23 October 2024
- 30 January 2025

**e) Disclosure of relationship between Directors inter-se**

Dodla Sessa Reddy, Chairman & Director, is father of Dodla Sunil Reddy, Managing Director of the Company. Other than Dodla Sessa Reddy, Chairman & Director and Dodla Sunil Reddy, Managing Director, none of the Directors are related to any other Director.

**f) Number of shares and convertible instruments held by non- executive directors**

The number of equity shares of the Company held by Non-Executive Directors, as on 31 March 2025 are as follows:

Name of the Director	No. of Equity Shares (face value INR 10 each) held in the Company
Dodla Sessa Reddy	556,716
Akshay Tanna	Nil
Rampraveen Swaminathan	Nil
Tallam Puranam Raman	Nil
Dr. Raja Rathinam	Nil
Vinoda Kailas	Nil

## REPORT ON CORPORATE GOVERNANCE (Contd.)

**g) familiarisation programmes imparted to independent directors**

Senior management personnel of the Company make presentations to the Board Members on a periodical basis, briefing them on the operations of the Company, plans, strategy, risks involved, new initiatives, etc., and seek their opinions and suggestions on the same. In addition, the Directors are briefed on their specific responsibilities and duties that may arise from time to time.

Any new Director who joins the Board is presented with a brief background of the Company, its operations and is informed of the important policies of the Company including the code of conduct for directors and senior management personnel, code of conduct to regulate, monitor and report trade in securities, code of practices and procedures for declaration of UPSI, risk management policy, whistle blower policy, anti-bribery policy, business responsibility policy, CSR policy, dividend distribution policy, environmental and social policy, equal opportunity policy, grievance redressal policy, policy for determining material subsidiary, policy on board diversity, policy on determination of materiality, policy on familiarisation programme, policy on preservation of documents, policy on prevention of sexual harassment, policy on related party transactions.

The Statutory Auditors, Internal Auditors and Senior Management of the Company make presentations to the Board of Directors with regard to regulatory changes from time to time while approving the Financial Results.

The details of familiarisation programme attended by Independent Directors is available on the website: <https://dodladairy.com/investor-corner/familiarisation-programmes/>

**h) Key skills/expertise/competence of the Board of Directors:**

The Board of the Company is adequately structured to ensure a high degree of diversity by age, education/ qualifications, professional background, sector expertise, special skills and geography. The Board of Directors has, based on the recommendations of the Nomination, Remuneration and compensation, identified the following core skills/expertise/competencies as required in the context of the businesses and sectors of the Company for its effective functioning and the same is mapped against each of the Directors:

Name of Director	Dodla Sessa Reddy	Dodla Sunil Reddy	Ambavaram Madhusudhana Reddy	Akshay Tanna	Rampraveen Swaminathan	Tallam Puranam Raman	Dr.Raja Rathinam	Vinoda Kailas
Governance and Board service	✓	✓	✓	✓	✓	✓	✓	✓
Business understanding	✓	✓	✓	✓	✓	✓	✓	✓
Risk/Legal/Regulatory compliance		✓	✓	✓	✓	✓		
Information Technology/ Accounting/Financial experience	✓	✓		✓	✓	✓		
Industry/Sector Knowledge	✓	✓	✓	✓	✓	✓	✓	✓
Strategy development and implementation	✓	✓	✓	✓	✓	✓	✓	✓
Stakeholder management	✓	✓	✓	✓	✓			

**i) Confirmation from the Board**

All the Independent Directors of the Company have given their respective declaration/disclosures under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations and have confirmed that they fulfill the independence criteria as specified under section 149(6) of the Act and Regulation 16 of the Listing Regulations and have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. Further, they also declare that apart from receiving director's remuneration (sitting fees) they did not have any pecuniary relationship or transactions with the Company, its promoter, its directors, senior management and they are not a material supplier, service provider or customer or a lessor or lessee of the Company.



## REPORT ON CORPORATE GOVERNANCE (Contd.)

Further, the Board after taking these declarations/disclosures on record and acknowledging the veracity of the same, concluded that the Independent Directors are persons of integrity and possess the relevant expertise and experience to qualify as Independent Directors of the Company and are Independent of the Management.

- j) **No Independent Director has resigned from the Directorship of the Company before the expiry of their term of appointment during the Financial Year ended 31 March 2025.**

**3. AUDIT COMMITTEE**

The Audit Committee acts as a link between the management, the statutory and internal auditors and the Board of Directors. It assists the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities. Majority of the Members on the Committee, including the Chairperson are Independent Directors. The Committee is governed by a Charter that is in line with the regulatory requirements mandated by the Act and SEBI Regulations.

**a) Brief description of terms of reference:**

The terms of reference of the Audit Committee are as under:

- (1) oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- (2) recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- (3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (4) reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - (a) matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - (b) changes, if any, in accounting policies and practices and reasons for the same;
  - (c) major accounting entries involving estimates based on the exercise of judgment by management;
  - (d) significant adjustments made in the financial statements arising out of audit findings;
  - (e) compliance with listing and other legal requirements relating to financial statements;
  - (f) disclosure of any related party transactions;
  - (g) modified opinion(s) in the draft audit report;
- (5) reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (6) reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;
- (7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (8) approval or any subsequent modification of transactions of the listed entity with related parties;
- (9) scrutiny of inter-corporate loans and investments;
- (10) valuation of undertakings or assets of the listed entity, wherever it is necessary;
- (11) evaluation of internal financial controls and risk management systems;
- (12) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

## REPORT ON CORPORATE GOVERNANCE (Contd.)

- (13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- (14) discussion with internal auditors of any significant findings and follow up there on;
- (15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- (16) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- (17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- (18) to review the functioning of the whistle blower mechanism;
- (19) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- (20) Carrying out any other function as is mentioned in the terms of reference of the audit committee.
- (21) Examination of the financial statement and the auditors' report thereon;
- (22) Monitoring the end use of funds raised through public offers and related matters;
- (23) The Audit Committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;
- (24) The Audit Committee shall have authority to investigate into any matter or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the Company;
- (25) The auditors of a company and the key managerial personnel shall have a right to be heard in the meetings of the Audit Committee when it considers the auditor's report but shall not have the right to vote;
- (26) reviewing the utilisation of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments existing as on the date of coming into force of this provision.
- (27) consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
- (28) review of management discussion and analysis of financial condition and results of operations;
- (29) review of statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- (30) review of management letters/letters of internal control weaknesses issued by the statutory auditors;
- (31) review of internal audit reports relating to internal control weaknesses; and
- (32) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
- (33) review of statement of deviations:
  - (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## REPORT ON CORPORATE GOVERNANCE (Contd.)

- (b) annual statement of funds utilised for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7) ) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**b) composition, name of members and chairperson;**

The Audit Committee of the Company comprises of 3 Independent Directors and 1 Executive Director with Tallam Puranam Raman, Independent Director as its Chairperson.

Name of the Director	Position on the Committee
Tallam Puranam Raman	Chairman
Rampraveen Swaminathan	Member
Dodla Sunil Reddy	Member
Dr. Raja Rathinam	Member

**c) meetings and attendance during the year.**

Four Audit Committee Meetings were held during the Financial Year ended 31 March 2025. The maximum time gap between any two meetings was not more than one hundred and twenty days.

The dates on which the Audit Committee Meetings were held are as follows:

- 18 May 2024
- 22 July 2024
- 23 October 2024
- 30 January 2025

Attendance at the Audit Committee Meetings

Name of the Director	Number of Audit Committee Meetings	
	Held	Attended
Tallam Puranam Raman	4	4
Rampraveen Swaminathan	4	4
Dodla Sunil Reddy	4	4
Dr. Raja Rathinam	4	4

**4. NOMINATION, REMUNERATION AND COMPENSATION COMMITTEE**

The scope and functions of the Nomination and Remuneration Committee are in accordance with Section 178 of the Companies Act, 2013 and the SEBI Listing Regulations and its terms of reference are set forth below.

**a) Brief description of terms of reference**

The terms of reference of the Nomination, Remuneration and Compensation Committee are as under:

- (1) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- (1A) For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - a. use the services of an external agencies, if required;
  - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c. consider the time commitments of the candidates.

## REPORT ON CORPORATE GOVERNANCE (Contd.)

- (2) formulation of criteria for evaluation of performance of independent directors and the board of directors;
- (3) devising a policy on diversity of board of directors;
- (4) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- (5) whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- (6) recommend to the board, all remuneration, in whatever form, payable to senior management.

**b) composition, name of members and chairperson;**

The Nomination, Remuneration and Compensation Committee comprised of 2 Independent Directors and 1 Non-Executive Directors with Rampraveen Swaminathan, Independent Director as its Chairperson.

Composition of the Nomination, Remuneration and Compensation Committee

Name of the Director	Position on the Committee
Rampraveen Swaminathan	Chairman
Tallam Puranam Raman	Member
Dodla Sesha Reddy	Member

**c) meeting and attendance during the year;**

During the period two Nomination, Remuneration and Compensation Committee Meetings was held on 23 April 2024 and 19 July 2024.

Attendance at the Nomination, Remuneration and Compensation Committee Meetings

Name of the Director	Number of Nomination, Remuneration and Compensation Committee Meetings	
	Held	Attended
Rampraveen Swaminathan	2	2
Tallam Puranam Raman	2	2
Dodla Sesha Reddy	2	2

**d) Nomination and Remuneration policy**

The compensation of the Executive Directors comprises of a fixed component. The compensation is determined based on the remuneration prevailing in the industry and the performance of the Company. The remuneration package of the Executive Directors is periodically reviewed and suitable revision is recommended to the Board by the Committee.

The Non-Executive Directors are paid Sitting Fees and Commission for attending meetings of the Board/Committees.

**e) The Criteria for Evaluation of Independent Directors is given below:**

- (a) Qualifications: Professional qualifications;
- (b) Experience: Experience relevant to the entity;
- (c) Knowledge and Competency:
  - (i) How the person fares for effective functioning of the entity and the Board; and
  - (ii) Whether the person has sufficient understanding and knowledge of the entity and fulfilment of the independence criteria as specified in these regulations and their independence from the management;
- (d) Fulfilment of functions: Whether the person understands and fulfils the functions assigned to him/her by the Board and the law;
- (e) Ability to function as a team: Whether the person is able to function as an effective team- member;



REPORT ON CORPORATE GOVERNANCE (Contd.)

- (f) Initiative: Whether the person actively takes initiative with respect to various areas;
- (g) Availability and attendance: Whether the person is available for meetings of the Board and attends the meeting regularly and timely, without delay;
- (h) Commitment: Whether the person is adequately committed to the Board and the entity;
- (i) Contribution: Whether the person contributed effectively to the entity and in the Board meetings;
- (j) Integrity: Whether the person demonstrates highest level of integrity (including conflict of interest disclosures, maintenance of confidentiality, etc.);
- (k) Independence: Whether person is independent from the entity and the Management and there is no conflict of interest; and
- (l) Independent views and judgment: Whether the person exercises his/her own judgment and voices opinion freely.

f) Terms of Appointment of Independent Directors:

As per Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV of the Act, the terms and conditions of appointment/re-appointment of Independent Directors are available on the Company's website: [https://www.dodladairy.com/independent\\_directors](https://www.dodladairy.com/independent_directors)

g) Performance evaluation of Directors

Pursuant to applicable provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board, in consultation with its Nomination, Remuneration and Compensation Committee has formulated a framework containing, inter-alia, the criteria for performance evaluation of the Independent Directors, Board of Directors, Committees of Board, Individual Directors including Managing Director and Non- Executive Directors and Chairperson of the Board.

Performance Evaluation of Independent Directors, Board of Directors, Committees of Board, Individual Directors, Managing Director, Non-Executive Directors and Chairperson of the Board

Evaluation of all Board members is performed on an annual basis. The evaluation is performed by the Board, Nomination, Remuneration and Compensation Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated 05 January 2017, the Company has adopted the recommended criteria by SEBI.

The Directors were given 6 Forms for evaluation of the following:

- (i) Evaluation of Board;
- (ii) valuation of Committees of the Board;
- (iii) Evaluation of Independent Directors;
- (iv) Evaluation of Chairperson;
- (v) Evaluation of Non-Executive and Non-Independent Directors; and
- (vi) Evaluation of Managing Director.

The Directors were requested to give following ratings for each criteria:

- 5 Outstanding
- 4 Surpasses Expectations
- 3 Meets Expectations
- 2 Needs Improvement
- 1 Below Expectations

The Chairperson informed that based on the Evaluation done by the Directors, the performance of Directors is satisfactory and they are recommended for continuation as Directors of the Company.

REPORT ON CORPORATE GOVERNANCE (Contd.)

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee was constituted according to Section 178 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and its terms of reference as stipulated are set forth below.

Terms of reference for Stakeholders' Relationship Committee are:

- (1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- (2) Review of measures taken for effective exercise of voting rights by shareholders.
- (3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- (4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.
- (5) Resolving grievances of debenture holders related to creation of charge, payment of interest/principal, maintenance of security cover and any other covenants.

a) composition, name of members and chairperson;

The Stakeholders' relationship committee consists of the following Directors:

Name of the Director	Position on the Committee
Tallam Puranam Raman	Chairman
Dodla Sunil Reddy	Member
Akshay Tanna	Member

During the period the Stakeholders Relationship Committee met 1 (One) times on 30 January 2025 and all the members were presented.

b) name of the non-executive director heading the committee:

Mr Tallam Puranam Raman - Non-executive Independent Director

c) name and designation of compliance officer:

Surya Prakash M, Company Secretary and Compliance officer

d) number of shareholders' complaints received during the financial year: During the year ended 31 March 2025, the Company has received Nil complaints.

e) number of complaints not solved to the satisfaction of shareholders: Nil

f) number of pending complaints: Nil

g) Email-id for Investor Grievances: [cs@dodladairy.com](mailto:cs@dodladairy.com)

5A. RISK MANAGEMENT COMMITTEE:

As per Regulation 21 of the Listing Regulations and provisions of the Act, as amended which requires the Company to lay down procedures about risk assessment and risk minimisation. The scope and functions of the Risk Management Committee are in accordance with the Listing Regulations and its terms of reference are set forth below.

a) Brief Description of terms of reference:

The terms of reference of the Risk Management Committee shall include the following:

- (1) To formulate a detailed risk management policy which shall include:

REPORT ON CORPORATE GOVERNANCE (Contd.)

- (a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
- (b) Measures for risk mitigation including systems and processes for internal control of identified risks.
- (c) Business continuity plan.
- (2) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- (3) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- (4) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- (5) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
- (6) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.

b) Composition, name of members and chairperson:

The Risk Management Committee comprised of 3 Directors with Dr. Raja Rathinam, Non-Executive Independent Director as its Chairman.

Composition of the Risk Management Committee:

Name of the Director	Position on the Committee
Dr. Raja Rathinam	Chairman
Akshay Tanna	Member
Madhusudhana Reddy Ambavaram	Member

c) Risk Management Committee meetings

During the Financial Year, Risk Management Committee Meeting was held 20 July 2024 and 30 January 2025

Attendance at the Risk Management Committee Meeting:

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Dr. Raja Rathinam	Chairman	2	2
Akshay Tanna	Member	2	2
Madhusudhana Reddy Ambavaram	Member	2	2

The policy on Risk Management is available on the Company's website, the web link for the same is <https://dodladairy.com/wp-content/uploads/2024/04/Risk-Management-Policy.pdf>

5B. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

The scope and functions of the Corporate Social Responsibility Committee are in accordance with Section 135 of Companies Act, 2013 and its terms of reference as stipulated are set forth below.

Terms of reference of CSR Committee:

Terms of reference of the CSR Committee are in accordance with Schedule VII of the Act, and CSR Policy of the Company. For details on Company's CSR Policy, CSR activities and spent, refer Annual Report on CSR activities forming part of the Annual Report.

REPORT ON CORPORATE GOVERNANCE (Contd.)

a) Composition, name of members and chairperson:

The Corporate Social Responsibility Committee comprised of 3 Directors with Mr Dodla Sesha Reddy, Non-Executive Director as its Chairman.

Composition of the Risk Management Committee:

Name of the Director	Position on the Committee
Dodla Sesha Reddy	Chairman
Akshay Tanna	Member
Vinoda Kailas	Member

b) Corporate Social Responsibility meetings

During the Financial Year, Corporate Social Responsibility Meeting was held 18 May 2024 and 23 October 2024

Attendance at the Corporate Social Responsibility Committee Meeting:

Name of the Director	Designation	Number of Meetings	
		Held	Attended
Dodla Sesha Reddy	Chairman	2	2
Akshay Tanna	Member	2	1
Vinoda Kailas	Member	2	2

The policy on Corporate Social Responsibility is available on the Company's website, the web link for the same is <https://dodladairy.com/wp-content/uploads/2024/04/CSR-Policy.pdf>

(5C) SENIOR MANAGEMENT:

The following persons are the senior management the Company:

Venkat Krishna Reddy Busireddy	:	Chief Executive Officer (CEO)
Murali Mohan Raju Reddycherla	:	Chief Financial Officer (CFO)
Surya Prakash Mungelkar	:	Company Secretary & Compliance officer (CS&CO)
Laxma Reddy	:	Head Production
Ravi P	:	Head Projects
Chandra Sekhar Reddy V	:	Head Materials
Krishna Prasad V	:	Head Information Technology
Suresh S	:	Head Milk Procurement
Rakesh Ramnani	:	Head Sales & Marketing
Mohana Kumar Returi*	:	Head Quality Assurance

\*Mohana Kumar Returi appointed as Head Quality Assurance w.e.f. 23 April 2024.

6. MEETING OF INDEPENDENT DIRECTORS

A separate meeting of the Independent Directors was held on 26 March 2025 under the Chairmanship of Mrs. Vinoda Kailas, Independent Director, inter-alia, to discuss evaluation of the performance of Non-Independent Directors, Managing Director, the Board as a whole, evaluation of the performance of the Chairman, taking into account the views of the Executive and Non-Executive Directors and the evaluation of the quality, content and timeliness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Independent Directors expressed satisfaction with the overall performance of the Directors and the Board as a whole. Inputs and suggestions received from the Directors were considered at the Board meeting and have been implemented.



## REPORT ON CORPORATE GOVERNANCE (Contd.)

**7. LEAD INDEPENDENT DIRECTOR**

The Independent directors has elected Mrs. Vinoda Kailas, Chairperson of the Independent Directors Meeting, as the Lead Independent Director. The role of the lead Independent Director is to provide leadership to the Independent Directors, liaise on behalf of the Independent Directors and ensure the Board's effectiveness to maintain high-quality governance of the organisation and the effective functioning of the Board.

**8. SUCCESSION PLANNING**

The Nomination, Remuneration and compensation Committee works with the Board on succession plan to ensure orderly succession in appointments to the Board and in the senior management. The Company strives to maintain an appropriate balance of skills and experience within Board of Directors and the organisation to introduce new perspectives while maintaining experience and continuity.

**9. REMUNERATION OF DIRECTORS:**

- There were no pecuniary relationship or transactions with any Non-Executive Director of the Company.
- The criteria for making payment to Non-Executive Directors is available on the website of the Company i.e., <https://dodladairy.com/wp-content/uploads/2024/04/Criteria-For-Making-Payments-To-Non-Executive-Directors.pdf>
- Non-Executive Directors are paid Consultancy fees and Sitting Fees:

Following are the details of Sitting Fees and Commission paid to the Non-Executive Directors during the Financial Year ended 31 March 2025:

Name of the Director	Sitting Fees	Consultancy Fees
Dodla Sesha Reddy	Nil	5,475,000
Akshay Tanna	Nil	Nil
Rampraveen Swaminathan	900,000	Nil
Tallam Puranam Raman	550,000	Nil
Dr. Raja Rathinam	500,000	Nil
Vinoda Kailas	300,000	Nil

- The Remuneration paid to the Managing Director and Whole Time Director during the year is as follows:

Name of the Director and Designation	Salary	Benefits	Bonuses	Pension	Commission	Performance linked incentives	Performance criteria	Service Contracts	Notice	Total
Dodla Sunil Reddy - Managing Director	29,524,057	12,164,299	14,20,150	Nil	Nil	Nil	Nil	Appointed for a period of 5 years		4,31,08,506
Ambavaram Madhusudhana Reddy - Whole-time Director	4,920,000	1,177,693	2,00,000	Nil	Nil	Nil	Nil	Appointed for a period of 5 years		62,97,693

There were no severance fees and stock option plan. The appointment of the Managing Director is for a period of 5 years and Whole Time Director is for a period of 5 years on the basis of terms and conditions laid down in the respective resolutions passed by the Board/Members in the General Meetings.

## REPORT ON CORPORATE GOVERNANCE (Contd.)

**10. GENERAL BODY MEETINGS:**

- The details of date, location and time of the last three Annual General Meetings held are as under:

Financial Year ended on 31 March	Date	Time (IST)	Venue
2023-24	04 July 2024	11:00 A.M	Through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common venue, in compliance with General Circular issued by Ministry of Corporate Affairs (MCA Circulars).
2022-23	08 July 2023	11:00 A.M	Through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common venue, in compliance with General Circular issued by Ministry of Corporate Affairs (MCA Circulars).
2021-22	30 June 2022	11:00 A.M	Through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") without the physical presence of the Members at a common venue, in compliance with General Circular issued by Ministry of Corporate Affairs (MCA Circulars).

- Special Resolutions passed during the previous three Annual General Meetings:

Financial Year	Date	Time (IST)	Resolutions Passed
2023-24	04 July 2024	11:00 A.M	<ol style="list-style-type: none"> <li>To ratify the remuneration payable to Cost Auditors for the Financial Year 2024-25</li> <li>To pay consultancy fees to Mr Dodla Sesha Reddy (DIN: 00520448), Chairman and Non-executive Director of the Company.</li> <li>To approve continuation of directorship of Dr. Raja Rathinam (DIN: 09045647) as Non-executive Independent Director in terms of Regulation 17 (1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</li> </ol>
2022-23	08 July 2023	11:00 A.M	<ol style="list-style-type: none"> <li>Alteration of the Articles of Association of the Company</li> <li>Alteration of the Object Clause of the Memorandum of Association of the Company</li> </ol>
2021-22	30 June 2022	11:00 A.M	<ol style="list-style-type: none"> <li>To re-appointment of Mr Ambavaram Madhusudhana Reddy (DIN: 08126380) as Whole-time Director of the Company</li> <li>To re-appointment of Mr Rampraveen Swaminathan (DIN: 01300682) as an Independent Director of the Company</li> <li>To re-appointment of Mr Tallam Puranam Raman (DIN: 00320782) as an Independent Director of the Company</li> <li>To continuation of directorship of Mr Tallam Puranam Raman (DIN: 00320782), Director and ratification in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</li> <li>To continuation of directorship of Mr Dodla Sesha Reddy (DIN: 00520448), Director and ratification in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</li> <li>To ratification of Dodla Dairy Limited- Employee Stock Option Plan, 2018 ("ESOP 2018" or "Plan")</li> <li>To Approval of Fee payable for copies of inspection documents</li> </ol>

- The Company during the financial year ended 31 March 2025 did not conduct any postal ballot and hence passing of special resolution through postal ballot does not arise.
- No Extraordinary General Meeting was held during the financial year 2024-25.



## REPORT ON CORPORATE GOVERNANCE (Contd.)

## 11. MEANS OF COMMUNICATION

**Website:** The Company's website [https://www.dodladairy.com/investors\\_information](https://www.dodladairy.com/investors_information) contains a separate section for Investors wherein the updated information pertaining to quarterly, half-yearly and annual financial results, official press releases, shareholding pattern and other investors information is available in a user-friendly and downloadable form.

**Financial Results:** The quarterly, half-yearly and annual financial results and the official news releases of the Company of the Company are submitted to the BSE Limited and National Stock Exchange of India Limited immediately after approval of the Board of Directors of the Company. The results of the Company are published in one English daily newspaper (Business Line) and one Telugu newspaper (Navatelangana) within 48 hours of approval thereof and are also posted on Company's website [https://www.dodladairy.com/investors\\_information](https://www.dodladairy.com/investors_information)

**Annual Report:** Annual Report containing inter alia Financial Statements, Directors' Report, Auditors' Report, and Corporate Governance Report is circulated to the members and others entitled thereto.

**Designated Exclusive Email ID:** The Company has designated E-mail Id [cs@dodladairy.com](mailto:cs@dodladairy.com) exclusive for shareholder/investor servicing.

**Uploading on NEAPS & BSE Listing Centre:** The quarterly results, quarterly compliances and all other corporate communications to the Stock Exchanges are filed electronically on NEAPS for NSE and on BSE Listing Centre for BSE.

**Investor Calls and Presentations:** Investor Call and presentations are communicated to the Members and Stock Exchanges and also placed on the website of the Company [https://www.dodladairy.com/investors\\_information](https://www.dodladairy.com/investors_information) on approval of quarter, half and yearly results by the Board of Directors of the Company.

## 12. GENERAL SHAREHOLDER INFORMATION

## a) Annual General Meeting: 30 Annual General Meeting

- Date: 14 July 2025
- Time: 11:00 A.M. IST
- Venue: Through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") without the physical presence of the Members.

## b) Financial Year: 01 April 2024 to 31 March 2025

## c) Dividend Payment Date: On or before 13 August 2025

## d) Listing on Stock Exchanges: Company's equity shares are listed at:

Name and Address of the Stock Exchange	Scrip Code
<b>BSE Limited,</b> Phiroze Jeejeebhoy Towers, Dalal street, Mumbai - 400 001, Maharashtra, India.	543306
<b>National Stock Exchange of India Ltd.,</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East) Mumbai - 400 051, Maharashtra, India.	DODLA

The Company has paid the Annual Listing Fees to both the Stock Exchanges for the Financial Year 2025-26 within the stipulated time.

## e) There was no suspension of trading in the Securities of the Company during the year under review.

## f) Registrars to an Issue &amp; Share Transfer Agents:

KFin Technologies Limited  
Selenium Building, Tower B, Plot No.31-32,  
Gachibowli, Financial District,  
Nanakramguda, Serilingampally Mandal,  
Hyderabad - 500 032, Telangana State, India.  
Phone: +91 40 6716 1606  
Fax: +91 40 23001153  
Email id: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)  
Website: [www.kfintech.com](http://www.kfintech.com)

## REPORT ON CORPORATE GOVERNANCE (Contd.)

## g) Share Transfer System:

The requests received for Deletion of Name, Transmission of Shares, Split and issue of duplicate share certificates are processed and dispatched to the shareholders within a maximum period of 15 days from the date of receipt, subject to the documents being valid and complete in all respects. All the valid Deletion of Name, Transmission of Shares, Split and issue of duplicate share certificates are approved by Stakeholders' Relationship Committee and are noted at Board Meetings.

The shares of the Company can be transferred/traded only in dematerialised form. During the year, the Company obtained, on yearly basis, a certificate from a Company Secretary in Practice, certifying that all certificates for transfer, transmission, sub-division, consolidation, renewal, exchange and deletion of names, were issued as required under Regulation 40(9) of the SEBI(LODR) Regulations, 2015. These certificates were duly filed with the Stock Exchanges.

## h) Distribution of Shareholding:

Shareholding pattern as on 31 March 2025

Sl No	Category	No of Shars Held	Percentage of Shareholding
1	PROMOTER	22,739,133	37.692622
2	PROMOTER GROUP	13,269,790	21.996141
3	MUTUAL FUNDS	10,373,270	17.194840
4	FOREIGN PORTFOLIO - CORP	6,280,109	10.409974
5	RESIDENT INDIVIDUALS	3,261,068	5.405580
6	BODIES CORPORATES	2,416,725	4.005988
7	ALTERNATIVE INVESTMENT FUND	1,064,243	1.764100
8	EMPLOYEES	382,074	0.633330
9	NON RESIDENT INDIANS	193,053	0.320007
10	NON RESIDENT INDIAN NON REPATRIABLE	141,576	0.234678
11	QUALIFIED INSTITUTIONAL BUYER	115,001	0.190627
12	H U F	85,426	0.141603
13	TRUSTS	4,587	0.007603
14	CLEARING MEMBERS	1,754	0.002907
	<b>Total</b>	<b>6,03,27,809</b>	<b>100.00</b>

Distribution of shareholding as on 31 March 2025

Category (Amount)	No. of Cases	% of Cases	Total Shares	Amount	% of Amount
1-5000	33,145	97.427984	1,711,722	17,117,220	2.837368
5001 - 10000	433	1.272781	309,520	3,095,200	0.513064
10001 - 20000	189	0.555556	267,832	2,678,320	0.443961
20001 - 30000	68	0.199882	167,127	1,671,270	0.277031
30001 - 40000	30	0.088183	107,109	1,071,090	0.177545
40001 - 50000	19	0.055850	86,637	866,370	0.143610
50001 - 100000	53	0.155791	387,178	3,871,780	0.641790
100001 & Above	83	0.243974	57,290,684	572,906,840	94.965630
<b>Total</b>	<b>34,020</b>	<b>100.00</b>	<b>60,327,809</b>	<b>603,278,090</b>	<b>100.00</b>

## i) Dematerialisation of Shares and liquidity:

The Company's shares are available for dematerialisation with both the Depositories, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

6,03,27,809 equity shares were dematerialised representing 100% of the total paid up equity share capital of the Company as on 31 March 2025.

ISIN: INE021001019



REPORT ON CORPORATE GOVERNANCE (Contd.)

j) **There are no outstanding Global Depository Receipts/American Depository Receipts or Warrants or any convertible instruments as on 31 March 2025.**

k) **Commodity Price Risk or Foreign Exchange risk and hedging activities:**

The Company is exposed to commodity price risk due to fluctuations in dairy commodity prices. Additionally, during the year, the Company had minimal exports of dairy products, with all receivables denominated in US dollars, making it subject to foreign exchange risk. These risks are continuously tracked and monitored.

l) **Plant Locations:**

Plant Name	Location
Badvel	Sy.No.877, Dirisavancha, Nandipalli, B.Matam(Md), Kadapa, Cuddapah, AndhraPradesh-516502
Nellore	Sy.No.30/1,30/2, Devarapalem, Nellore Rural, Nellore, Andhra Pradesh – 524004
Palamamer	Nadimidoddi Palli Village, Moram Post, Palamaner Mandal, Chittoor Dist, AndhraPradesh – 517408
Penumur	T.V. Puram, Penumur Mandal, Chittoor Dist, Andhra Pradesh - 517126
Chendurthi	Sy.No.93, Chendurthi Village, Gollaprolu Mandal, Kakinada, Andhra Pradesh – 533449
Sattenapalli	Dhulipalla Village, Sattenapally Mandal, Palnadu Dist, Andhra Pradesh – 522403
Batlagundu	SF.No.482/3, Kannuvaran Kottai Village, Nilakottai Taluk, Dindigul Dt, Tamil Nadu – 624220
Gundrampalli	Sy.No.321,329 to 333,337,339,346 and 348. Near Petrol Bunk, Gundrampally,Chityala, Nalgonda, Telangana -508114
Indragi	Sy.No.163 & 164, Indragi Village, Koppal Taluk & Dist, Karnataka -583231
Kurnool	Sy.No.518/A, Pullur Village, Undavelly Mandal, Jogulamba Gadwal Dist, Mahbubnagar, Telangana – 509153
Kirwatti	Sy.No.23, NH.63, Hosalli Village, Kirwatti, Uttara Kannada, Karnataka – 581412
Palacode	SF.No.429/6D2,430/4A,431/1A, Kuttampatty Village, Poduthampatti Post, Beharahalli Panchayat, Karimangalam Taluk, Dharmapuri Dist, Tamil Nadu –636808
Vedasandur	SF.No.512/5&6, Seethamaram Naal Road, Murunellikottai Post, Vedasandur,Dindigul, Tamil Nadu – 624710
Dodderi	Property No. 104. Sy No. 122/1, 122/2, Dodderi Kaval Village, Nuggehalli Hobli, Channarayapatna Taluk, Hassan District, Karnataka State- 573116
Itkal	Gat No. 161 & 162, Itkal Village, Tuljapur Taluka, Dharashiv District, Maharashtra State- 413603

m) **Address for correspondence:**

Company Secretary and Compliance Officer  
**Dodla Dairy Limited**  
CIN: L15209TG1995PLC020324  
# 8-2-293/82/A, 270/Q, Road No 10-C,  
Jubilee Hills, Hyderabad - 500 033  
Telangana, India.  
Tel: 040-4546 7777  
Fax: 040-4546 7788  
Email: [cs@dodladairy.com](mailto:cs@dodladairy.com) (for investor grievance)  
Toll Free: 1800 103 1477  
Web-site: [www.dodladairy.com](http://www.dodladairy.com)

n) **Credit Rating**

Given below are the ratings given to the Company by ICRA Limited during the Financial Year ended 31 March 2025:

05 September 2024:

Facilities	Rating
Long Term Scale on Bank limits	[ICRA]AA- (Positive)
Short-Term Scale on Bank limits	[ICRA]A1+
Cash Credit/Short term Loan on Bank limits	[ICRA]AA-(Positive)/[ICRA]A1+

REPORT ON CORPORATE GOVERNANCE (Contd.)

20 March 2025:

Facilities	Rating
Long Term Scale on Bank limits	[ICRA]AA(Stable)
Short-Term Scale on Bank limits	[ICRA]A1+
Cash Credit/Short term Loan on Bank limits	[ICRA]AA(Stable)/[ICRA]A1+

13. **OTHER DISCLOSURES:-**

a) **Related Party Transactions:**

Transactions with related parties are disclosed in the Notes to Accounts in the Financial Statements. All transactions with related parties are at arms' length and in compliance with transfer pricing regulations. Consideration is paid/ received through cheque/online payment.

All Related Party Transactions are entered into by the Company only after obtaining the prior approval of the Audit Committee and Board of Directors and are entered into on an Arms' length basis.

In terms of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has adopted a policy on Related Party Transactions.

The Company has not entered into any transaction with any person or entity belonging to the Promoter/Promoter Group which hold(s) 10% or more shareholding in the Company.

Related Party Transaction policy is placed on the Company's website at: <https://dodladairy.com/wp-content/uploads/2025/03/Policy-On-Related-Party-Transactions.pdf>

**Material Related Party Transactions:**

During the year ended 31 March 2025, there were no materially significant related party transactions, which had potential conflict with the interests of the Company at large. The transactions with related parties are disclosed in the Notes to the Annual Accounts.

b) **Details of non-compliance etc:**

A Statement on Compliance with all Laws and Regulations certificates from all the departments are placed at the meetings of the Board of Directors for their review.

The Company was listed on BSE & NSE on 28 June 2021, the due date for submission of results was 30 May 2021 but SEBI has extended due date for submission of results to 30 June 2021. However, the Company has Submitted results on 14 July 2021. BSE and NSE each have levied fine of ₹ 70,000/- Plus GST. The Company has replied to BSE and NSE. The Company has subsequently paid the amount of fine levied by Stock Exchanges.

There were no instances of non-compliance, penalty or strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years except as mentioned above for the FY 2021-22.

c) **Details of establishment of Vigil Mechanism/Whistle Blower Policy:**

The Board of Directors of the Company had adopted the Whistle Blower Policy and appointed Vigilance and Ethics Officer.

A mechanism has been established for all stakeholders including Directors, employees, vendors and suppliers to report concerns about unethical behavior, actual or suspected fraud or violation of Code of Conduct and Ethics. It also provides for adequate safeguards against the victimisation of employees who avail of the mechanism and allows direct access to the Chairperson of the audit committee in exceptional cases.

The Audit Committee reviews periodically the functioning of whistle blower mechanism.

No personnel has been denied access to the Audit Committee. A copy of the Whistle Blower Policy is also available on the website of the Company: <https://dodladairy.com/wp-content/uploads/2024/04/Whistle-Blower-Policy.pdf>

The Officer had not received any complaint during the Financial Year ended 31 March 2025.



REPORT ON CORPORATE GOVERNANCE (Contd.)

d) Details of compliance with mandatory requirements and adoption of Discretionary Requirements

The Company has complied with all the mandatory requirements of Corporate Governance as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

e) The policy for determining 'material' subsidiaries is available on the website of the Company: <https://dodladairy.com/wp-content/uploads/2025/03/Policy-For-Determining-Material-Subsidiary.pdf>

f) The policy on dealing with related party transactions is available on the website of the Company: <https://dodladairy.com/wp-content/uploads/2025/03/Policy-On-Related-Party-Transactions.pdf>

g) Commodity price risks and commodity hedging activities:

The Company is subject to the Commodity price risk due to fluctuation price of Dairy products and not undertaken any hedging activities.

h) Details of utilisation of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).

The Company has not raised funds through preferential allotment or qualified institutions placement during the financial year ended 31 March 2025.

i) A certificate from a Company Secretary in Practice stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by SEBI or Ministry of Corporate Affairs or any such statutory authority is enclosed to this report.

j) There has been no such incidence where the Board has not accepted the recommendation of the Committees of the Company during the year under review.

k) Total Fees paid to Statutory Auditors

Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part is given below:

Sl No	Type of Service	Fees paid in INR (In million)
a.	i) Statutory Audit fees paid for Audit of the Company	6.08
	ii) Fees paid for certification services	0.15
	iii) Reimbursement of expenses	0.25
		6.48
b.	Other Services	1.70
	Total	8.18

l) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Your Company has constituted Internal Complaints Committee (ICC) to consider and resolve all sexual harassment complaints. The Constitution of ICC is as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The details of sexual harassment complaints for the year ended 31 March 2025 are furnished as under:

Particulars	No of Complaints
Complaints filed during the financial year	0
Complaints disposed of during the financial year	0
Complaints pending as on end of the financial year	0

m) Disclosure of loans and advances in the nature of loans to firms/companies in which directors are interested along with name and amount

The Company and its subsidiaries have not granted loans and advances in the nature of loans to firms/Companies in which Directors of the Company are interested.

REPORT ON CORPORATE GOVERNANCE (Contd.)

n) Details of material subsidiaries of the Company, including the date and place of incorporation and the name and date of appointment of the statutory auditor of such subsidiaries

During the financial year, the Company did not have any material subsidiary, whether listed or unlisted, in India or abroad.

14. THE COMPANY HAS COMPLIED WITH THE REQUIREMENTS OF SCHEDULE V CORPORATE GOVERNANCE REPORT SUB-PARAS (2) TO (10) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

15. DETAILS OF COMPLIANCE WITH MANDATORY REQUIREMENTS AND ADOPTION OF DISCRETIONARY REQUIREMENTS:

The Company has complied with all the mandatory requirements of Corporate Governance as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

16. THE DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46 ARE AS FOLLOWS:

Regulation	Particulars of Regulations	Compliance status (Yes/No)
17	Board of Directors	Yes
17A	Maximum number of Directorships	Yes
18	Audit Committee	Yes
19	Nomination, Remuneration and Compensation Committee	Yes
20	Stakeholders Relationship Committee	Yes
21	Risk Management Committee	Yes
22	Vigil mechanism	Yes
23	Related Party Transactions	Yes
24	Corporate Governance requirements with respect to subsidiary of listed entity	Yes
24A	Secretarial Audit and Secretarial Compliance Report	Yes
25	Obligations with respect to Independent Directors	Yes
26	Obligation with respect to Directors and senior management	Yes
27	Other Corporate Governance requirements	Yes
46(2)(b) to (i)	Website	Yes

17. CODE OF CONDUCT

The Board has laid down a Code of Conduct covering the ethical requirements to be complied with covering all the Board members, Senior Management Personnel and all employees of the Company. An affirmation of compliance with the code is received from them on an annual basis . A declaration to this effect signed by Managing Director forms part of this report as an Annexure.

18. CEO AND CFO CERTIFICATION

The Chief Executive Officer and Chief Financial Officer have certified to the Board in accordance with Regulation 17(8) SEBI Listing Regulations pertaining to CEO & CFO certification for the year ended 31 March 2025. The Certificate forms part of this Report.

19. CERTIFICATE OF COMPLIANCE BY SECRETARIAL AUDITOR

In terms of Schedule V of the SEBI Listing Regulations, the certificate of compliance of conditions of Corporate Governance issued by Secretarial Auditor is enclosed with this Report.

20. PRACTISING COMPANY SECRETARY'S CERTIFICATE ON NON-DISQUALIFICATION OF DIRECTORS

A certificate has been issued by M/s. MNM & Associates (Firm Registration No. P2017TL059600), Company Secretaries in practice, confirming that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as director by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed with this Report.





REPORT ON CORPORATE GOVERNANCE (Contd.)

21. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT

Unclaimed Equity shares are held in Dodla Dairy Limited Unclaimed Suspense Account maintained with Stock Holding Corporation of India Ltd, Hyderabad–500034, Telangana State, India vide DPID: IN301330 and Client ID: 40561126.

As on 31 March 2025 the Company does not have any equity shares lying in the Dodla Dairy Limited Unclaimed Suspense Account.

22. PROCEEDS FROM PUBLIC ISSUES, RIGHTS ISSUES, PREFERENTIAL ISSUES, ETC.

During the year ended 31 March 2025, there were no proceeds from public issues, rights issues, preferential issues, etc.

23. There are no agreements entered into by the shareholders or promoters or promoter group entities or related parties or directors or key managerial personnel or employees of the Company or its subsidiaries which either directly or indirectly or has a potential to impact the management or control of the Company by imposing any restrictions or creating any liability upon the Company as specified in Clause 5 A of Paragraph A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

24. The Company has adopted the policy on dissemination of information on the material events to stock exchanges in accordance with the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said policy is available on the website of the Company: <https://dodladairy.com/wp-content/uploads/2025/03/Policy-for-Determination-Of-Materiality.pdf>

25. The Company has adopted the policy on preservation of documents in accordance with Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Documents Preservation Policy is available on the website of the Company: <https://dodladairy.com/wp-content/uploads/2025/03/Policy-On-Preservation-Of-Documents.pdf>

26. The Company has adopted policy on Dividend Distribution. Policy on Dividend Distribution which is available on the website of the Company: <https://dodladairy.com/wp-content/uploads/2024/04/Dividend-Distribution-Policy.pdf>

On behalf of the Board of Directors  
For Dodla Dairy Limited

Dodla Sunil Reddy  
Managing Director  
DIN: 00794889

Dodla Sesha Reddy  
Director  
DIN: 00520448

Place: Hyderabad  
Date: 19 May 2025

REPORT ON CORPORATE GOVERNANCE (Contd.)

Code of Conduct Declaration pursuant to Schedule V of the  
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that all the Directors and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended 31 March 2025.

For Dodla Dairy Limited

Dodla Sunil Reddy  
Managing Director  
DIN: 00794889

Place: Hyderabad  
Date: 19 May 2025

Compliance certificate by Chief Executive Officer (CEO) & Chief Financial Officer (CFO)

[Pursuant to Regulation 17(8) read with Part B of Schedule II and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To  
The Members,  
Dodla Dairy Limited  
Hyderabad

Dear Sir/Madam,

In compliance with Regulation 17 (8) & Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended), it is certified that –

- a) We have reviewed Audited Financial Statements and the Cash Flow Statement of Dodla Dairy Limited for the Financial Year ended 31 March 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 Company'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 Company during the year which are fraudulent, illegal or violative of the Company'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 Company 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 that there are no:
- i) significant changes in internal control over financial reporting during the year;
  - ii) significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and
  - iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.

Thanking you,

For Dodla Dairy Limited

B. Venkat Krishna Reddy  
Chief Executive Officer

Murali Mohan Raju. R  
Chief Financial Officer

Place: Hyderabad  
Date: 19 May 2025



REPORT ON CORPORATE GOVERNANCE (Contd.)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) read with sub-clause (10)(i) of Clause C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Members,  
**DODLA DAIRY LIMITED**  
8-2-293/82/A/270-Q,  
Road No 10-C, Jubilee Hills,  
Hyderabad-500033,  
Telangana.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **DODLA DAIRY LIMITED** having CIN L15209TG1995PLC020324 and having registered office at 8-2-293/82/A/270-Q, Road No 10-C, Jubilee Hills, Hyderabad-500033, Telangana (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with sub-clause 10(i) of Clause C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31 March 2025** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Sunil Reddy Dodla	00794889	15/05/1995
2.	Sesha Reddy Dodla	00520448	15/05/1995
3.	Akshay Tanna	02967021	21/07/2017
4.	Ambavaram Madhusudhana Reddy	08126380	03/05/2018
5.	Tallam Puranam Raman	00320782	13/07/2018
6.	Rampraveen Swaminathan	01300682	13/07/2018
7.	Raja Rathinam	09045647	01/02/2021
8.	Vinoda Kailas	09104308	20/01/2022

Ensuring the eligibility of for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **MNM & Associates**  
Company Secretaries  
Firm Registration No. P2017TL059600

**Sridevi Madati**  
Partner  
M.No.F6476  
COP 11694  
UDIN: F006476G000371082

Place: Hyderabad  
Date: 19 May 2025

REPORT ON CORPORATE GOVERNANCE (Contd.)

CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members  
**Dodla Dairy Limited**  
8-2-293/82/A/270/Q, Road No 10-C,  
Jubilee Hills, Hyderabad - 500 033.  
Telangana, India.

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

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

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

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

For **MNM & Associates**  
Company Secretaries  
Firm Registration No. P2017TL059600

**Sridevi Madati**  
Partner  
M.No.F6476  
COP 11694  
UDIN: F006476G000371093

Place: Hyderabad  
Date: 19 May 2025





INDEPENDENT AUDITOR'S REPORT

To the Members of Dodla Dairy Limited

Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the standalone financial statements of Dodla Dairy Limited ("the Company"), which comprise the Balance sheet as at March 31, 2025, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("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 state of affairs of the Company as at March 31, 2025, its profit including other comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. 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 financial statements under the provisions of the Act 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 audit opinion on the standalone financial statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2025. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matter described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying standalone financial statements.

INDEPENDENT AUDITOR'S REPORT (Contd.)

Key audit matters	How our audit addressed the key audit matter
<b>Impairment of Goodwill recognised</b> (as described in note 3(d) and note 6 of the standalone financial statements)	
The carrying value of Goodwill aggregates to Rs. 433.37 million as at March 31, 2025. Goodwill is annually tested for impairment. The Company performs such assessment of Goodwill for each cash generating unit (CGU) to identify any indicators of impairment.	Our audit procedures included and were not limited to the following:
The recoverable amount of the CGUs which is based on the higher of the value in use or fair value less costs to sell, has been determined using discounted cash flow models. These models use several key assumptions, including estimates of future sales volumes, prices, operational costs, capex, terminal value growth rates and the discount rate.	<ul style="list-style-type: none"><li>Assessed the appropriateness of accounting policy for impairment testing of goodwill with the relevant accounting standards.</li><li>Evaluated the design and implementation of key internal financial controls of the Company with respect to the impairment assessment of Goodwill and tested operating effectiveness of such controls.</li><li>Gained an understanding of and evaluated the methodology used by management to prepare its cash flow forecasts and the appropriateness of the assumptions applied. In making this assessment, we also evaluated the competence, professional qualification and objectivity of Company's personnel involved in the process.</li><li>Tested budgeting procedures upon which the cash flow forecasts were based. We have also compared the actual past performances with the budgeted figures.</li><li>Involved our internal subject matter specialists to evaluate the appropriateness of key assumptions, key estimates and methodology used by the Company, in particular, those relating to the forecast of the discount rate and terminal growth rate etc.</li><li>Performed sensitivity analysis of the key assumptions (growth rates, sales forecast, etc.) used to determine which changes to assumptions would change the outcome of impairment assessment;</li><li>Tested the arithmetical accuracy of the models.</li><li>Assessed the adequacy of the disclosures in the standalone financial statements.</li></ul>
Considering the inherent uncertainty, complexity and judgment involved and the significance of the value of the asset, impairment assessment of Goodwill has been considered as a key audit matter.	

OTHER INFORMATION

The 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 standalone financial statements and our auditor's 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 such other information is materially inconsistent with the 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 AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive loss, cash flows and changes in equity 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 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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



## INDEPENDENT AUDITOR'S REPORT (Contd.)

prudent; and the 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 standalone 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

**AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS**

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate

internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2025 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## INDEPENDENT AUDITOR'S REPORT (Contd.)

**REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, 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 except for the matters stated in the paragraph 2 (i) (vi) below on reporting under Rule 11(g);
  - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity 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 Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 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 with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
  - (g) In our opinion, the managerial remuneration for the year ended March 31, 2025 has been paid by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
  - (h) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above on reporting

under Section 143(3)(b) and paragraph 2 (i) (vi) below on reporting under Rule 11(g).

- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements Refer note 40 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv. a) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 53 to the standalone financial statements, 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 ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - b) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 53 to the standalone financial statements, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend





INDEPENDENT AUDITOR’S REPORT (Contd.)

- or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. The interim dividend declared and paid by the Company during the year and until the date of this audit report is in accordance with section 123 of the Act.
- As stated in note 51 to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- vi. Based on our examination which included test checks, the Company has used accounting

software for maintaining its books of account 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 except for direct changes to data made using certain access rights in the accounting software, where the audit trail feature is only enabled from March 03, 2025 to March 31, 2025 as described in note 50 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

For **S.R. Batliboi & Associates LLP**  
Chartered Accountants  
ICAI Firm Registration Number: 101049W/E300004

**per Mitesh K Parikh**  
Partner  
Place of Signature: Membership Number: 225333  
Hyderabad  
Date: May 19, 2025 UDIN: 25225333BMLXLP1038

**ANNEXURE 1** referred to in paragraph under the heading “Report on other legal and regulatory requirements” of our report of even date

**Re: Dodla Dairy Limited (“the Company”)**

**In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:**

- (i) a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- B. The Company has maintained proper records showing full particulars of intangibles assets.
- b) Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were identified 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) are held in the name of the Company.
- d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2025.
- e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) a) Physical verification of inventory has been conducted at reasonable intervals during the year by management (except goods-in-transit). In our opinion, the coverage and procedure of such verification by the management is appropriate. There were no discrepancies of 10% or more noticed, in the aggregate for each class of inventory.
- b) As disclosed in note 45 to the financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks and financial institutions during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/statements filed by the Company with

such banks and financial institutions are in agreement with the audited books of accounts of the Company.

- (iii) a) During the year, the Company has provided loans and stood guarantee to subsidiary as given below:

Particulars	Guarantee	Loan
Aggregate amount granted during the year		
- Orgafeed Private Limited	Nil	Rs. 12.50 million
Balance outstanding as at balance sheet date in respect of above cases		
- Orgafeed Private Limited	Rs. 300 million	Rs. 286.24 million

- b) During the year, the terms and conditions of the grant of loans to subsidiary by the Company are not prejudicial to the Company's interest. During the year, the Company has not made investments, provided guarantees, provided security and granted advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties.
- c) The Company has granted loans during the year to subsidiary where the schedule of repayment of principal and payment of interest has been stipulated and the repayment or receipts are regular.
- The Company has not granted advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties.
- d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.
- e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.



## ANNEXURE 1 (Contd.)

- (iv) There are no loans, investments, guarantees, and security in respect of which provisions of sections 185 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company. Further, according to the information and explanations given to us, provisions of sections 186 of the Companies Act, 2013 in respect of loans, investments and, guarantees, and security have been complied with by the Company.
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance

of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of milk powder, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

- (vii) a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

- b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, duty of custom, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

(Rs. in mn)

Name of the statute	Nature of dues	Amount	Amount paid under protest	Period to which the amount relates	Forum where dispute is pending
Income tax Act, 1961	Tax and interest thereon	1.68	0.69	AY 08-09	Deputy Commissioner of Income- tax
Income tax Act, 1961	Tax and interest thereon	6.42	6.42	AY 11-12	Commissioner of Income-tax (Appeals)
Income tax Act, 1961	Tax and interest thereon	32.38	32.38	AY 12-13	Assessing officer
Income tax Act, 1961	Tax and interest thereon	25.36	25.36	AY 13-14	Assessing officer
Income tax Act, 1961	Tax and interest thereon	9.25	9.25	AY 14-15	Assessing officer
Income tax Act, 1961	Tax and interest thereon	30.99	-	AY 15-16	Supreme Court
Income tax Act, 1961	Tax and interest thereon	59.65	-	AY 16-17	Assessing officer
Income tax Act, 1961	Tax and interest thereon	51.57	-	AY 17-18	Assessing officer
Income tax Act, 1961	Tax and interest thereon	71.33	-	AY 18-19	Income Tax Appellate Tribunal
Income tax Act, 1961	Tax and interest thereon	1.51	-	AY 20-21	Assessing officer
Income tax Act, 1961	Tax and interest thereon	160.23	-	AY 21-22	Income Tax Appellate Tribunal
Income tax Act, 1961	Tax and interest thereon	0.57	-	AY 22-23	Commissioner of Income Tax (appeals)

## ANNEXURE 1 (Contd.)

(Rs. in mn)

Name of the statute	Nature of dues	Amount	Amount paid under protest	Period to which the amount relates	Forum where dispute is pending
Customs Act, 1962	Custom duty and penalty thereon	3.79	0.10	Financial year 2015-16	Appellate Authority, Mumbai
Goods and Services Tax Act, 2017	Goods and Services Tax	7.30	7.30	July 2017 to March 2020	Additional Commissioner (Appeals), Karnataka
Goods and Services Tax Act, 2017	Goods and Services Tax	7.50	7.50	April 2020 to October 2021	Additional Commissioner (Appeals), Karnataka
Goods and Services Tax Act, 2017	Goods and Services Tax	2.86	2.86	July 2017 to December 2021	Joint Commissioner of Central Tax (Appeals)
TS Agricultural (Produce and Livestock) Act, 1966	Agriculture Cess	1.44	-	April 2018 to March 2021	Regional Vigilance Officer, Agri Market Committee, Choutuppal

- (viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

- (ix) a) The Company did not have any outstanding loans or borrowings or interest thereon due to any lender during the year. Accordingly, the requirement to report on clause ix(a) of the Order is not applicable to the Company.
- b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.
- d) The Company did not raise any funds during the year hence, the requirement to report on clause (ix) (d) of the Order is not applicable to the Company.
- e) On an overall examination of the financial statements of the Company, 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.
- f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the

requirement to report on clause (ix)(f) of the Order is not applicable to the Company.

- (x) a) The Company has not raised any money during the year by way of initial public offer/further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- b) The Company has not made any preferential allotment or private placement of shares/fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) a) No material fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) a) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) of the Order is not applicable to the Company.





ANNEXURE 1 (Contd.)

- b) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(b) of the Order is not applicable to the Company.

c) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(c) of the Order is not applicable to the Company.

(xiii) Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) a) The Company has an internal audit system commensurate with the size and nature of its business.

b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

(xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi) a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.

c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company. (xvii) The Company has not incurred cash losses in the current year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios disclosed in note 52 to the financial statements, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 36 to the financial statements.

b) All amounts that are unspent under section (5) of section 135 of Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance of with provisions of sub section (6) of section 135 of the said Act. This matter has been disclosed in note 36 to the financial statements.

For **S.R. Batliboi & Associates LLP**  
Chartered Accountants  
ICAI Firm Registration Number: 101049W/E300004

per **Mitesh K Parikh**  
Partner

Place of Signature: Membership Number: 225333  
Hyderabad  
Date: May 19, 2025 UDIN: 25225333BMLXLP1038

ANNEXURE 2 to the Independent Auditor’s report of even date on the standalone financial statements of  
Dodla Dairy Limited

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

We have audited the internal financial controls with reference to standalone financial statements of Dodla Dairy Limited (“the Company”) as of March 31, 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 is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). 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 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 Company’s internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. 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 these standalone financial statements 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 with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to these standalone financial statements, 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 is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls with reference to these standalone financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THESE STANDALONE FINANCIAL STATEMENTS

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 financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial controls with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, 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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements 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, adequate internal financial controls 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 the ICAI.

For **S.R. Batliboi & Associates LLP**  
Chartered Accountants  
ICAI Firm Registration Number: 101049W/E300004

per **Mitesh K Parikh**  
Partner

Place of Signature: Membership Number: 225333  
Hyderabad  
Date: May 19, 2025 UDIN: 25225333BMLXLP1038

Annual Report 2024-25

Dodla Dairy Limited



STANDALONE BALANCE SHEET AS AT 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where 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	5,410.47	5,158.69
Capital work-in-progress	5	108.79	122.46
Goodwill	6	433.37	433.37
Other intangible assets	6	29.07	71.13
Right-of-use assets	4(v)	108.85	109.33
Biological assets other than bearer plants			
(i) Matured biological assets	7	6.13	7.57
(ii) Immatured biological assets	7	2.38	1.50
Financial assets			
(i) Investments	8	544.55	544.55
(ii) Loans	9	249.48	273.74
(iii) Other financial assets	16	145.33	174.14
Non-current tax asset (net)	27	50.77	56.55
Other non-current assets	10	86.97	26.28
<b>Total non-current assets</b>		<b>7,176.16</b>	<b>6,979.31</b>
<b>Current assets</b>			
Inventories	11	1,194.06	3,553.81
Financial assets			
(i) Investments	12	6,251.10	1,832.34
(ii) Trade receivables	13	119.29	88.49
(iii) Cash and cash equivalent	14 (a)	451.08	393.33
(iv) Bank balances other than (iii) above	14 (b)	0.27	0.55
(v) Loans	15	36.76	36.76
(vi) Other financial assets	16	63.16	46.96
Other current assets	17	61.82	92.68
<b>Total current assets</b>		<b>8,177.54</b>	<b>6,044.92</b>
<b>Total assets</b>		<b>15,353.70</b>	<b>13,024.23</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	18	603.28	594.93
Other equity	19	12,219.03	9,770.15
<b>Total equity</b>		<b>12,822.31</b>	<b>10,365.08</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Lease liabilities	49	97.25	96.83
(ii) Other financial liabilities	20	2.64	3.74
Provisions	23	140.54	106.00
Government grants	21	13.94	16.87
Deferred tax liabilities (net)	22	177.63	151.58
<b>Total non-current liabilities</b>		<b>432.00</b>	<b>375.02</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Lease liabilities	49	34.67	32.97
(ii) Trade payables			
(a) Total outstanding dues of micro enterprises and small enterprises; and	24	51.46	42.37
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	24	1,197.93	1,210.43
(iii) Other financial liabilities	25	480.44	476.46
Government grants	21	2.95	2.87
Other current liabilities	28	107.91	84.43
Provisions	26	69.79	156.46
Current tax liabilities (net)	27	154.24	278.14
<b>Total current liabilities</b>		<b>2,099.39</b>	<b>2,284.13</b>
<b>Total liabilities</b>		<b>2,531.39</b>	<b>2,659.15</b>
<b>Total equity and liabilities</b>		<b>15,353.70</b>	<b>13,024.23</b>

Material accounting policies 3  
The accompanying notes form an integral part of the standalone financial statements

As per our report of even date  
**For S.R. Batliboi & Associates LLP**  
Chartered Accountants  
ICAI Firm registration number: 101049W/E300004

**per Mitesh K Parikh**  
Partner  
Membership number: 225333

**D. Sesha Reddy**  
Chairman  
DIN: 00520448  
Place: Hyderabad

**For and on behalf of the Board of Directors of  
Dodla Dairy Limited**  
CIN: L15209TG1995PLC020324

**D. Sunil Reddy**  
Managing Director  
DIN: 00794889  
Place: Hyderabad

**B.V.K. Reddy**  
Chief Executive Officer  
Place: Hyderabad

**R. Murali Mohan Raju**  
Chief Financial Officer  
M. No. 213494  
Place: Hyderabad

**Surya Prakash Mungelkar**  
Company Secretary  
M. No. A31877  
Place: Hyderabad

Place: Hyderabad  
Date: 19 May 2025

Date: 19 May 2025

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

Particulars	Note No.	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from operations	29	33,415.28	29,069.04
Other income	30	706.41	253.37
<b>Total income</b>		<b>34,121.69</b>	<b>29,322.41</b>
<b>EXPENSES</b>			
Cost of materials consumed	31	22,386.99	24,625.92
Decrease/(increase) in inventories of finished goods and work-in-progress	32	2,323.56	(2,989.63)
Employee benefits expense	33	1,414.88	1,230.48
Finance costs	34	11.73	13.58
Depreciation and amortisation expense	35	643.57	642.75
Other expenses	36	4,098.25	3,740.95
<b>Total expenses</b>		<b>30,878.98</b>	<b>27,264.05</b>
<b>Profit before tax</b>		<b>3,242.71</b>	<b>2,058.36</b>
<b>Tax expense/(credit)</b>			
- Current tax	37	743.54	537.63
- Adjustment of current tax relating to earlier years	37	-	(5.25)
- Deferred tax	37	29.35	(12.83)
<b>Total tax expense/(credit)</b>		<b>772.89</b>	<b>519.55</b>
<b>Profit for the year (A)</b>		<b>2,469.82</b>	<b>1,538.81</b>
<b>Other comprehensive income</b>			
<i>Items that will not be reclassified subsequently to the statement of profit and loss</i>			
Remeasurement loss on the net defined benefit plan	38	(13.10)	(6.78)
Income tax on above	37	3.30	1.71
<b>Other comprehensive income for the year, net of tax (B)</b>		<b>(9.80)</b>	<b>(5.07)</b>
<b>Total comprehensive income for the year, net of tax (A+B)</b>		<b>2,460.02</b>	<b>1,533.74</b>
<b>Earnings per share (nominal value of equity shares of INR 10 each, fully paid-up)</b>	39		
Basic [in INR]		41.11	25.87
Diluted [in INR]		41.11	25.61

Material accounting policies 3  
The accompanying notes form an integral part of the standalone financial statements

As per our report of even date  
**For S.R. Batliboi & Associates LLP**  
Chartered Accountants  
ICAI Firm registration number: 101049W/E300004

**per Mitesh K Parikh**  
Partner  
Membership number: 225333

**D. Sesha Reddy**  
Chairman  
DIN: 00520448  
Place: Hyderabad

**For and on behalf of the Board of Directors of  
Dodla Dairy Limited**  
CIN: L15209TG1995PLC020324

**D. Sunil Reddy**  
Managing Director  
DIN: 00794889  
Place: Hyderabad

**B.V.K. Reddy**  
Chief Executive Officer  
Place: Hyderabad

**R. Murali Mohan Raju**  
Chief Financial Officer  
M. No. 213494  
Place: Hyderabad

**Surya Prakash Mungelkar**  
Company Secretary  
M. No. A31877  
Place: Hyderabad

Place: Hyderabad  
Date: 19 May 2025

Date: 19 May 2025





STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

a. Equity share capital

Particulars	Amount
Balance as at 01 April 2023	594.93
Issue of shares during the year	-
Balance as at 31 March 2024	594.93
Issue of shares during the year	8.35
Balance as at 31 March 2025	603.28

b. Other equity

Particulars	Other equity				Total equity attributable to shareholders of the Company
	Reserves and surplus				
	Capital redemption reserve	Securities premium	Share options outstanding account	Retained earnings	
Balance as at 01 April 2024	12.00	1,980.20	30.67	7,747.28	9,770.15
Net profit after tax transferred from the statement of profit and loss	-	-	-	2,469.82	2,469.82
Remeasurement of the net defined benefit plan, net of tax effect	-	-	-	(9.80)	(9.80)
Issue of shares on exercise of stock options	-	200.51	(30.67)	-	169.84
Dividend on equity shares (refer note 51)	-	-	-	(180.98)	(180.98)
Balance as at 31 March 2025	12.00	2,180.71	0.00	10,026.32	12,219.03

Particulars	Other equity				Total equity attributable to shareholders of the Company
	Reserves and surplus				
	Capital redemption reserve	Securities premium	Share options outstanding account	Retained earnings	
Balance as at 01 April 2023	12.00	1,980.20	30.67	6,213.54	8,236.41
Net profit after tax transferred from the statement of profit and loss	-	-	-	1,538.81	1,538.81
Remeasurement of the net defined benefit plan, net of tax effect	-	-	-	(5.07)	(5.07)
Balance as at 31 March 2024	12.00	1,980.20	30.67	7,747.28	9,770.15

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

per Mitesh K Parikh

Partner

Membership number: 225333

D. Sesha Reddy

Chairman

DIN: 00520448

Place: Hyderabad

For and on behalf of the Board of Directors of

Dodla Dairy Limited

CIN: L15209TG1995PLC020324

D. Sunil Reddy

Managing Director

DIN: 00794889

Place: Hyderabad

B.V.K. Reddy

Chief Executive Officer

Place: Hyderabad

R. Murali Mohan Raju

Chief Financial Officer

M. No. 213494

Place: Hyderabad

Surya Prakash Mungelkar

Company Secretary

M. No. A31877

Place: Hyderabad

Place: Hyderabad

Date: 19 May 2025

Date: 19 May 2025

STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

	For the year ended 31 March 2025	For the year ended 31 March 2024
Cash flows from operating activities		
Profit before tax	3,242.71	2,058.36
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	643.57	642.75
Changes in fair value of biological assets	(2.28)	(1.22)
Loss on sale/retirement of property, plant and equipment, net	5.32	5.06
Loss on sale/discard of biological assets, net	1.60	3.03
Interest income	(76.20)	(107.20)
Finance costs	11.73	13.58
Dividend from subsidiary	(181.76)	-
Profit on sale of investments in mutual funds, net	(110.56)	(58.76)
Fair value gain on financial assets measured at fair value through profit and loss	(162.84)	(35.59)
Impairment allowance/(reversal) on doubtful advances, net	(2.35)	0.56
Impairment allowance on trade receivables, net	9.83	1.34
Bad debts written off	1.86	2.62
Amortisation of government grants	(2.85)	(2.90)
(Gain)/loss on account of foreign exchange fluctuations, net	(0.08)	0.04
Liabilities no longer required, written back	(94.71)	-
Operating profit before working capital changes	3,282.99	2,521.67
Working capital adjustments		
Increase in trade receivables	(42.41)	(9.34)
Decrease/(increase) in inventories	2,359.75	(2,580.23)
Increase in other financial assets	(5.38)	(36.26)
Decrease in other current and non-current assets	33.95	113.48
(Decrease)/increase in trade payables and other financial liabilities	(31.47)	261.02
Increase in provisions	29.48	11.79
Increase in other current and non-current liabilities	23.48	5.38
Cash generated from operations	5,650.39	287.51
Income taxes paid, net	(861.23)	(436.89)
Net cash flows from/(used in) operating activities	4,789.16	(149.38)
Cash flows from investing activities		
Acquisition of property, plant and equipment and intangible assets	(876.44)	(647.47)
Proceeds from sale of property, plant and equipment	19.37	19.47
Proceeds from sale of biological assets	1.24	4.93
Loans given to subsidiary	(12.50)	(56.00)
Loans repaid by subsidiary	36.76	22.00
Dividend received from subsidiary	181.76	-
Purchase of investments (mutual funds, bonds and debentures)	(19,861.60)	(12,596.49)
Proceeds from sale of investments (mutual funds, bonds and commercial papers)	15,716.24	13,408.77
Interest received on bonds and debentures	99.11	108.07
Investment in bank deposits (having original maturity of more than 3 months)	(0.30)	(100.00)
Redemption of bank deposits (having original maturity of more than 3 months)	-	152.78
Net cash flows (used in)/from investing activities	(4,696.36)	316.06



STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Cash flows from financing activities</b>		
Issue of shares	178.19	-
Payment of principal portion of lease liabilities and interest	(32.26)	(34.50)
Payment of dividend	(180.98)	-
<b>Net cash flows used in financing activities</b>	<b>(35.05)</b>	<b>(34.50)</b>
<b>Net increase in cash and cash equivalents</b>	<b>57.75</b>	<b>132.18</b>
Cash and cash equivalents at the beginning of the year	393.33	261.15
<b>Cash and cash equivalents at end of the year</b>	<b>451.08</b>	<b>393.33</b>

Note:

Cash and cash equivalents as per above comprise of the following:

	As at 31 March 2025	As at 31 March 2024
Cash on hand		
Balances with banks		
- in current accounts	420.02	370.17
- in deposit accounts (with original maturity of less than three months)	-	5.00
Cash on hand	31.06	18.16
	<b>451.08</b>	<b>393.33</b>

Refer note 14 for change in liabilities arising from financing activities and for non cash investing activities.

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date

**For S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

**per Mitesh K Parikh**

Partner

Membership number: 225333

**D. Sesha Reddy**

Chairman

DIN: 00520448

Place: Hyderabad

**For and on behalf of the Board of Directors of  
Dodla Dairy Limited**

CIN: L15209TG1995PLC020324

**D. Sunil Reddy**

Managing Director

DIN: 00794889

Place: Hyderabad

**B.V.K. Reddy**

Chief Executive Officer

Place: Hyderabad

**R. Murali Mohan Raju**

Chief Financial Officer

M. No. 213494

Place: Hyderabad

**Surya Prakash Mungelkar**

Company Secretary

M. No. A31877

Place: Hyderabad

Place: Hyderabad

Date: 19 May 2025

Date: 19 May 2025

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 1 CORPORATE INFORMATION

Dodla Dairy Limited ('the Company') was incorporated on 15 May 1995. The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The Registered office of the Company is situated at 8-2-293/82/A/270-Q, Road No. 10-C, Jubilee hills, Hyderabad, India. The Company is in the business of processing/production of milk and production of milk products.

The Company's shares are listed on the BSE Limited and National Stock Exchange of India Limited.

The standalone financial statements were approved for issue by the Company's Board of Directors on 19 May 2025.

NOTE 2 BASIS OF PREPARATION

A. Statement of compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statements notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act on a historical cost basis except for certain financial instruments which are measured at fair values. The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

Details of the Company's material accounting policies are included in note 3.

B. Functional and presentation currency

These standalone financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest millions (INR 000,000), unless otherwise indicated.

C. Basis of measurement

The standalone financial statements have been prepared on a historical cost basis, except for the following items:

Items	Measurement basis
Investment in mutual funds	Fair value
Biological assets	Fair value less cost to sell
Share based payment	Fair value
Net defined benefit (asset)/liability	Fair value of plan assets less present value of defined benefit plan

D. Use of estimates and judgements

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.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

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

- Note 49 - leases: determination of lease term of contracts with renewal and termination options – Company as a lessee.
- Note 11 - inventories: valuation of inventories

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the next year financial statements is included in the following notes:





NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

- Note 7 - determining the fair value of biological assets on the basis of significant unobservable inputs;
- Note 23 - measurement of defined benefit plan: key actuarial assumptions;
- Note 40 - recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;
- Note 4 - useful life of property, plant and equipment
- Note 6(i) - impairment of goodwill
- Note 45 - impairment of financial assets
- Note 49 - lease liabilities - measurement of incremental borrowing costs
- Note 11 - inventories: determination of net realisable value

E. Measurement of fair values

Certain accounting policies and disclosures of the Company require the measurement of fair values, for both financial and non financial assets and liabilities.

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis and available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may never actually be realised.

The valuation team regularly reviews significant unobservable inputs and valuation adjustments.

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).

When measuring the fair value of an asset or a liability, the Company uses observable market data. If the inputs used to measure the fair value of an asset or a liability falls into the 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.

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

- Note 7 - Biological assets other than bearer plants
- Note 45 - Financial instruments
- Note 19 - Share based payment arrangement

F. Current versus non-current classification

All assets and liabilities are classified into current and non-current.

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

- It is expected to be realised or intended to be sold or consumed in the Company's normal operating cycle;
- It is held primarily for the purpose of trading;
- It is expected to be realised within twelve months after the reporting period; or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

Apart from the above, current assets also include the current portion of non-current financial assets. All other assets are classified as non-current.

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

- It is expected to be settled in the Company's 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 date.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

Apart from the above, current liabilities also include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

**Operating cycle** - 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 for the purpose of current and non-current classification of assets and liabilities.

NOTE 3 MATERIAL ACCOUNTING POLICIES

(a) Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment, are measured at cost (which includes capitalised borrowing costs, if any) less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment includes its purchase price, including import duties and non refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials, direct labour and any other costs directly attributable to bringing the item to its intended working condition and estimated costs of dismantling, removing and restoring the site on which it is located, wherever applicable.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss. On transition to Ind AS, the Company had elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use

that carrying value as the deemed cost of Property, plant and equipment."

ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

iii. Depreciation

Depreciation on property, plant and equipment (other than for those class of assets specifically mentioned below) is calculated on a straight-line basis as per the useful lives prescribed and in the manner laid down under Schedule II to the Companies Act, 2013 and additions and deletions are restricted to the period of use. If the Management's estimate of the useful life of a property, plant and equipment is different than that envisaged in the aforesaid Schedule, depreciation is provided based on the Management's estimate of the useful life. Pursuant to this policy, depreciation on the following class of property, plant and equipment has been provided at the rates based on the following useful lives of property, plant and equipment as estimated by Management which is different from the useful life prescribed under Schedule II of the Companies Act, 2013:

Asset*	Useful life
Laboratory equipment	3 years
Aluminium milk cans	10 years
Building – RCC framework	30 years
Freezers and coolers	3 years

\*For these class of assets, the Management believes, based on technical evaluation carried out by them internally, that the useful life as given above best represent the period over which the Management expects to use these assets. Hence, the useful life for these assets is different from the useful life as in Schedule II of the Act.

Freehold land is not depreciated.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, if appropriate.



NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

Depreciation on additions/disposals is provided on a pro-rata basis, i.e., from/upto the date on which asset is ready for use/ disposed off.

iv. Capital work-in-progress

Capital work-in-progress is stated at cost, net of accumulated impairment loss, if any

(b) Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment.

Intangible assets acquired in a business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost). Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets are amortised over their estimated useful life on a straight-line basis as follows:

Asset	Useful life
Computer software	3 years
Brands	3-5 years
Distribution network	5 years
Non-compete arrangements	5 years

An intangible asset is de-recognised on disposal, or when no future economic benefits are expected from use. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in 'other income' of consolidated statement of profit and loss when the asset is derecognised.

On transition to Ind AS, the Company had elected to continue with the carrying value of all Intangible assets measured as per the previous GAAP and use that carrying value as the deemed cost of Intangible assets.

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate."

(c) Biological assets

Biological assets i.e. living animals, are measured at fair value less cost to sell. Costs to sell include the minimal transportation charges for transporting the cattle to the market but excludes finance

costs and income taxes. Changes in fair value of livestock are recognised in the statement of profit and loss. Costs such as vaccination, fodder and other expenses are expensed as incurred. The animals reared from conception (calf) and heifers are classified as 'immatured biological assets' until the animals become productive. All the productive animals are classified as "matured biological assets".

(d) Impairment

i. Financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12 month ECL.

ii. Non -financial assets

The Company's non-financial assets, other than biological assets, inventories and deferred tax 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, 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

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

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 CGU to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognised in the statement of profit and loss is measured as the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

(e) Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. 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 for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i. Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any

remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The Company's lease asset classes primarily consist of leases for buildings, leasehold land and plant and machinery.

ii. Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.





## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

### iii. Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

### (f) Inventories

Inventories comprise of raw materials and packing materials, work-in-progress, finished goods, stock-in-trade and stores and spares and are carried at the lower of cost and net realisable value. The cost of all categories of inventories is based on the weighted average cost method and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. The comparison of cost and net realisable value is made on an item-by-item basis.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

Goods-in-transit are valued at cost which represents the costs incurred upto the stage at which the goods are in-transit.

### (g) Financial instruments

#### i. Recognition and initial measurement

The Company initially recognises financial assets (excluding trade receivables) and financial liabilities when it becomes a party to the contractual provisions of the instrument. Trade receivables are initially recognised when they are originated.

#### ii. Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- fair value through other comprehensive income (FVOCI) - equity investment; or
- fair value through profit and 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.

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

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

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.

### Financial assets

#### Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

#### Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

#### Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss. Dividend income on listed equity investments are recognised in the statement of profit and loss as other income when the right of payment has been established.

### Financial liabilities

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

### Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a

payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 115.

### Investment in subsidiaries and associate

Investment in subsidiaries and associate are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

### iii. Derecognition

#### 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 right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial assets 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.

### 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



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

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 a new financial liability with modified terms is recognised in the statement of profit and 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 realise the asset and settle the liability simultaneously.

### (h) Revenue recognition

The Company is engaged in sale of milk and milk related value added products. Revenue from the sale of goods is recognised when control of the goods has transferred to the customers which is either upon dispatch or upon receipt of goods by the customer. At that point there are no unfulfilled obligations that could affect the customer's acceptance of the goods.

Income from services rendered is recognised based on agreements/arrangements with the customers and when services are rendered by measuring progress towards satisfaction of performance obligation for such services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. Amounts disclosed as revenue are net of returns, trade discounts, cash discount, allowances and volume rebates, taxes collected and amounts collected on behalf of third parties. Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and the revenue and costs, if applicable, can be measured reliably.

### Contract balances

#### Trade receivables

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

### Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Company transfers the related goods or services. Contract liabilities are recognised as revenue when the Company performs under the contract (i.e., transfers control of the related goods or services to the customer).

### Interest income

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in other income in the statement of profit and loss.

### (i) Earnings per share (EPS)

Basic earnings per share is computed by dividing the net profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and that either reduces earnings per share or increases loss per share are included.

### (j) Dividend

The Company recognises a liability to pay dividend to equity holders of the Company when the distribution is authorised, and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

### (k) Foreign currencies

Transactions in foreign currencies are initially recorded by the Company at their functional currency spot rates at the date of the transaction.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

Monetary assets and liabilities denominated in foreign currency are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rates, are recognised as income or expenses in the period in which they arise. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rates at the date of transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

### (l) Government grants

Grants from the government are recognised initially as deferred income at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions. Government grants relating to income are deferred and recognised in the statement of profit and loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income. Government grants relating to the purchase of property, plant and equipment are included in non-current/current liabilities as deferred income and are credited to statement of profit and loss on a straight-line basis over the expected lives of the related assets and presented within other income.

### (m) Income taxes:

Income-tax expense for the year comprise of current and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income ("OCI").

#### i. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

#### ii. Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of transaction.
- temporary differences related to investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used.

Deferred tax assets recognised or unrecognised are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

The Company offsets, the current tax assets and liabilities (on a year on year basis) and deferred tax assets and liabilities, where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis.





## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

### (n) Provisions and contingent liabilities

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. 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.

#### i. Contingent liabilities

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

### (o) Employee benefits

#### i. Short-term employee benefits

Short-term employee benefits obligation are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

#### ii. Share based payment transactions

The grant date fair value of equity settled share based payment awards granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as expense is based on the estimate of the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the

number of awards that do meet the related service and non-market vesting conditions at the vesting date.

#### iii. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefits expense in the statement of profit and loss in the periods during which the related services are rendered by employees.

#### iv. Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit plan is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit plan at the beginning of the annual

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

period to the then net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

#### v. Other long-term benefits

The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilised wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increases this entitlement. The obligation is measured on the basis of independent actuarial obligation using the projected unit credit method.

#### vi. Other long-term employee benefits

The Company's net obligation in respect of long-term employee benefits other than post-employment benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The obligation is measured on the basis of an annual independent actuarial valuation using the projected unit credit method. Remeasurements gains or losses are recognised in profit or loss in the period in which they arise.

### (p) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

### (q) Cash flow statement

Cash flows are reported using indirect method, whereby net profits 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 regular revenue generating (operating activities), investing and financing activities of the Company are segregated.

### (r) New and amended standards

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended 31 March 2025, MCA has notified the following standards or amendments to the existing standards.

(i) Ind As 117 – Insurance Contracts

(i) Ind As 116 – Sale and leaseback

The amendments of the above standard are not expected to have a material impact for the Company.

### (s) Standards notified but not yet effective

There are no standards that are notified and not yet effective as on the date.

### (t) Climate - related matters

The Company considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the Company due to both physical and transition risks. Even though climate-related risks might not currently have a significant impact on measurement, the Company is closely monitoring relevant changes and developments.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 4 PROPERTY, PLANT AND EQUIPMENT**

Description	Cost			As at 31 March 2025	Accumulated depreciation			Carrying amounts (net)
	As at 01 April 2024	Additions	Disposals		As at 01 April 2024	Depreciation for the year	Disposals	
Freehold land	735.28	251.58	2.32	984.54	-	-	-	984.54
Buildings	1,774.37	102.11	2.46	1,874.02	368.90	76.77	0.99	1,429.34
Plant and equipments	4,108.84	369.42	90.59	4,387.67	1,484.73	353.30	72.62	2,622.26
Electrical installations	157.86	24.00	1.88	179.98	88.02	16.31	1.72	77.37
Electronic data processors	67.61	11.75	3.46	75.90	52.62	9.83	3.24	16.69
Office equipments	58.18	5.30	1.41	62.07	38.88	6.96	1.30	17.53
Furniture and fixtures	166.70	9.47	1.34	174.83	84.78	16.76	1.12	74.41
Laboratory equipments	804.74	44.99	45.10	804.63	683.97	78.99	45.06	86.73
Leasehold improvements	66.41	17.34	0.11	83.64	15.03	8.57	0.03	60.07
Vehicles	69.50	16.23	8.18	77.55	33.87	8.23	6.08	41.53
Total	8,009.49	852.19	156.85	8,704.83	2,850.80	575.72	132.16	5,410.47

Description	Cost			As at 31 March 2024	Accumulated depreciation			Carrying amounts (net)
	As at 01 April 2023	Additions	Disposals		As at 01 April 2023	Depreciation for the year	Disposals	
Freehold land	735.28	-	-	735.28	-	-	-	735.28
Buildings	1,699.22	77.12	1.97	1,774.37	298.17	71.23	0.50	1,405.47
Plant and equipments	3,599.34	566.13	56.63	4,108.84	1,184.17	339.18	38.62	2,624.11
Electrical installations	139.98	20.75	2.87	157.86	74.82	15.81	2.61	69.84
Electronic data processors	62.98	6.92	2.29	67.61	45.47	9.42	2.27	14.99
Office equipments	50.57	9.16	1.55	58.18	33.50	6.90	1.52	19.30
Furniture and fixtures	152.71	14.59	0.60	166.70	69.29	16.05	0.56	81.92
Laboratory equipments	759.49	77.19	31.94	804.74	616.95	98.82	31.80	120.77
Leasehold improvements	51.22	17.13	1.94	66.41	9.46	6.25	0.68	51.38
Vehicles	59.80	21.02	11.32	69.50	33.65	8.24	8.02	35.63
Total	7,310.59	810.01	111.11	8,009.49	2,365.48	571.90	86.58	5,158.69

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**(i) Contractual obligations**

Refer note 41 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

- (ii) The Company has not revalued any property, plant and equipment after initial recognition, during the current and previous financial year.
- (iii) On transition to Ind AS (i.e. 01 April 2016), the Company has elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.
- (iv) The Company has pledged the carrying amount of property, plant and equipment (included above) as securities for working capital limits. The net carrying value of such property, plant and equipment is INR 968.70 (31 March 2024: INR 937.25).

**(v) Right-of-use assets**

Description	Gross carrying amount			Accumulated depreciation				Carrying amounts (net)	
	As at 01 April 2024	Additions	Disposals	As at 31 March 2025	As at 01 April 2024	Depreciation for the year	Disposals	As at 31 March 2025	As at 31 March 2025
Land	7.59	-	-	7.59	3.55	0.40	-	3.95	3.64
Buildings	167.01	20.07	11.74	175.34	70.74	17.75	7.57	80.92	94.42
Plant and equipments	29.46	4.37	11.84	21.99	20.45	2.59	11.84	11.20	10.79
Total	204.06	24.44	23.58	204.92	94.74	20.74	19.41	96.07	108.85

Description	Gross carrying amount			Accumulated depreciation				Carrying amounts (net)	
	As at 01 April 2023	Additions	Disposals	As at 31 March 2024	As at 01 April 2023	Depreciation for the year	Disposals	As at 31 March 2024	As at 31 March 2024
Land	7.59	-	-	7.59	3.15	0.40	-	3.55	4.04
Buildings	157.58	28.17	18.73	167.01	56.18	22.30	7.74	70.74	96.28
Plant and equipments	29.46	-	-	29.46	17.08	3.37	-	20.45	9.01
Total	194.63	28.17	18.73	204.06	76.41	26.07	7.74	94.74	109.33







## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 5 CAPITAL WORK-IN-PROGRESS**

	As at 31 March 2025	As at 31 March 2024
<b>Reconciliation of carrying amount</b>		
Opening balance	122.46	303.74
Additions during the year	843.58	631.16
Capitalised during the year	(857.24)	(812.44)
<b>Closing balance</b>	<b>108.79</b>	<b>122.46</b>

The Company does not have any Capital work-in-progress (CWIP) which is overdue or has exceeded its cost compared to its original plan and hence, CWIP completion schedule is not applicable.

Capital work-in-progress mainly comprises new plant and machinery, buildings, solar plants, chilling centres and other assets under erection for the plant.

**Ageing of CWIP****As at 31 March 2025**

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	107.54	1.25	-	-	108.79
Projects temporarily suspended	-	-	-	-	-

**As at 31 March 2024**

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	120.28	2.18	-	-	122.46
Projects temporarily suspended	-	-	-	-	-

**NOTE 6 GOODWILL AND OTHER INTANGIBLE ASSETS**

Description	Goodwill	Other intangible assets				Total
		Distribution network	Computer softwares	Brands	Non-compete arrangements	
<b>Cost</b>						
<b>As at 01 April 2024</b>	<b>433.37</b>	<b>16.66</b>	<b>87.60</b>	<b>128.80</b>	<b>41.20</b>	<b>274.26</b>
Additions	-	-	5.05	-	-	5.05
Disposals	-	-	-	-	-	-
<b>As at 31 March 2025</b>	<b>433.37</b>	<b>16.66</b>	<b>92.65</b>	<b>128.80</b>	<b>41.20</b>	<b>279.31</b>
<b>Accumulated amortisation</b>						
<b>As at 01 April 2024</b>	<b>-</b>	<b>6.56</b>	<b>74.80</b>	<b>92.08</b>	<b>29.69</b>	<b>203.13</b>
Amortisation expense	-	3.35	3.24	36.72	3.80	47.11
Disposals	-	-	-	-	-	-
<b>As at 31 March 2025</b>	<b>-</b>	<b>9.91</b>	<b>78.04</b>	<b>128.80</b>	<b>33.49</b>	<b>250.24</b>
<b>Carrying amount (net) as at 31 March 2025</b>	<b>433.37</b>	<b>6.75</b>	<b>14.61</b>	<b>-</b>	<b>7.71</b>	<b>29.07</b>
<b>Cost</b>						
<b>As at 01 April 2023</b>	<b>433.37</b>	<b>16.66</b>	<b>85.50</b>	<b>128.80</b>	<b>41.20</b>	<b>272.16</b>
Additions	-	-	2.10	-	-	2.10
Disposals	-	-	-	-	-	-
<b>As at 31 March 2024</b>	<b>433.37</b>	<b>16.66</b>	<b>87.60</b>	<b>128.80</b>	<b>41.20</b>	<b>274.26</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

Description	Goodwill	Other intangible assets				Total
		Distribution network	Computer softwares	Brands	Non-compete arrangements	
<b>Accumulated amortisation</b>						
<b>As at 01 April 2023</b>	<b>-</b>	<b>3.23</b>	<b>71.91</b>	<b>61.45</b>	<b>21.76</b>	<b>158.35</b>
Amortisation expense	-	3.33	2.89	30.63	7.93	44.78
Disposals	-	-	-	-	-	-
<b>As at 31 March 2024</b>	<b>-</b>	<b>6.56</b>	<b>74.80</b>	<b>92.08</b>	<b>29.69</b>	<b>203.13</b>
<b>Carrying amount (net) as at 31 March 2024</b>	<b>433.37</b>	<b>10.10</b>	<b>12.80</b>	<b>36.72</b>	<b>11.51</b>	<b>71.13</b>

**(i) Impairment**

Refer accounting policy in note 3(d).

*Impairment testing for cash generating unit containing goodwill*

During the earlier years, the Company has acquired assets under a business transfer agreement from K C Dairy Products Private Limited ("K C Dairy") and allocated goodwill to K C Dairy which represents the lowest level within the Company at which goodwill is monitored for internal management purposes. The carrying amount of goodwill as at 31 March 2025 is INR 359.37 (31 March 2024: INR 359.37).

During the earlier years, the Company has acquired assets through slump purchase arrangement from Sri Krishna Milks Private Limited ("SKM") and allocated goodwill to SKM which represents the lowest level within the Company at which goodwill is monitored for internal management purposes. The carrying amount of goodwill as at 31 March 2025 is INR 74.00 (31 March 2024: INR 74.00).

As at 31 March 2025, Goodwill pertaining to both past business combinations were tested for impairment.

The key assumptions used in the estimation of the recoverable amount as set out below. The values assigned to the key assumptions represent Management's assessment of future trends in the relevant industry and have been based on historical data from both internal and external sources.

	Acquisition relating to KC Dairy		Acquisition relating to SKM	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Annual revenue growth rate for 5 years (Average)	10.21%	10.26%	11.94%	10.66%
Terminal value growth rate	5.00%	5.00%	5.00%	5.00%
Weighted average cost of capital % (WACC)	14.80%	14.27%	14.80%	14.27%

The cash flow projections include specific estimates for five years and a terminal growth rate thereafter. The terminal growth rate has been determined based on the management's estimate of the long-term compound annual EBITDA growth rate, consistent with the assumptions that a market participant would make.

Weighted average cost of capital % (WACC) = Risk free return + (Market premium x Beta for the Company).

The Company has performed sensitivity analysis around the base assumptions and has concluded that no reasonable change in key assumptions would result in the recoverable amount of the CGU to be less than the carrying value. Accordingly, no impairment charges were recognised for the year ended 31 March 2025.

- (ii) The Company has not revalued any Intangible assets after initial recognition during the current and previous financial year.
- (iii) On transition to Ind AS (i.e. 01 April 2016), the Company has elected to continue with the carrying value of goodwill and all other intangible assets measured as per the previous GAAP and use that carrying value as the deemed cost of Intangible assets.
- (iv) There are no restrictions over the title of the Company's intangible assets, nor are any intangible assets pledged as security for liabilities.



NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 7 BIOLOGICAL ASSETS OTHER THAN BEARER PLANTS

	As at 31 March 2025	As at 31 March 2024
Matured biological assets	6.13	7.57
Immatured biological assets	2.38	1.50
	8.51	9.07

Reconciliation of carrying amount:

	As at 31 March 2025		As at 31 March 2024	
	Matured biological assets	Immatured biological assets	Matured biological assets	Immatured biological assets
Balance at the beginning of the year	7.57	1.50	11.15	4.66
Change in fair value (refer note 30)	1.00	1.28	2.04	(0.82)
Cattles sold/discarded during the year	(2.44)	(0.40)	(5.62)	(2.34)
Balance at the end of the year	6.13	2.38	7.57	1.50

As at 31 March 2025, there were 63 cattle (31 March 2024: 54 cattle) as immatured biological assets and 91 cattle (31 March 2024: 119 cattle) as matured biological assets. During the current year, the Company has sold/discarded 57 cattle (31 March 2024: 164 cattle).

The fair valuation of biological assets is classified as level 2 in the fair value hierarchy as they are determined based on the basis of the best available quote from the nearest market to the farm and on the basis of age of the calves, cows and heifers.

NOTE 8 NON-CURRENT INVESTMENTS

	As at 31 March 2025	As at 31 March 2024
Investment in subsidiaries and associate		
At cost less provision for impairment		
Unquoted		
Investment in subsidiaries		
Dodla Holdings PTE. Limited, Singapore	407.84	407.84
6,606,628 (31 March 2024: 6,606,628) equity shares of face value USD 1.00 each, fully paid-up		
Country Delight Dairy Limited, Kenya	0.67	0.67
1,000 (31 March 2024: 1,000) equity shares of face value KES 1,000.00 each, fully paid up		
Orgafeed Private Limited, India	85.99	85.99
4,914,977 (31 March 2024: 4,914,977) equity shares of face value INR 10 each, fully paid-up		
Investment in associate*		
Global VetMed Concepts India Private Limited, India	38.67	38.67
3,866,923 (31 March 2024: 3,866,923) equity shares of face value INR 10 each, fully paid-up		
Less: Provision for impairment for investment in Global VetMed Concepts India Private Limited	(38.67)	(38.67)
	494.50	494.50
At amortised cost		
Investment in bonds	50.05	50.05
Investment in market linked debentures	-	-
	50.05	50.05
	544.55	544.55

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

	As at 31 March 2025	As at 31 March 2024
Aggregate value of non-current investments - unquoted	533.17	533.17
Aggregate book value of current investments - quoted	50.05	50.05
Aggregate market value of current investments - quoted	50.44	50.19
Aggregate provision for impairment in value of non-current investments	(38.67)	(38.67)

\*The Company holds 47.88% of the shareholding in the associate company. The Company has not received dividend from the associate company during the current and previous year.

Information about the Company's exposure to credit and market risks, and fair value measurement, is included in note 45.

NOTE 9 NON-CURRENT LOANS

	As at 31 March 2025	As at 31 March 2024
At amortised cost		
Unsecured, considered good		
Loans to subsidiary* (refer note 42 and 48)	249.48	273.74
Unsecured, credit impaired		
Amounts receivable from vendors	5.00	5.00
Less: Impairment allowance on doubtful advances	(5.00)	(5.00)
	249.48	273.74

NOTE 10 OTHER NON-CURRENT ASSETS

	As at 31 March 2025	As at 31 March 2024
Unsecured, considered good		
Capital advances	77.29	15.86
Prepaid expenses	9.68	10.32
Taxes paid under protest	-	0.10
	86.97	26.28

NOTE 11 INVENTORIES

	As at 31 March 2025	As at 31 March 2024
Raw materials and packing materials	185.47	245.43
Work-in-progress	509.32	1,707.71
Finished goods*	420.38	1,545.55
Stores and spares	78.89	55.12
	1,194.06	3,553.81

\*includes goods-in-transit amounting to INR 1.79 (31 March 2024: INR 1.70).

"The write down of inventories to net realisable value during the year amounted to Nil (31 March 2024: INR 229.97). The write down are included in changes in inventories of finished goods and work-in-progress.





## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 12** CURRENT INVESTMENTS

	As at 31 March 2025	As at 31 March 2024
<b>At FVTPL</b>		
Investment in quoted mutual funds	5,603.14	1,380.83
<b>At amortised cost</b>		
Investment in bonds	647.96	300.60
Investment in market linked debentures	-	150.91
	<b>6,251.10</b>	<b>1,832.34</b>
Aggregate book value of current investments - quoted	6,251.10	1,832.34
Aggregate market value of current investments - quoted	6,259.65	1,838.30

Information about the Company's exposure to credit and market risks, and fair value measurement, is included in note 45.

**NOTE 13** TRADE RECEIVABLES

	As at 31 March 2025	As at 31 March 2024
At amortised cost Secured	40.07	31.78
Unsecured, considered good	79.22	56.71
Unsecured, credit impaired	17.72	7.89
	<b>137.01</b>	<b>96.38</b>
Less: Impairment allowance	(17.72)	(7.89)
	<b>119.29</b>	<b>88.49</b>

The Company's exposure to credit risks and loss allowances related to trade receivables are disclosed in note 45.

There were no unbilled receivables as at 31 March 2025 and as at 31 March 2024.

**Ageing as at 31 March 2025**

	Current but not due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Undisputed trade receivables – considered good	-	118.80	0.38	0.11	-	-	119.29
(ii) Undisputed trade receivables – credit impaired	-	0.02	10.93	6.61	-	0.16	17.72
<b>Total</b>	<b>-</b>	<b>118.82</b>	<b>11.31</b>	<b>6.72</b>	<b>-</b>	<b>0.16</b>	<b>137.01</b>

**Ageing as at 31 March 2024**

	Current but not due	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Undisputed trade receivables – considered good	6.40	81.94	0.15	0.00	-	-	88.49
(ii) Undisputed trade receivables – credit impaired	-	0.04	4.50	3.09	-	0.26	7.89
<b>Total</b>	<b>6.40</b>	<b>81.98</b>	<b>4.65</b>	<b>3.09</b>	<b>-</b>	<b>0.26</b>	<b>96.38</b>

There are no debts due by directors or other officers of the Company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member.

Trade receivables are non-interest bearing and are generally are in terms of 0 to 30 days.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 14** CASH AND BANK BALANCES

	As at 31 March 2025	As at 31 March 2024
<b>(a) Cash and cash equivalent:</b>		
Balances with banks		
- in current accounts	420.02	370.17
- in deposit accounts (with original maturity of less than three months)	-	5.00
Cash on hand	31.06	18.16
	<b>451.08</b>	<b>393.33</b>
<b>(b) Other bank balances</b>		
Deposits with remaining maturity of less than 12 months*	0.27	0.55
	<b>0.27</b>	<b>0.55</b>

\*Represents margin money deposits against bank guarantees amounting to Nil (31 March 2024: INR 0.48)

Short-term deposits are made for varying periods of between one day and eleven months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

At 31 March 2025, the Company had available INR 1,225.00 (31 March 2024: INR 1,225.00 ) of undrawn committed borrowing facilities.

**Changes in liabilities arising from financing activities and non-cash investing activities:**

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Opening balance</b>		
Lease liabilities	129.80	137.73
<b>Movement</b>		
Payment of principal portion of lease liabilities and interest	(32.26)	(34.50)
Interest on lease liabilities	11.73	11.30
Other non-cash movements		
- Addition to lease liabilities, net of disposals	22.65	15.27
<b>Closing balance</b>		
Lease liabilities	131.92	129.80

The Company's non-cash investing activities include acquisition of right-of-use assets of INR 24.44 (31 March 2024: INR 28.17).

**NOTE 15** CURRENT LOANS

	As at 31 March 2025	As at 31 March 2024
<b>At amortised cost</b>		
<b>Unsecured, considered good</b>		
Loan to subsidiary (refer note 42 and 48)	36.76	36.76
	<b>36.76</b>	<b>36.76</b>

For details of loans due by company in which director of the Company is director refer note 42.



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 16 OTHER FINANCIAL ASSETS**

	As at 31 March 2025	As at 31 March 2024
<b>At amortised cost</b>		
<b>Non-current</b>		
<b>Unsecured, considered good</b>		
Security deposits	123.65	114.34
Interest accrued	2.29	2.30
Bank deposits maturing with remaining of more than 12 months from the reporting date *	0.82	0.20
Amount paid under protest**	18.57	57.30
	<b>145.33</b>	<b>174.14</b>
<b>Current</b>		
<b>Unsecured, considered good</b>		
Interest accrued on bonds and fixed deposits	18.13	42.11
Accrued income (refer note 42)	-	4.85
Amount paid under protest**	41.70	-
Other receivables (refer note 42)	3.33	-
	<b>63.16</b>	<b>46.96</b>

\*Includes margin money deposits against bank guarantees amounting to INR 0.59 (31 March 2024: INR 0.20)

\*\*The amount pertains to taxes paid under protest relating to goods and services tax litigations for various years.

**NOTE 17 OTHER CURRENT ASSETS**

	As at 31 March 2025	As at 31 March 2024
<b>Unsecured, considered good:</b>		
Salary advance to employees*	7.80	7.04
Prepaid expenses	41.65	44.12
Advance to suppliers and service providers	11.18	7.88
Balance with government authorities	1.19	33.64
<b>Unsecured, credit impaired:</b>		
Other advances*	29.43	31.78
Less: Impairment allowance on doubtful advances	(29.43)	(31.78)
	<b>61.82</b>	<b>92.68</b>

\* Includes a part of outstanding balances as disclosed under note 42.

**NOTE 18 EQUITY SHARE CAPITAL**

	As at 31 March 2025	As at 31 March 2024
<b>Authorised share capital</b>		
75,000,000 (31 March 2024: 75,000,000) equity shares of INR 10 each	750.00	750.00
	<b>750.00</b>	<b>750.00</b>
<b>Issued, subscribed and paid-up share capital</b>		
60,327,809 (31 March 2024: 59,492,735) equity shares of INR 10 each fully paid-up	603.28	594.93
	<b>603.28</b>	<b>594.93</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**(a) Reconciliation of authorised share capital at the beginning and at the end of the year**

	As at 31 March 2025		As at 31 March 2024	
	Number of shares	Amount	Number of shares	Amount
<b>Equity shares</b>				
At the commencement of the year	75,000,000	750.00	75,000,000	750.00
Increase/(decrease) during the year	-	-	-	-
<b>At the end of the year</b>	<b>75,000,000</b>	<b>750.00</b>	<b>75,000,000</b>	<b>750.00</b>

**(b) Reconciliation of Issued, subscribed and paid-up share capital at the beginning and at the end of the year**

	As at 31 March 2025		As at 31 March 2024	
	Number of shares	Amount	Number of shares	Amount
<b>Equity shares</b>				
At the commencement of the year	59,492,735	594.93	59,492,735	594.93
Issued during the year	835,074	8.35	-	-
<b>At the end of the year</b>	<b>60,327,809</b>	<b>603.28</b>	<b>59,492,735</b>	<b>594.93</b>

**(c) Rights, preferences and restrictions attached to equity shares:**

The Company has only one class of equity shares having a face value of INR 10/- each. Each holder of equity share is entitled to one vote per share. 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 Annual General Meeting.

In the event of liquidation of the Company, the equity shareholders will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(d) Details of shareholders holding more than 5% shares in the Company**

	As at 31 March 2025		As at 31 March 2024	
	Number of shares	% holding	Number of shares	% holding
<b>Equity shares of INR10 each, fully paid-up</b>				
Mr D. Sunil Reddy	7,657,434	12.69%	7,657,434	12.87%
Mrs D. Deepa Reddy	6,502,409	10.78%	6,766,409	11.37%
Dodla Family Trust	14,524,983	24.08%	14,524,983	24.41%
Mylktree Consultants LLP	6,210,614	10.29%	6,946,614	11.68%
DSP Small Cap Fund	3,750,000	6.22%	3,059,179	5.14%
SBI Small Cap Fund	3,672,376	6.09%	3,672,376	6.17%

As per records of the Company, including its register of shareholders/members, the above shareholding represents both legal and beneficial ownerships of shares.

**(e) Equity shares held by promoters at the end of the year**

As at 31 March 2025:

Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
Mr D. Sunil Reddy	7,657,434	-	7,657,434	12.69%	0.00%
Mr D. Sessa Reddy	556,716	-	556,716	0.92%	0.00%
Mrs D. Deepa Reddy	6,766,409	(264,000)	6,502,409	10.78%	(3.90%)
Dodla Family Trust	14,524,983	-	14,524,983	24.08%	0.00%
Dodla Girija Reddy	17	-	17	0.00%	0.00%
Dodla Subba Reddy	17	-	17	0.00%	0.00%
Bommi Surekha Reddy	556,733	-	556,733	0.92%	0.00%
Mylktree Consultants LLP	6,946,614	(736,000)	6,210,614	10.29%	(10.60%)





## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

## As at 31 March 2024:

Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
Mr D. Sunil Reddy	7,657,434	-	7,657,434	12.87%	0.00%
Mr D. Sessa Reddy	556,716	-	556,716	0.94%	0.00%
Mrs D. Deepa Reddy	6,766,409	-	6,766,409	11.37%	0.00%
Dodla Family Trust	14,524,983	-	14,524,983	24.41%	0.00%
Dodla Girija Reddy	17	-	17	0.00%	0.00%
Dodla Subba Reddy	17	-	17	0.00%	0.00%
Bommi Surekha Reddy	556,733	-	556,733	0.94%	0.00%
Mylktree Consultants LLP	6,946,614	-	6,946,614	11.68%	0.00%

- (f) During the five years immediately preceding the balance sheet date, no shares have been bought back, issued for consideration other than cash and no bonus shares have been issued.

## (g) Share based payment arrangement

During the financial year 2017-18, the Company introduced Dodla Dairy Limited Employee Stock Option Plan 2018 ('the Plan'). As per the Plan, the Nomination and Remuneration Committee grants options to the eligible employees and directors of the Company. The vesting period of the option shall be provided in the relevant grant letter and shall be subject to the applicable law. Options granted under the Plan can be exercised within the period determined by the Nomination and Remuneration Committee. Exercise of an option is subject to continued employment.

Under the Plan, the Company granted 49,122 options on 23 March 2018 (835,074 options, converted in the ratio of bonus shares issued) at an exercise price of INR 3,627.38 per option (INR 213.39 per share, in proportion to the bonus shares issued) to the Chief Executive Officer of the Company. Each option represents one equity share of INR 10 each, fully paid-up.

During the current year, the Company has allotted 835,074 equity shares of INR 10 each, consequent to the exercise of stock options by the employee of the Company under the Plan.

## Movement in the options under the plan

	No. of options	
	As at 31 March 2025	As at 31 March 2024
Options outstanding at the beginning of the year	835,074	835,074
Options granted during the year	-	-
Options exercised during the year	(835,074)	-
<b>Options exercisable at the end of the year</b>	<b>-</b>	<b>835,074</b>

## Fair value measurement

The fair value at grant date is determined using the Black Scholes valuation option-pricing model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option. The key inputs used in Black Scholes model for calculating fair value of options under the plan as on the date of grant are as follows:

<b>No. of options granted</b>	<b>835,074</b>
Date of grant	23 March 2018
Vesting period (years)	1 to 4
Fair value at grant date (INR)	430
Expected volatility	45.00%
Risk free rate	7.60%

For details on the employee benefits expense, refer note 33.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

## NOTE 19 OTHER EQUITY

	Attributable to shareholders of the Company				
	Capital redemption reserve	Securities premium	Share options outstanding account	Retained earnings	Total
<b>Balance as at 01 April 2024</b>	<b>12.00</b>	<b>1,980.20</b>	<b>30.67</b>	<b>7,747.28</b>	<b>9,770.15</b>
Remeasurement of the net defined benefit obligation, net of tax effect	-	-	-	(9.80)	(9.80)
Issue of shares on exercise of stock options	-	200.51	(30.67)	-	169.84
Dividend on equity shares (refer note 51)	-	-	-	(180.98)	(180.98)
Net profit after tax transferred from the statement of profit and loss	-	-	-	2,469.82	2,469.82
<b>Balance as at 31 March 2025</b>	<b>12.00</b>	<b>2,180.71</b>	<b>-</b>	<b>10,026.32</b>	<b>12,219.03</b>

	Capital redemption reserve	Securities premium	Share options outstanding account	Retained earnings	Total
<b>Balance as at 01 April 2023</b>	<b>12.00</b>	<b>1,980.20</b>	<b>30.67</b>	<b>6,213.54</b>	<b>8,236.41</b>
Remeasurement of the net defined benefit plan, net of tax effect	-	-	-	(5.07)	(5.07)
Net profit after tax transferred from the statement of profit and loss	-	-	-	1,538.81	1,538.81
<b>Balance as at 31 March 2024</b>	<b>12.00</b>	<b>1,980.20</b>	<b>30.67</b>	<b>7,747.28</b>	<b>9,770.15</b>

## Nature and purpose of the reserve

## Capital redemption reserve

The Company had redeemed the preference shares and as per the provisions of the applicable laws, a sum equal to the nominal value of the shares so redeemed is required to be transferred to the capital redemption reserve.

## Securities premium

Securities premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

## Share options outstanding account

The share options outstanding account is used to recognise the grant date fair value of options issued under Dodla Dairy Limited Employee Stock Option Plan 2018 (refer note 18(g)).

## Retained earnings

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss/(gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

## Remeasurement of defined benefit plan (included in retained earnings)

Remeasurements of defined benefit plan represents the following as per Ind AS 19, employee benefits:

- actuarial gains and losses
- the return on plan assets, excluding amounts included in net interest on the net defined benefit liability/(asset); and
- any change in the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability/(asset).



NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 20 OTHER FINANCIAL LIABILITIES (AT AMORTISED COST)

	As at 31 March 2025	As at 31 March 2024
Financial guarantee	2.64	3.74
	<b>2.64</b>	<b>3.74</b>

Corporate guarantee of INR 300.00 (31 March 2024: INR 300.00) has been extended to wholly owned subsidiary (Orgafeed Private Limited) for availing loan from the bank to meet the working capital and capital expenditure requirements.

NOTE 21 GOVERNMENT GRANTS

	As at 31 March 2025	As at 31 March 2024
Non-current	13.94	16.87
Current	2.95	2.87
	<b>16.89</b>	<b>19.74</b>

Movement of government grants:

	As at 31 March 2025	As at 31 March 2024
<b>Balance at the beginning of the year</b>	<b>19.74</b>	<b>22.64</b>
Add: Received during the year	-	-
Less: Released to statement of profit and loss (refer note 30)	(2.85)	(2.90)
<b>Balance at the end of the year</b>	<b>16.89</b>	<b>19.74</b>

Government grants have been received in the earlier years for the purchase of certain items of property, plant and equipment. There are no unfulfilled conditions or contingencies attached to these grants.

NOTE 22 DEFERRED TAX LIABILITIES, NET

	As at 31 March 2025	As at 31 March 2024
The balance comprises temporary differences attributable to:		
<b>Deferred tax liabilities</b>		
On account of property, plant and equipment (PPE), other intangible assets and right-of-use assets	234.48	252.51
Fair value changes in mutual funds	55.73	22.73
Others	2.34	1.93
<b>Deferred tax assets</b>		
Provision for employee benefits	(57.94)	(46.13)
Lease liabilities	(33.20)	(32.67)
Impairment allowance on doubtful advances, net	(13.13)	(11.24)
Others	(10.65)	(35.55)
<b>Net deferred tax liability</b>	<b>177.63</b>	<b>151.58</b>

Also refer note 37 for tax expense.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

Movement in deferred tax liabilities/(assets)

	Lease liabilities	PPE, other intangible assets and right-of- use assets	Fair value changes in mutual funds	Provision for employee benefits	Impairment allowance on doubtful advances, net	Others	Total
<b>Balance as at 01 April 2023</b>	<b>(34.66)</b>	<b>271.29</b>	<b>13.77</b>	<b>(43.04)</b>	<b>(10.76)</b>	<b>(30.48)</b>	<b>166.12</b>
Charged/(credited):							
- to profit or loss	1.99	(18.78)	8.96	(1.38)	(0.48)	(3.14)	(12.83)
- to other comprehensive income	-	-	-	(1.71)	-	-	(1.71)
<b>Balance as at 31 March 2024</b>	<b>(32.67)</b>	<b>252.51</b>	<b>22.73</b>	<b>(46.13)</b>	<b>(11.24)</b>	<b>(33.62)</b>	<b>151.58</b>

	Lease liabilities	PPE, other intangible assets and right-of- use assets	Fair value changes in mutual funds	Provision for employee benefits	Impairment allowance on doubtful advances, net	Others	Total
Balance as at 01 April 2024	(32.67)	252.51	22.73	(46.13)	(11.24)	(33.62)	151.58
Charged/(credited):							
- to profit or loss	(0.53)	(18.03)	33.00	(8.51)	(1.89)	25.31	29.35
- to other comprehensive income	-	-	-	(3.30)	-	-	(3.30)
<b>Balance as at 31 March 2025</b>	<b>(33.20)</b>	<b>234.48</b>	<b>55.73</b>	<b>(57.94)</b>	<b>(13.13)</b>	<b>(8.31)</b>	<b>177.63</b>

NOTE 23 NON-CURRENT PROVISIONS

	As at 31 March 2025	As at 31 March 2024
<b>Provision for employee benefits</b>		
Compensated absences	125.86	102.91
Gratuity (refer note (ii) below)	14.68	3.09
	<b>140.54</b>	<b>106.00</b>

(i) Post retirement benefit - Defined contribution plans

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund and other funds which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions of INR 88.47 (31 March 2024: INR 78.54) are charged to the statement of profit and loss as they accrue (refer note 33).

(ii) Post retirement benefit - Defined benefit plans

The Company provides its employees with the benefits under a defined benefit plan, referred to as the "Gratuity Plan". The Gratuity Plan entitles an employee, who has rendered at least five years of continuous service, to receive one-half month's salary for each year of completed service (service of six months and above is rounded off as one year) at the time of retirement/exit, restricted to a sum of INR 2.00.





## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

### a) The amounts recognised in the financial statements and the movements in the defined benefit plan and plan assets over the year are as follows:

	As at 31 March 2025			As at 31 March 2024		
	Present value of obligation	Fair value of plan assets	Net amount	Present value of obligation	Fair value of plan assets	Net amount
<b>Opening balance (A)</b>	<b>159.85</b>	<b>(155.89)</b>	<b>3.96</b>	<b>136.29</b>	<b>(125.92)</b>	<b>10.37</b>
Current service cost	21.75	-	21.75	19.18	-	19.18
Interest cost	11.42	-	11.42	9.90	-	9.90
Expected returns	-	(11.14)	(11.14)	-	(9.15)	(9.15)
<b>Total amount recognised in profit or loss (B)</b>	<b>33.17</b>	<b>(11.14)</b>	<b>22.03</b>	<b>29.08</b>	<b>(9.15)</b>	<b>19.93</b>
Remeasurements						
(Gain)/loss from change in demographic assumptions	1.70	-	1.70	-	-	-
Gain from change in financial assumptions	4.87	-	4.87	0.69	-	0.69
Experience loss/(gains)	5.66	0.87	6.53	6.81	(0.72)	6.09
<b>Total amount recognised in other comprehensive income (C)</b>	<b>12.23</b>	<b>0.87</b>	<b>13.10</b>	<b>7.50</b>	<b>(0.72)</b>	<b>6.78</b>
Contributions (D)	-	(20.64)	(20.64)	-	(33.12)	(33.12)
Benefits paid (E)	(10.55)	10.55	-	(13.02)	13.02	-
<b>Closing balance (A+B+C+D+E+F)</b>	<b>194.70</b>	<b>(176.25)</b>	<b>18.45</b>	<b>159.85</b>	<b>(155.89)</b>	<b>3.96</b>

### b) Significant estimates: actuarial assumptions

The significant actuarial assumptions for defined benefit plan are as follows:

	As at 31 March 2025	As at 31 March 2024
Discount rate	6.55%	7.15%
Salary escalation rate	10.00%	10.00%
Employee attrition rate	21.33%	22.00%
Retirement age	60 years for Senior Manager/DGM & above level 58 years for others	60 years for Senior Manager/DGM & above level 58 years for others

- The discount rate is based on the prevailing market yield on Government Securities as at the balance sheet date for the estimated term of obligations.
- The estimate of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.
- Attrition rate indicated above represents the Company's best estimate of employee turnover in future (other than on account of retirement, death or disablement) determined considering various factors such as nature of business, retention policy, industry factors, past experience, etc.

### c) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit plan by the amounts shown below:

	As at 31 March 2025		As at 31 March 2024	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(8.52)	9.24	(6.56)	7.11
Salary escalation rate (1% movement)	8.57	(8.10)	6.67	(6.29)
Employee attrition rate (0.5% movement)	(11.76)	26.52	(8.04)	17.17

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

Sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit plan as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit plan to significant actuarial assumptions the same method (present value of the defined benefit plan calculated with the projected unit credit method at the end of the reporting year) has been applied as and when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

### d) The major categories of plan assets are as follows

	As at 31 March 2025	As at 31 March 2024
Funds managed by Life Insurance Corporation of India	176.25	155.89
	<b>176.25</b>	<b>155.89</b>

The Company makes annual contribution to the Life Insurance Corporation of India ('LIC') of an amount advised by LIC. The Company was not informed by LIC of the investments made by them or the breakup of the plan assets into various type of investments.

### e) Risk exposure

Through its defined benefit plan, the Company is exposed to a number of risks, the most significant of which are detailed below:

**Asset volatility:** The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit. The Company's plan assets are insurer managed funds and are subject to less material risk.

**Changes in bond yields:** A decrease in bond yields will increase plan liabilities and the Company ensures that it has enough reserves to fund the liability.

### f) Maturity profile of defined benefit plan:

	As at 31 March 2025	As at 31 March 2024
1st following year	40.06	35.45
2nd following year	33.60	30.27
3rd following year	31.32	25.07
4th following year	27.09	23.36
5th following year	23.16	20.18
Thereafter	120.14	93.82

### g) The Company expects to contribute a sum of INR 41.03 to the plan for the next annual accounting period (31 March 2024: INR 22.23).

### h) The weighted average duration of the defined benefit plan at the end of the year is 4 years (31 March 2024: 4 years).

#### (iii) Code on Social Security, 2020

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.



NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 24 TRADE PAYABLES

	As at 31 March 2025	As at 31 March 2024
<b>At amortised cost</b>		
Total outstanding dues of micro enterprises and small enterprises (MSME) (refer note below)	51.46	42.37
Total outstanding dues of creditors other than micro enterprises and small enterprises **	1,197.93	1,210.43
	<b>1,249.39</b>	<b>1,252.80</b>

\*\*Includes a part of outstanding balances as disclosed under note 42.

Trade payables are non-interest bearing and are normally settled on 0-60 days

Information about the Company's exposure to credit and market risks, and fair value measurement, is included in note 45.

Ageing as at 31 March 2025

	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	-	48.08	3.38	-	-	-	<b>51.46</b>
Others	89.76	109.43	997.14	0.70	0.62	0.28	<b>1,197.93</b>
<b>Total</b>	<b>89.76</b>	<b>157.51</b>	<b>1,000.52</b>	<b>0.70</b>	<b>0.62</b>	<b>0.28</b>	<b>1,249.39</b>

Ageing as at 31 March 2024

	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	-	40.69	1.68	-	-	-	<b>42.37</b>
Others	73.61	110.25	1,025.19	0.94	0.25	0.19	<b>1,210.43</b>
<b>Total</b>	<b>73.61</b>	<b>150.94</b>	<b>1,026.87</b>	<b>0.94</b>	<b>0.25</b>	<b>0.19</b>	<b>1,252.80</b>

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allotted after filing of the Memorandum. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at the reporting date has been made in the financial statements based on information received and available with the Company. Further, in the view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Micro, Small and Medium Enterprises Development Act, 2006 ("the MSMED Act") is not expected to be material. The Company has not received any claim for interest from any supplier under the said Act.

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

	As at 31 March 2025	As at 31 March 2024
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each year;		
- Principal	51.46	43.07
- Interest	-	-
ii) The amount of interest paid by the Company in terms of Section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

	As at 31 March 2025	As at 31 March 2024
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purposes of disallowance as a deductible expenditure under Section 23 of the MSMED Act	-	-

The Company's exposure to currency and liquidity risks related to trade payables is disclosed in note 45.

NOTE 25 OTHER FINANCIAL LIABILITIES

	As at 31 March 2025	As at 31 March 2024
<b>At FVTPL</b>		
Financial guarantee	1.10	1.14
<b>At amortised cost</b>		
Capital creditors***	64.10	32.02
Employee payables**	48.62	118.02
Security deposits	331.95	307.34
CSR payable (refer note 36(ii))	34.67	17.94
	<b>480.44</b>	<b>476.46</b>

\*\*Includes a part of outstanding balances as disclosed under note 42.

\*\*\*Includes a part of outstanding balance as disclosed under note 24 on MSME disclosure

"The Company's exposure to currency and liquidity risks related to the above financial liabilities is disclosed in note 45.

NOTE 26 CURRENT PROVISIONS

	As at 31 March 2025	As at 31 March 2024
Provision for employee benefits		
Compensated absences	40.61	35.47
Gratuity (refer note 23)	3.77	0.87
Other provisions		
Provision for litigations*	25.41	120.12
	<b>69.79</b>	<b>156.46</b>

\*Provision for litigations represents provision towards potential liability against an indirect tax case based on Company's internal assessment. During the current year, on account of favourable orders from certain States, the Company has reversed provision amounting to INR 94.71 (31 March 2024: Nil) (refer note 30)

NOTE 27 INCOME TAX ASSETS AND LIABILITIES

	As at 31 March 2025	As at 31 March 2024
Current tax liabilities (net)	154.24	278.14
Non-current tax asset (net)	(50.77)	(56.55)
	<b>103.47</b>	<b>221.59</b>

NOTE 28 OTHER CURRENT LIABILITIES

	As at 31 March 2025	As at 31 March 2024
Contract liabilities	32.27	31.24
Statutory dues	75.64	53.19
	<b>107.91</b>	<b>84.43</b>





## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 29 REVENUE FROM OPERATIONS**

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Sale of goods</b>		
- Finished goods	33,393.96	29,037.37
<b>Sale of services</b>		
- Conversion service charges	5.39	18.63
<b>Other operating revenue</b>		
- Sale of scrap	15.93	13.04
	<b>33,415.28</b>	<b>29,069.04</b>

**Revenues by geography**

	For the year ended 31 March 2025	For the year ended 31 March 2024
India	33,403.03	29,066.25
Outside India	12.25	2.79
<b>Total</b>	<b>33,415.28</b>	<b>29,069.04</b>

**Reconciliation of revenue recognised with the contracted price is as follows:**

	For the year ended 31 March 2025	For the year ended 31 March 2024
Contract price	33,901.30	29,443.69
Less: Discounts and incentives	(486.02)	(374.65)
	<b>33,415.28</b>	<b>29,069.04</b>

**Contract balances**

Trade receivables (refer note 13)	119.29	88.49
Contract liabilities (refer note 28)	32.27	31.24

The contract liabilities are primarily related to advance from customers for sale of milk and milk products, for which revenue is recorded at a point in time. The amount of INR 31.24 and INR 36.03 included in contract liabilities as at 31 March 2024 and 31 March 2023 have been recognised as revenue in the year ended 31 March 2025 and 31 March 2024.

**Performance obligation**

Revenue is recognised when control of the goods has transferred to the customers which is either upon dispatch or upon receipt of goods by the customer. At that point there are no unfulfilled obligations that could affect the customer's acceptance of the goods. Revenue is recognised entirely at point of time during the year ended 31 March 2025 and 31 March 2024.

**NOTE 30 OTHER INCOME**

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Interest income</b>		
- on deposits	0.07	5.54
- on bonds, Debentures and Commercial papers	43.19	72.36
- on loan to subsidiary (refer note 42)	27.56	24.43
- on others	5.38	4.87
Amortisation of government grants (refer note (i) below and note 21)	2.85	2.90
Changes in fair value of biological assets (refer note 7)	2.28	1.22
Fair value gain on financial assets measured at fair value through profit and loss (refer note (ii) below)	162.84	35.59
Dividend received from subsidiary (refer note 42)	181.76	-

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

	For the year ended 31 March 2025	For the year ended 31 March 2024
Profit on sale of investments in mutual funds, net	110.56	58.76
Gain on account of foreign exchange fluctuations, net	0.08	-
Impairment reversal on doubtful advances, net	2.35	-
Miscellaneous income	72.78	47.70
Liabilities no longer required, written back (refer note 26)	94.71	-
	<b>706.41</b>	<b>253.37</b>

Note (i): Government grants relate to capital investments in property, plant and equipment for creation of cold chain projects. The investment subsidies received from Government towards acquisition of assets are treated as "Government grants" and the amount in proportion to the depreciation is transferred to the statement of profit and loss.

(ii) Fair value gain on financial assets measured at fair value through profit and loss relates to investment in quoted mutual funds.

**NOTE 31 COST OF MATERIALS CONSUMED**

	For the year ended 31 March 2025	For the year ended 31 March 2024
Inventory of materials at the beginning of the year	245.43	649.34
Add: Purchases during the year	22,327.03	24,222.01
Less: Inventory of materials at the end of the year	185.47	245.43
	<b>22,386.99</b>	<b>24,625.92</b>

**NOTE 32 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS**

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>a) Finished goods</b>		
Opening stock	1,545.55	137.77
Closing stock	(420.38)	(1,545.55)
	<b>1,125.17</b>	<b>(1,407.78)</b>
<b>b) Work-in-progress</b>		
Opening stock	1,707.71	125.86
Closing stock	(509.32)	(1,707.71)
	<b>1,198.39</b>	<b>(1,581.85)</b>
	<b>2,323.56</b>	<b>(2,989.63)</b>

**NOTE 33 EMPLOYEE BENEFITS EXPENSE**

	For the year ended 31 March 2025	For the year ended 31 March 2024
Salaries, wages and bonus	1,206.60	1,060.73
Compensated absences	65.78	52.72
Contribution to provident and other funds (refer note 23)	88.47	78.54
Expenses related to post-employment defined benefit plans (refer note 23)	22.03	19.93
Staff welfare expenses	32.00	18.56
	<b>1,414.88</b>	<b>1,230.48</b>



NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 34 FINANCE COSTS

	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest on lease liabilities (refer note 49)	11.73	11.30
Other finance costs	-	2.28
	<b>11.73</b>	<b>13.58</b>

NOTE 35 DEPRECIATION AND AMORTISATION EXPENSE

	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation of property, plant and equipment (refer note 4)	575.72	571.90
Amortisation of intangible assets (refer note 6)	47.11	44.78
Depreciation of right-of-use assets (refer note 4(v))	20.74	26.07
	<b>643.57</b>	<b>642.75</b>

NOTE 36 OTHER EXPENSES

	For the year ended 31 March 2025	For the year ended 31 March 2024
Power and fuel	564.59	580.37
Consumption of stores and spare parts	294.97	264.52
Milk procurement expenses	25.02	24.39
Repairs and maintenance:		
- buildings	19.06	15.49
- plant and machinery	21.87	16.88
- other assets	30.30	1.60
Rent (refer note 49)	106.49	84.20
Rates and taxes	34.89	35.65
Communication	13.83	13.09
Printing and stationery	13.46	11.22
Travelling and conveyance	97.95	88.73
Vehicle hire charges	12.43	11.45
Bank charges	1.34	2.22
Legal and professional fees	104.69	93.35
Security expenses	74.79	64.13
Bad debts written off	1.86	2.62
Loss on account of foreign exchange fluctuations, net	-	0.04
Impairment allowance on trade receivables	9.83	1.34
Impairment allowance/(reversal) on doubtful advances	-	0.56
Insurance	33.70	29.65
Loss on sale/retirement of property, plant and equipment, net	5.32	5.06
Loss on sale/discard of biological assets, net	1.60	3.03
Expenditure on corporate social responsibility (refer note (ii) below)	32.87	30.05
Payments to auditors (refer note (i) below)	6.48	5.49
Freight expenses	2,221.29	2,168.51
Advertisement	287.42	132.75
Miscellaneous	82.20	54.56
	<b>4,098.25</b>	<b>3,740.95</b>

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

Note (i) Payments to auditors (net of applicable taxes)

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>i) As auditor</b>		
For audit and limited reviews	6.08	5.15
<b>ii) In other capacity</b>		
Certification fees	0.15	0.15
Re-imbursement of expenses	0.25	0.19
	<b>6.48</b>	<b>5.49</b>

Note (ii) Details of corporate social responsibility expenditure

	For the year ended 31 March 2025	For the year ended 31 March 2024
a) Gross amount required to be spent by the Company during the year	32.87	30.05
b) Amount approved by the Board to be spent during the year	32.87	30.05
c) Amount spent during the year (in cash)		
i) Construction/acquisition of any asset	3.04	4.00
ii) On purposes other than (i) above	1.01	8.11
d) Details related to spent/unspent obligations:		
i) Contribution to Public Trust	-	-
ii) Contribution to Charitable Trust	4.05	12.11
iii) Unspent amount in relation to:		
- Ongoing project *	28.82	17.94
- Other than ongoing project	-	-

Details of ongoing project:

Opening balance		Amount required to be spent during the year	Amount spent during the year		Closing balance	
With Company	In Separate CSR Unspent account		From Company's Bank account	From Separate CSR Unspent account	With Company	In Separate CSR Unspent account
-	17.94	32.87	4.05	12.09	-	34.67

Nature of CSR activities:

Promoting education and skill development initiatives, eradicating hunger, poverty and malnutrition initiatives and rural development initiatives.

\* The amount has been provided in the books of account and shown as "Other financial liabilities" (refer note 25). The shortfall at the end of the year is on account of pending contribution towards projects in progress. The unspent amount of INR 28.82 is subsequently transferred to a separate CSR unspent account on 24 April 2025.

NOTE 37 TAX EXPENSE

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>(a) Amounts recognised in profit and loss</b>		
Current tax	743.54	537.63
Adjustment of tax relating to earlier years	-	(5.25)
Deferred tax	29.35	(12.83)
	<b>772.89</b>	<b>519.55</b>





NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>(b) Amounts recognised in other comprehensive income</b>		
Deferred tax (refer note 22)	(3.30)	(1.71)
	<b>(3.30)</b>	<b>(1.71)</b>
<b>Total tax expenses</b>	<b>769.59</b>	<b>517.84</b>

**(c) Reconciliation of effective tax rate**

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Profit before tax (A)</b>	<b>3,242.71</b>	<b>2,058.36</b>
Enacted tax rate in India (B)	25.17%	25.17%
<b>Computed expected tax expenses (C = A*B)</b>	<b>816.19</b>	<b>518.09</b>
<b>Tax effect of adjustments to reconcile expected tax expense:</b>		
Expenses that are not deductible in determining taxable profit	8.80	8.11
Exempted income of dividend received from subsidiary (refer note 30)	(45.55)	-
Exemptions/deductions for tax purpose	(6.10)	(4.99)
Adjustment for items taxed at a lower rate	(0.06)	(0.12)
Taxes of earlier years	-	(5.25)
Others	(3.69)	2.00
<b>Total tax expense</b>	<b>769.59</b>	<b>517.84</b>
Effective tax rate	23.73%	25.16%

**NOTE 38 THE DISAGGREGATION OF CHANGES TO OCI BY EACH TYPE OF RESERVE IN EQUITY IS SHOWN BELOW:**

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Retained earnings</b>		
Remeasurement loss on the net defined benefit plan	(13.10)	(6.78)

**NOTE 39 EARNINGS PER SHARE ('EPS')**

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Earnings</b>		
Profit attributable to equity shareholders (A)	2,469.82	1,538.81
Weighted average number of equity shares outstanding during the year (B)	60,071,567	59,492,735
Effect of potential equity shares on employee stock options outstanding	-	589,959
Weighted average number of potential equity shares outstanding during the year for the purpose of computing Diluted Earnings Per Share (C)	60,071,567	60,082,694
Basic earnings per share of face value of INR10 (A/B)	41.11	25.87
Diluted earnings per share of face value of INR10 (A/C)	41.11	25.61

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 40 CONTINGENT LIABILITIES**

	As at 31 March 2025	As at 31 March 2024
<b>i) Claims against the Company not acknowledged as debts* (net of provision):</b>		
Income-tax matters	4.68	4.68
Indirect tax matters related to assessment of Central Sales Tax and Customs on import of machinery	3.69	3.69
<b>ii) Guarantees **</b>	300.85	300.20

\*It does not include any interest/penalty which may arise at the time of completion of the respective proceedings.  
\*\* Corporate guarantee of INR 300.00 (31 March 2024: INR 300.00) has been extended to wholly owned subsidiary (Orgafeed Private Limited) for availing loan from the bank to meet the working capital and capital expenditure requirements. Bank guarantee of INR 0.85 (31 March 2024: 0.20) is given to the director of agricultural marketing towards renewal of agriculture trade licence.

The Company is contesting the aforesaid demands raised by the respective tax authorities and based on its internal assessment/advice from an expert, the management is confident that its position will likely be upheld in the appellate process. The Management believes that it has a reasonable case in its defence of the proceedings and accordingly, no further provision is required.

On 28 February 2019, the Hon'ble Supreme Court of India has delivered a judgement clarifying the principles that need to be applied in determining the components of salaries and wages on which Provident Fund (PF) contributions need to be made by establishments. Basis this judgement, the Company has re-computed its liability towards PF for the month of March 2019 and has made a provision for it in the books of account which was subsequently paid. In respect of the earlier periods/years, the Company has been legally advised that there are numerous interpretative challenges on the application of the judgement retrospectively. Based on such legal advice, the management believes that it is impracticable at this stage to reliably measure the provision required, if any, and accordingly, no provision has been made towards the same. Necessary adjustments, if any, will be made to the books as more clarity emerges on this subject.

**NOTE 41 COMMITMENTS**

**Capital commitments:**

	As at 31 March 2025	As at 31 March 2024
Estimated amount of contracts remaining to be executed on capital account (net of advances) relating to purchase of plant and equipments	459.69	25.77

**NOTE 42 RELATED PARTY TRANSACTIONS**

As per the Indian Accounting Standards - "Related Party Disclosures" (Ind AS 24) the following disclosures are made:

**(i) Names of related parties and nature of relationship:**

Nature of relationship	Name of the related party
<b>Subsidiaries (including step down subsidiaries)</b>	Dodla Holdings Pte. Limited
	Orgafeed Private Limited
	Lakeside Dairy Limited
	Dodla Dairy Kenya Limited Country Delight Dairy Limited
<b>Associate</b>	Global VetMed Concepts India Private Limited ('GVC')
<b>Key management personnel ('KMP')</b>	Mr Sunil Reddy, Managing Director
	Mr Sesha Reddy, Chairman
	Mr B.V.K. Reddy, Chief Executive Officer (CEO)



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

Nature of relationship	Name of the related party
	Mr Anjaneyulu Ganji, Chief Financial Officer (CFO) (till 30 November 2023)
	Mr A. Madhusudhana Reddy, Whole-time Director
	Mr Raja Rathinam, Independent Director
	Mr Rampraveen Swaminathan, Independent Director
	Mr Tallam Puranam Raman, Independent Director
	Mr Akshay Tanna, Non Executive Non Independent Director *
	Ms Vinoda Kailas, Independent Director
	Mr Murali Mohan Raju, Chief Financial Officer (CFO) (w.e.f. 12 February 2024)
	Mr Surya Prakash Mungelkar, Company Secretary and Compliance officer
<b>Close members of KMP</b>	Mrs Surekha Reddy, Sister of Mr Sunil Reddy
	Mrs Deepa Reddy, Wife of Mr Sunil Reddy
	Ms Shilpa Reddy, Daughter of Mr Sunil Reddy
	Ms Girija Reddy, Mother of Mr Sunil Reddy
	Mr Subba Reddy, Brother of Mr Sunil Reddy
<b>Enterprise over which KMP have significant influence</b>	Dodla Dairy, Vinjimuru
	Surekha Milk Chilling Centre
	Tropical Bovine Genetics Private Limited
	Hanslot Pile Foundation
	Mylktree Consultants LLP
	Dodla Family Trust
	Dodla Nutri Feeds LLP
	Dodla Foundation

\* Change in designation of Mr Akshay Tanna from Nominee Director to Non Executive Director of the Company with effect from 20 May 2023.

## (ii) Details of transactions with the above related parties:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Lease rent paid</b>		
- Surekha Milk Chilling Centre	1.55	1.11
- Hanslot Pile Foundation	0.35	0.34
<b>Sale of Raw material</b>		
- Dodla Nutri Feeds LLP	0.65	0.72
<b>Remuneration paid to Key Managerial Personnel (refer note x)</b>		
<b>a. Dodla Sunil Reddy</b>		
- Short-term employee benefits	40.86	43.12
- Post employment benefits	2.25	2.05
<b>b. Ambavaram Madhusudhana Reddy</b>		
- Short-term employee benefits	5.68	5.53
- Post employment benefits	0.32	0.29
<b>c. Busireddy Venkat Krishna Reddy</b>		
- Short-term employee benefits	35.00	32.39
- Post employment benefits	1.90	1.66

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>d. Anjaneyulu Ganji (till 30 November 2023)</b>		
- Short-term employee benefits	-	5.76
- Post employment benefits	-	0.29
<b>e. Murali Mohan Raju Reddycherla (w.e.f. 12 February 2024)</b>		
- Short-term employee benefits	5.40	0.74
- Post employment benefits	0.32	0.04
<b>f. Surya Prakash Mungelkar</b>		
- Short-term employee benefits	2.20	1.66
- Post employment benefits	0.13	0.10
<b>Sitting fees</b>		
- Mr Rampraveen Swaminathan	0.90	1.10
- Mr Tallam Puranam Raman	0.55	0.60
- Ms Vinoda Kailas	0.30	0.35
- Mr Raja Rathinam	0.50	0.60
<b>Purchase of raw material</b>		
- GVC	3.69	5.45
<b>Purchase of property, plant and equipment</b>		
- GVC	1.49	-
<b>Consultancy income</b>		
- Orgafeed Private Limited	2.34	1.88
- Dodla Dairy Kenya Limited	0.79	0.92
- Lakeside Dairy Limited	1.59	1.80
- Dodla Holdings Pte. Ltd	0.56	0.62
- Country Delight Dairy Limited	0.95	0.61
<b>Dividend received</b>		
- Dodla Holdings Pte. Limited	181.76	-
<b>Payment made on behalf of</b>		
- GVC	2.84	5.77
- Orgafeed Private Limited	0.02	0.03
- Lakeside Dairy Limited	1.11	0.37
- Dodla Dairy Kenya Limited	1.08	0.84
<b>Consultancy expense</b>		
- Mr Sessa Reddy	6.70	3.90
- Ms Shilpa Reddy	1.20	1.15
<b>Unsecured loans repaid</b>		
- Orgafeed Private Limited	36.76	22.00
<b>Lease rent received</b>		
- Orgafeed Private Limited	0.10	0.15
<b>Vehicle rent received</b>		
- Orgafeed Private Limited	0.15	0.12
<b>Interest income</b>		
- Orgafeed Private Limited	27.56	24.43
<b>Unsecured loans given</b>		
- Orgafeed Private Limited	12.50	56.00





## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Issue of shares</b>		
- Busireddy Venkat Krishna Reddy	178.20	-
<b>Purchase of goods</b>		
- Tropical Bovine Genetics Private Limited	0	0
- Orgafeed Private Limited	1,322.18	824.67
<b>Corporate social responsibility expenditure incurred</b>		
- Dodla Foundation	12.52	20.39

### (iii) Balances with related parties:

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Other financial assets and other current and non-current assets</b>		
- GVC – Other advances	29.43	31.78
- GVC – Provision for doubtful advances	(29.43)	(31.78)
- Dodla Nutri Feeds LLP - Trade receivables	0.05	0.09
- Orgafeed Private Limited – Other receivables and Accrued income	0.00	1.51
- Dodla Dairy Kenya Limited – Other receivables and Accrued income	0.79	0.81
- Lakeside Dairy Limited – Other receivables and Accrued income	1.59	1.51
- Dodla Holdings Pte. Ltd – Other receivables and Accrued income	-	0.41
- Country Delight Dairy Limited – Other receivables and Accrued income	0.95	0.61
- Orgafeed Private Limited – Loan	286.24	310.50
- Orgafeed Private Limited – Advance	-	0.22
- Mr A. Madhusudhana Reddy – Advance given against salary, net	-	0.89
<b>Other financial liabilities and trade payables</b>		
- Tropical Bovine Genetics Private Limited	-	0.01
- Dodla Dairy, Vinjimuru	-	-
- Hanslot Pile Foundation	0.03	0.03
- Surekha Milk Chilling Centre	0.19	0.09
- Mr Sessa Reddy – Consultancy fees payable	-	0.33
- Orgafeed Private Limited (including financial guarantee)	5.85	11.14
- Ms Shilpa Reddy – Consultancy fees payable	0.09	0.09

\* The Company has extended corporate guarantee to its wholly owned subsidiary, Orgafeed Private Limited amounting to INR 300.00 for availing loan from banks for which balance outstanding as at year ended 31 March 2025 is INR 287.50 (31 March 2024: INR 300.00) in the books of the subsidiary.

#### Terms and conditions:

- (i) Purchase of raw material/cattlefeed are made from related parties on arm's length basis and in the ordinary course of business. The Company mutually negotiates and agrees the prices and payment terms with the related parties by benchmarking the same to transactions with non-related parties. These transactions generally include payment terms of 30 to 120 days (31 March 2024: 30 to 120 days) from the date of invoice.

Trade payables outstanding balances are unsecured, interest free and require settlement in cash.

- (ii) Sale of raw material are made to related parties on arm's length basis and in the ordinary course of business. The Company mutually negotiates and agrees the prices and payment terms with the related parties by benchmarking the same to transactions with non-related parties. These transactions generally include payment terms of 30 to 120 days (31 March 2024: 30 to 120 days) from the date of invoice.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

Trade receivables outstanding balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been received against these receivables. For the year ended 31 March 2025, the Company has not recorded any impairment on receivables due from related parties (31 March 2024: Nil).

- (iii) Rent paid to/received from related parties on arm's length basis and in the ordinary course of business. The Company mutually negotiates and agrees the prices and payment terms with the related parties by benchmarking the same to transactions with non-related parties.
- (iv) Consultancy fee paid to/received from related parties on arm's length basis and in the ordinary course of business. The Company mutually negotiates and agrees the prices and payment terms with the related parties by benchmarking the same to transactions with non-related parties.

Accrued income outstanding balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been received against these receivables. For the year ended 31 March 2025, the Company has not recorded any impairment on receivables due from related parties (31 March 2024: Nil).

- (v) Sitting fees paid to related parties on arm's length basis and in the ordinary course of business and is approved by the Board of Directors.
- (vi) Purchase of property, plant and equipment from related parties are on arm's length basis and in the ordinary course of business.
- (vii) The Company has given loan to its subsidiary for general business purposes. The loan has been utilised by the subsidiary for the purpose it was obtained. The loan is unsecured, repayable in 32 equal quarterly instalments from the date of disbursement and carries interest rates at the rate of 9% per annum. For the year ended 31 March 2025, the Company has not recorded any impairment on loans due from the subsidiary (31 March 2024: Nil).
- (viii) The Company has issued shares to its employees at fair value as on grant date as per the Plan.
- (ix) The Company has made donations to its related party in line with the requirements of Section 135 of Companies Act, 2013. The expenditure has been approved by the CSR committee of the Company.
- (x) The amounts disclosed in the table are the amounts recognised as an expense during the financial year related to KMP. The amounts do not include expense, if any, recognised toward post-employment benefits and other long-term benefits of key managerial personnel. Such expenses are measured based on an actuarial valuation done for the Group as a whole. Hence, amounts attributable to KMPs are not separately determinable. Further, the amounts disclosed above exclude interim dividend paid of INR. 3 per share held by KMP as at the record date.

### NOTE 43 SEGMENT REPORTING

Segment information has been presented in the Consolidated Financial Statements in accordance with Ind AS 108 notified under the Companies (Indian Accounting Standards) Rules, 2015.

### NOTE 44 LOANS OR ADVANCES TO SPECIFIED PERSONS

There are no Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013,) either severally or jointly with any other person, that are:

- (a) repayable on demand; or
- (b) without specifying any terms or period of repayment



NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 45 FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT

Accounting classification and fair values

	As at 31 March 2025		As at 31 March 2024		Fair value level
	Carrying value	Fair value	Carrying value	Fair value	
Financial assets					
Fair value through profit and loss					
Investments in mutual funds (refer note (a) below)	-	5,603.14	-	1,380.83	Level 1
Amortised cost					
Investment in debentures, bonds and commercial papers	698.01	-	501.56	-	-
Trade receivables	119.29	-	88.49	-	-
Cash and cash equivalents	451.08	-	393.33	-	-
Bank balances other than above	0.27	-	0.55	-	-
Non-current loan receivable	249.48	-	273.74	-	-
Current loan receivable	36.76	-	36.76	-	-
Other non-current financial assets	145.33	-	174.14	-	-
Other current financial assets	63.16	-	46.96	-	-
Total financial assets	1,763.38	5,603.14	1,515.53	1,380.83	-
Financial liabilities					
Amortised cost Lease liabilities	131.92	-	129.80	-	-
Trade payables	1,249.39	-	1,252.80	-	-
Other financial liabilities	483.08	-	480.20	-	-
Total financial liabilities	1,864.39	-	1,862.80	-	-

Measurement of fair values

The carrying amount of the current financial assets and current financial liabilities are considered to be same as their fair values, due to their short term nature.

- (a) The fair valuation of investments in mutual funds is classified as level 1 in the fair value hierarchy as they are determined based on their quoted prices in active markets.
- (b) The fair valuation of investments in debentures, bonds and commercial papers is INR 706.95.

Fair value method

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

A. Financial assets

1. The Company has not disclosed the fair values for trade receivables, cash and cash equivalents including other bank balances, loans receivable, and other financial assets because the carrying amounts are a reasonable approximation of the fair values.
2. Investment in mutual funds: Fair value of quoted mutual funds units is based on quoted market price at the reporting date.

B. Financial liabilities

1. Lease liabilities: The fair values of the Company's lease liabilities are determined by discounting the future cashflows at discount rate that reflects the incremental borrowing rate of the Company. The Company has not disclosed the fair value because its carrying amount is a reasonable approximation of its fair value.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

2. Trade payables and other financial liabilities: Fair values of trade payables and other financial liabilities are measured at carrying value, as most of them are settled within a short period and so their fair value are assumed to be almost equal to the carrying values.

Financial risk management

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimise potential adverse effects on its financial performance. A summary of the risks have been given below.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables from customers and loans given. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to counterparties, including outstanding accounts receivables. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

Trade and other receivables

Credit risk is managed by Head of Sales of the Company. Usually, the business is carried on cash and carry basis. Credit is provided after a background check and credit analysis.

The accounts receivable team along with sales team will evaluate all new customers to determine payment terms and methods to be required, and what level of credit will be established. The accounts receivable team and sales team will also periodically review and re-evaluate payment terms and credit lines of existing customers and to support new customer requirements, and do manage risk as financial and business conditions change.

Majority of milk customers are un-registered and multi brand sellers. Billing transaction takes place on all of the 365 days in a year. The credit allowed is monitored as per the approved limits.

The Company establishes an allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables. The default in collection as a percentage to total receivable is low. Refer below for the expected credit loss for trade receivables.

Reconciliation of expected credit loss- trade receivables

	Amount
Expected credit loss on 01 April 2023	(6.55)
Changes in loss allowance	(1.34)
Expected credit loss on 31 March 2024	(7.89)
Changes in loss allowance	(9.83)
Expected credit loss on 31 March 2025	(17.72)

Cash and cash equivalents

Credit risk on cash and cash equivalents is limited as the Company generally invest in deposits with banks and financial institutions with high credit ratings assigned by domestic credit rating agencies.

Financial guarantee

The Company's maximum exposure relating to financial guarantees is noted in Note 20 and the liquidity table below.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.



NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management. In addition, process and policies related to such risks are overseen by the senior management.

As of 31 March 2025 and 31 March 2024, the Company had unutilised credit limits from banks of INR 1,225.00 and INR 1,225.00 respectively. The returns/statements filed by the Company with such banks are in agreement with the books of accounts of the Company for the year ended 31 March 2025.

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31 March 2025 and 31 March 2024. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements.

Particulars	As at 31 March 2025				
	Carrying value	Total	Less than 1 year	1-2 years	2 years and above
<b>Financial liabilities</b>					
Trade payables	1,249.39	1,249.39	1,249.39	-	-
Lease liabilities	131.92	179.76	34.67	28.34	116.75
Other financial liabilities	483.08	483.08	480.44	0.93	1.71
	<b>1,864.39</b>	<b>1,912.23</b>	<b>1,764.50</b>	<b>29.27</b>	<b>118.46</b>

Particulars	As at 31 March 2024				
	Carrying value	Total	Less than 1 year	1-2 years	2 years and above
<b>Financial liabilities</b>					
Trade payables	1,252.80	1,252.80	1,252.80	-	-
Lease liabilities	129.80	179.70	32.97	26.44	120.29
Other financial liabilities	480.20	480.20	476.48	1.10	2.62
	<b>1,862.80</b>	<b>1,912.70</b>	<b>1,762.25</b>	<b>27.54</b>	<b>122.91</b>

Market risk

Market risk is the risk that changes in market prices - such as foreign exchange rates and interest rates - will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Interest risk

Interest rate risk is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market interest rates. There are no borrowings in the financial statements. Hence, there is no concentration of interest rate risk.

Currency risk

The following tables demonstrate the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

Particulars	Change in rate		Effect on profit before tax		Effect on pre-tax equity	
	Increase	Decrease	Increase	Decrease	Increase	Decrease
<b>31 March 2025</b>						
USD	1%	1%	0.09	(0.09)	0.09	(0.09)
<b>31 March 2024</b>						
USD	1%	1%	0.02	(0.02)	0.02	(0.02)

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 46 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves. The primary objective of the Company's capital management is to maintain a strong capital base to ensure sustained growth in business and to maximise the shareholders value. The capital management focuses to maintain an optimal structure that balances growth and maximises shareholder value.

The Company manages its capital to ensure that it maximises the return to stakeholders through the optimisation of the capital structure. The Company monitors the return on capital as well as the level of dividends on its equity shares. The Company is predominantly equity financed which is evident from the capital structure. Further the Company has always been positive on its net cash position with cash and bank balances along with other treasury investments.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2025 and 31 March 2024.

NOTE 47 No material foreseeable losses was incurred for any long-term contract including derivative contracts during the current and previous financial year.

NOTE 48 DISCLOSURES PERTAINING TO SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECTION 186 OF THE COMPANIES ACT, 2013

(a) The Company has made investment in the following Companies:

	Relationship with the Company	Principal place of business	Share holding %	As at 31 March 2025	Allotment/ purchases during the year	As at 31 March 2025
<b>Investment in equity instruments</b>						
Orgafeed Private Limited (excluding financial guarantee of INR 5.99)	Subsidiary	India	99.99%	80.00	-	80.00
Global VetMed Concepts India Private Limited *	Associate	India	47.88%	-	-	-
Country Delight Dairy Limited	Subsidiary	Kenya	100.00%	0.67	-	0.67
Dodla Holdings Pte. Limited	Subsidiary	Singapore	100.00%	407.84	-	407.84

	Relationship with the Company	Principal place of business	Share holding %	As at 31 March 2024	Allotment/ purchases during the year	As at 31 March 2024
<b>Investment in equity instruments</b>						
Orgafeed Private Limited (excluding financial guarantee of INR 5.99)	Subsidiary	India	99.99%	80.00	-	80.00
Global VetMed Concepts India Private Limited *	Associate	India	47.88%	-	-	-
Country Delight Dairy Limited	Subsidiary	Kenya	100.00%	0.67	-	0.67
Dodla Holdings Pte. Limited	Subsidiary	Singapore	100.00%	407.84	-	407.84

\* The gross carrying value of investment amounting to INR 38.67 as at 31 March 2025 and 31 March 2024 has been fully impaired.





NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

(b) The Company has given unsecured interest bearing loans to its following subsidiary:

In the earlier years, the Board has approved an unsecured loan to Orgafeed Private Limited, carrying an interest rate of 9% p.a., repayable in 31 equal quarterly instalments. The loan was given for general business purposes.

During the previous year, the Board has approved a fresh unsecured loan to Orgafeed Private Limited, carrying an interest rate of 9% p.a, repayable in 32 equal quarterly instalments. The loan was given for general business purposes.

	As at 31 March 2024	Given during the year	Repaid during the year	As at 31 March 2025	Maximum balance outstanding during the year
Orgafeed Private Limited	310.50	12.50	(36.76)	286.24	323.01

	As at 31 March 2023	Given during the year	Repaid during the year	As at 31 March 2024	Maximum balance outstanding during the year
Orgafeed Private Limited	276.51	56.00	(22.00)	310.50	316.01

(C) Guarantee on behalf of the following subsidiary:

	As at 31 March 2024	Given during the year	Repaid during the year	As at 31 March 2025	Maximum balance outstanding during the year
Orgafeed Private Limited	300.00	-	-	300.00	300.00

	As at 31 March 2023	Given during the year	Repaid during the year	As at 31 March 2024	Maximum balance outstanding during the year
Orgafeed Private Limited	300.00	-	-	300.00	300.00

NOTE 49 LEASES - IN THE CAPACITY OF LESSEE

The following tables summarise the movement in lease liabilities:

	As at 31 March 2025	As at 31 March 2024
Balance at the beginning	129.80	137.73
Additions	24.44	28.17
Interest expenses	11.73	11.30
Deletions	(1.79)	(12.90)
Payment of lease liabilities	(32.26)	(34.50)
<b>Balance at the end</b>	<b>131.92</b>	<b>129.80</b>

As at balance sheet date, the Company is not exposed to future cashflows for extension/termination options, residual value guarantees and leases not commenced to which lessee is committed.

Maturity analysis – contractual undiscounted cash flows

	As at 31 March 2025	As at 31 March 2024
Less than one year	34.67	32.97
One to two years	28.34	26.44
Two to three years	23.26	21.97
Three to four years	21.66	18.61

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

	As at 31 March 2025	As at 31 March 2024
Four to five years	19.58	18.07
More than five years	52.25	61.64
<b>Total</b>	<b>179.76</b>	<b>179.70</b>

Lease liabilities included in the balance sheet

	As at 31 March 2025	As at 31 March 2024
Current	34.67	32.97
Non-current	97.25	96.83
<b>Total</b>	<b>131.92</b>	<b>129.80</b>

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

The Company has taken certain rented premises on lease with contract terms within one year and leases of low value. These leases are short-term in nature and the Company has elected not to recognise right-of-use-assets and lease liabilities for these assets.

"The effective interest rate for lease liabilities is 9.01%, with maturity between financial years 2025-2026 to 2037-2038. The Company has recognised expenses relating to short term leases and low value leases in the statement of profit and loss directly for which the recognition exemption has been applied. (Refer note 36).

The following are the amounts recognised in standalone statement of profit and loss

	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation on Right-of-use assets (refer note 4(v))	20.74	26.07
Interest on lease liabilities (refer note 34)	11.73	11.30
Expenses relating to short term leases and low value leases (refer note 36)	106.49	84.20
	<b>138.96</b>	<b>121.57</b>

Amounts recognised in Statement of Cashflows

Payment of lease liabilities	32.26	34.50
	<b>32.26</b>	<b>34.50</b>

NOTE 50 AUDIT TRAIL

The Company has used accounting software for maintaining its books of account 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, except for direct changes to data made using certain access rights in the accounting software, where the audit trail feature is only enabled from 03 March 2025 to 31 March 2025. Further no instance of audit trail feature being tampered with was noted in respect of accounting software(s) where the audit trail has been enabled at the database level.

Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.



NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 51 DISTRIBUTION MADE AND PROPOSED

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Cash dividends on equity shares declared and paid:</b>		
Interim dividend for the year ended 31 March 2025: INR 3 per share (31 March 2024: Nil)	180.98	-
<b>Proposed dividends on equity shares</b>		
Final dividend for the year ended 31 March 2025: INR 2 per share (31 March 2024: Nil)	120.66	-

Proposed final dividend on equity shares for the year ended 31 March 2025 is subject to approval at the annual general meeting and is not recognised as a liability as at 31 March 2025. The dividend declared/paid and proposed is in accordance with Section 123 of the Companies Act, 2013.

NOTE 52 ANALYTICAL RATIOS

Ratio	Numerator	Denominator	31 March 2025	31 March 2024	% variance	Reason for variance*
Current Ratio	Current Assets	Current Liabilities	3.90	2.65	47.18%	Change is on account of profit during the year
Debt - Equity Ratio	Lease liabilities	Shareholder's Equity	0.01	0.01	(17.84%)	NA
Debt service coverage Ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses like depreciation and other amortisations, interest expenses and other adjustments like gain on disposal of property, plant and equipment, etc	Debt service = Interest and Lease Payments	71.41	45.92	55.50%	Change is on account of increase in profitability during the year
Return on Equity (ROE)	Net Profits after taxes	Average Shareholder's Equity	21.30%	16.03%	32.88%	Change is on account of increase in profitability during the year
Inventory Turnover Ratio	Cost of goods sold = Cost of materials consumed + changes in inventories of finished goods and work-in-progress	Average Inventory	10.41	9.56	8.91%	NA
Trade Receivables turnover Ratio	Net sales = Total sales - sales return	Average Trade Receivables	321.64	338.80	(5.06%)	NA
Trade payables turnover Ratio	Net purchases = Gross purchases - purchase returns	Average Trade Payables	17.85	20.69	(13.76%)	NA
Net Capital turnover Ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	5.50	7.73	(28.87%)	Change is on account of profit during the year

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

Ratio	Numerator	Denominator	31 March 2025	31 March 2024	% variance	Reason for variance*
Net profit Ratio	Net Profit	Net sales = Total sales - sales return	7.39%	5.29%	39.63%	Change is on account of increase in other income and operational profits during the year
Return on capital employed	Earning before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	25.69%	20.43%	25.74%	Change is on account of increase in other income and operational profits during the year
Return on investment (Mutual Funds)	Realised/Unrealised gain on investment	Average investment in mutual funds during the year	7.83%	6.34%	23.41%	NA
Return on investment (Bonds and Debentures)	Realised/Unrealised gain on investment	Average investment in bonds and debentures during the year	7.20%	9.59%	(24.95%)	NA

\* Reason for variance is given for ratios having % change more than 25%.

NOTE 53 OTHER STATUTORY INFORMATION

A. Benami property

There are no proceeding initiated or pending against the Company as at 31 March 2025 and 31 March 2024, under Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) during the current and previous financial year.

B. Struck off companies

The Company does not have any transactions with companies struck off during current and previous financial year.

C. Registration of charges

The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

D. Crypto or virtual currency.

The Company has not traded in or invested in crypto or virtual currency during the current and previous financial year.

E. The Company has not advanced or loaned or invested funds to any other person or entity, including foreign entities (Intermediaries) with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

F. The Company has not received any fund from any person or entity, including foreign entities (Funding Party) with the understanding, whether recorded in writing or otherwise, that the Company shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries



NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

The Company has complied with the relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and the Companies Act, 2013 for the above transactions and the transactions are not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003).

G. Undisclosed incomes

The Company does not have any such transaction which is not recorded in the books of account 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).

H. Wilful defaulter

The Company is not declared a wilful defaulter by any bank or financial Institution or other lender.

NOTE 54 EVENTS AFTER THE REPORTING PERIOD

There are no events after the reporting period till 19 May 2025 which require any adjustment or additional disclosure in the financial statements.

As per our report of even date

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

per Mitesh K Parikh

Partner

Membership number: 225333

D. Sesha Reddy

Chairman

DIN: 00520448

Place: Hyderabad

For and on behalf of the Board of Directors of

Dodla Dairy Limited

CIN: L15209TG1995PLC020324

D. Sunil Reddy

Managing Director

DIN: 00794889

Place: Hyderabad

B.V.K. Reddy

Chief Executive Officer

Place: Hyderabad

R. Murali Mohan Raju

Chief Financial Officer

M. No. 213494

Place: Hyderabad

Surya Prakash Mungelkar

Company Secretary

M. No. A31877

Place: Hyderabad

Place: Hyderabad

Date: 19 May 2025

Date: 19 May 2025

INDEPENDENT AUDITOR'S REPORT

To the Members of Dodla Dairy Limited

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the consolidated financial statements of Dodla Dairy Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its associate comprising of the consolidated Balance sheet as at March 31 2025, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of material 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 and on the other financial information of the subsidiaries and its associate, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("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 Group and its associate as at March 31, 2025, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. 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 and its associate 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 Act 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 audit opinion on the consolidated financial statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2025. 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. For the matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matter described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying consolidated financial statements.





INDEPENDENT AUDITOR’S REPORT (Contd.)

Key audit matters	How our audit addressed the key audit matter
<b>Impairment of Goodwill recognised</b> (as described in note 3(d) and note 6 of the consolidated financial statements)	
The carrying value of Goodwill aggregates to Rs. 515.70 million as at March 31, 2025. Goodwill is annually tested for impairment. The Holding Company performs such assessment of Goodwill for each cash generating unit (CGU) to identify any indicators of impairment.	Our audit procedures included and were not limited to the following: <ul style="list-style-type: none"><li>Assessed the appropriateness of accounting policy for impairment testing of goodwill with the relevant accounting standards.</li><li>Evaluated the design and implementation of key internal financial controls of the Holding Company with respect to the impairment assessment of Goodwill and tested operating effectiveness of such controls.</li><li>Gained an understanding of and evaluated the methodology used by management to prepare its cash flow forecasts and the appropriateness of the assumptions applied. In making this assessment, we also evaluated the competence, professional qualification, and objectivity of the Holding Company’s personnel involved in the process.</li><li>Tested budgeting procedures upon which the cash flow forecasts were based. We have also compared the actual past performances with the budgeted figures.</li><li>Involved our internal subject matter specialists to evaluate the appropriateness of key assumptions, key estimates and methodology used by the Holding Company, in particular, those relating to the forecast of the discount rate and terminal growth rate etc.</li><li>Performed sensitivity analysis of the key assumptions (growth rates, sales forecast, etc.) used to determine which changes to assumptions would change the outcome of impairment assessment;</li><li>Tested the arithmetical accuracy of the models.</li><li>Assessed the adequacy of the disclosures in the consolidated financial statements.</li></ul>
The recoverable amount of the CGUs which is based on the higher of the value in use or fair value less costs to sell, has been determined using discounted cash flow models. These models use several key assumptions, including estimates of future sales volumes, prices, operational costs, capex, terminal value growth rates and the discount rate.	
Considering the inherent uncertainty, complexity and judgment involved and the significance of the value of the asset, impairment assessment of Goodwill has been considered as a key audit matter.	

OTHER INFORMATION

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 financial statements and our auditor’s report thereon.

Our opinion on the consolidated 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 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 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 AND THOSE CHARGED WITH GOVERNANCE 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 terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group including its associate in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective

INDEPENDENT AUDITOR’S REPORT (Contd.)

companies 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 the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated 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 and of its associate are responsible for assessing the ability of their respective companies 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 Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group and of its associate are also responsible for overseeing the financial reporting process of their respective companies.

**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 consolidated 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 consolidated 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 Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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 ability of the Group and its associate 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 consolidated 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 Group and its associate to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated 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 of which we are the independent auditors, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities and associate 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.



## INDEPENDENT AUDITOR'S REPORT (Contd.)

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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 for the financial year ended March 31, 2025 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## OTHER MATTERS

- (a) We did not audit the financial statements and other financial information, in respect of 5 subsidiaries, whose financial statements include total assets of Rs. 3,382.79 million as at March 31, 2025, and total revenues of Rs 6,363.61 million and net cash outflows of Rs 194.13 million for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. The consolidated financial statements also include the Group's share of net profit/loss of Rs. Nil for the year ended March 31, 2025, as considered in the consolidated financial statements, in respect of 1 associate, whose financial statements, other financial information have been audited by other auditors and whose reports have been furnished to us by the Management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and associate, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associate, is based solely on the reports of such other auditors.

Certain of these subsidiaries are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiary company and associate company, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xxi) of the Order.
2. 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 and associate, as noted in the 'other matter' paragraph we report, to the extent applicable, that:
  - (a) We/the other auditors whose report 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 financial statements;
  - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination

## INDEPENDENT AUDITOR'S REPORT (Contd.)

- of those books and reports of the other auditors except for the matters stated in the paragraph 2 (i) (vi) below on reporting under Rule 11(g);
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 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 company and associate company, none of the directors of the Group's company, and its associate, incorporated in India, is disqualified as on March 31, 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 with reference to consolidated financial statements of the Holding Company and its subsidiary company, and associate company, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiary and associate, the managerial remuneration for the year ended March 31, 2025 has been paid by the Holding Company, its subsidiary and its associate incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2 (b) above on reporting under Section 143(3)(b) and paragraph 2 (i) (vi) below on reporting under Rule 11(g).

- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us 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 and associate, as noted in the 'Other matter' paragraph:
  - i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group and its associate in its consolidated financial statements – Refer note 40 to the consolidated financial statements;
  - ii. The Group and its associate did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2025;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiary and associate, incorporated in India during the year ended March 31, 2025.
  - iv. a) The respective managements of the Holding Company and its subsidiary and associate which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary and associate respectively that, to the best of its knowledge and belief, as disclosed in the note 50 to the consolidated financial statements, 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 Holding Company or any of such subsidiary and associate to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf

INDEPENDENT AUDITOR’S REPORT (Contd.)

of the respective Holding Company or any of such subsidiary and associate (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- b) The respective managements of the Holding Company and its subsidiary and associate which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary and associate respectively that, to the best of its knowledge and belief, as disclosed in the note 50 to the consolidated financial statements, no funds have been received by the respective Holding Company or any of such subsidiary and associate from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary and associate shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiary and associate which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor’s notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- v. The interim dividend declared and paid during the year by the Holding Company until the date of the audit report of such Holding Company, is in accordance with section 123 of the Act.

As stated in note 51 to the consolidated financial statements, the Board of Directors of the Holding Company, have proposed final dividend for the year which is subject to the approval of the members of the Holding Company at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.

- vi. Based on our examination which included test checks and that performed by the respective auditors of the subsidiary and associate which are companies incorporated in India whose financial statements have been audited under the Act, the Holding Company, its subsidiary and its associate incorporated in India have used accounting software for maintaining its books of account 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 except for direct changes at database level when using certain access rights in the accounting software, where the audit trail feature is only enabled from March 03, 2025 to March 31, 2025 as described in note 49 to the consolidated financial statements. Further, during the course of our audit, we and respective auditors of the above referred subsidiary and associate did not come across any instance of audit trail feature being tampered with in respect of the accounting software where audit trail has been enabled. Additionally, the audit trail of prior years has been preserved by the Holding Company, its subsidiary and its associate incorporated in India as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

For **S.R. Batliboi & Associates LLP**  
Chartered Accountants  
ICAI Firm Registration Number: 101049W/E300004

**per Mitesh K Parikh**  
Partner  
Place of Signature:                      Membership Number: 225333  
Hyderabad  
Date: May 19, 2025                      UDIN: 25225333BMLXLP1038

**ANNEXURE 1** referred to in paragraph under the heading “Report on other legal and regulatory requirements” of our report of even date on the consolidated financial statements of Dodla Dairy Limited (“the Holding Company”)  
**In terms of the information and explanations sought by us and given by the Holding Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:**

- 3(xxi) There are no qualifications or adverse remarks in the Companies (Auditors Report) Order (CARO) reports issued by us for the Holding Company and by the respective auditors in the CARO reports of the subsidiary and associate company included in the consolidated financial statements.

For **S.R. Batliboi & Associates LLP**  
Chartered Accountants  
ICAI Firm Registration Number: 101049W/E300004

**per Mitesh K Parikh**  
Partner  
Membership Number: 225333  
UDIN: 25225333BMLXLP1038

Place of Signature: Hyderabad  
Date: May 19, 2025





ANNEXURE 2 to the Independent Auditor’s Report of even date on the consolidated financial statements of Dodla Dairy Limited

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

In conjunction with our audit of the consolidated financial statements of Dodla Dairy Limited (hereinafter referred to as the “Holding Company”) as of and for the year ended March 31, 2025, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary (the Holding Company and its subsidiary together referred to as “the Group”) and its associate, which are companies incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the companies included in the Group and its associate, which are companies incorporated in India, are 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 issued by the Institute of Chartered Accountants of India (ICAI). 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 Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. 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 consolidated financial statements 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, 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 Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

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

ANNEXURE 2 (Contd.)

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, 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 with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements 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 Group and its associate, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls 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 Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

OTHER MATTERS

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements of the Holding Company, in so far as it relates to the 1 subsidiary and 1 associate, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiary and associate incorporated in India.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004

per Mitesh K Parikh

Partner

Place of Signature:

Membership Number: 225333

Hyderabad

Date: May 19, 2025

UDIN: 25225333BMLXLP1038



CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where 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	6,712.83	6,286.93
Capital work-in-progress	5	118.72	123.63
Goodwill	6	515.70	515.70
Other intangible assets	6	30.13	71.69
Right-of-use assets	4(v)	237.16	251.17
Biological assets other than bearer plants			
(i) Matured biological assets	7	6.13	7.57
(ii) Immatured biological assets	7	2.38	1.50
Financial assets			
(i) Investments	8	132.03	129.44
(ii) Loans	9	-	-
(iii) Other financial assets	15	150.13	178.60
Non-current tax asset (net)	27	54.24	61.33
Deferred tax assets (net)	21	0.29	0.19
Other non-current assets	10	102.86	65.68
<b>Total non-current assets</b>		<b>8,062.60</b>	<b>7,693.43</b>
<b>Current assets</b>			
Inventories	11	1,617.22	3,891.80
Financial assets			
(i) Investments	12	6,307.63	1,832.34
(ii) Trade receivables	13	123.16	105.07
(iii) Cash and cash equivalent	14 (a)	897.45	1,033.83
(iv) Bank balances other than (iii) above	14 (b)	118.43	0.55
(v) Other financial assets	15	67.58	46.24
Other current assets	16	112.55	173.85
<b>Total current assets</b>		<b>9,244.02</b>	<b>7,083.68</b>
<b>Total assets</b>		<b>17,306.62</b>	<b>14,777.11</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	17	603.28	594.93
Other equity	18	13,456.22	10,793.76
<b>Equity attributable to shareholders of the Company</b>		<b>14,059.50</b>	<b>11,388.69</b>
Non-controlling interest		-	-
<b>Total equity</b>		<b>14,059.50</b>	<b>11,388.69</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(i) Borrowings	19	237.50	287.50
(ii) Lease liabilities	48	101.20	115.72
Provisions	22	143.62	108.28
Government grants	20	13.94	16.87
Deferred tax liabilities (net)	21	260.30	238.87
<b>Total non-current liabilities</b>		<b>756.56</b>	<b>767.24</b>
<b>Current liabilities</b>			
Financial liabilities			
(i) Borrowings	23	50.00	12.50
(ii) Lease liabilities	48	35.64	42.15
(iii) Trade payables			
(a) Total outstanding dues of micro enterprises and small enterprises; and	24	51.65	43.41
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	24	1,503.39	1,440.44
(iv) Other financial liabilities	25	490.36	496.15
Government grants	20	2.95	2.87
Other current liabilities	28	127.11	95.41
Provisions	26	70.19	156.69
Current tax liabilities (net)	27	159.27	331.56
<b>Total current liabilities</b>		<b>2,490.56</b>	<b>2,621.18</b>
<b>Total liabilities</b>		<b>3,247.12</b>	<b>3,388.42</b>
<b>Total equity and liabilities</b>		<b>17,306.62</b>	<b>14,777.11</b>

Material accounting policies 3  
The accompanying notes form an integral part of the consolidated financial statements

As per our report of even date

**For S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

**per Mitesh K Parikh**

Partner

Membership number: 225333

**D. Sesha Reddy**

Chairman

DIN: 00520448

Place: Hyderabad

**For and on behalf of the Board of Directors of**

**Dodla Dairy Limited**

CIN: L15209TG1995PLC020324

**D. Sunil Reddy**

Managing Director

DIN: 00794889

Place: Hyderabad

**B.V.K. Reddy**

Chief Executive Officer

Place: Hyderabad

**R. Murali Mohan Raju**

Chief Financial Officer

M. No. 213494

Place: Hyderabad

**Surya Prakash Mungelkar**

Company Secretary

M. No. A31877

Place: Hyderabad

Place: Hyderabad

Date: 19 May 2025

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

Particulars	Note No.	For the year ended 31 March 2025	For the year ended 31 March 2024
Revenue from operations	29	37,200.65	31,254.65
Other income	30	532.94	274.14
<b>Total income</b>		<b>37,733.59</b>	<b>31,528.79</b>
<b>Expenses</b>			
Cost of materials consumed	31	24,670.10	25,823.57
Decrease/(increase) in inventories of finished goods, work-in-progress and stock-in-trade	32	2,319.52	(3,002.10)
Employee benefits expense	33	1,599.15	1,360.43
Finance costs	34	37.06	24.00
Depreciation and amortisation expense	35	746.34	700.69
Other expenses	36	4,803.64	4,184.28
<b>Total expenses</b>		<b>34,175.81</b>	<b>29,090.87</b>
<b>Profit before share of equity accounted investee and tax</b>		<b>3,557.78</b>	<b>2,437.92</b>
<b>Share of profit of equity accounted investee (net of tax)</b>		<b>-</b>	<b>-</b>
<b>Profit before tax</b>		<b>3,557.78</b>	<b>2,437.92</b>
<b>Tax expense/(credit)</b>			
- Current tax	37	933.86	767.46
- Adjustment of current tax relating to earlier years	37	-	(5.25)
- Deferred tax	37	24.62	8.35
<b>Total tax expense/(credit)</b>		<b>958.48</b>	<b>770.56</b>
<b>Profit for the year (A)</b>		<b>2,599.30</b>	<b>1,667.36</b>
<b>Other comprehensive income</b>			
Items that will be reclassified subsequently to the statement of profit and loss			
Exchange differences on translating the financial statements of foreign operations	38	84.06	4.13
Items that will not be reclassified subsequently to the statement of profit and loss			
Remeasurement loss on the net defined benefit plan	38	(13.05)	(6.86)
Income tax on above	37	3.29	1.73
<b>Other comprehensive income/(loss) for the year, net of tax (B)</b>		<b>74.30</b>	<b>(1.00)</b>
<b>Total comprehensive income for the year, net of tax (A+B)</b>		<b>2,673.60</b>	<b>1,666.36</b>
<b>Profit for the year attributable to:</b>			
Shareholders of the Company		2,599.30	1,667.36
Non-controlling interest		-	-
<b>Profit for the year</b>		<b>2,599.30</b>	<b>1,667.36</b>
<b>Other comprehensive income for the year attributable to:</b>			
Shareholders of the Company		74.30	(1.00)
Non-controlling interest		-	-
<b>Other comprehensive income for the year</b>		<b>74.30</b>	<b>(1.00)</b>
<b>Total comprehensive income for the year attributable to:</b>			
Shareholders of the Company		2,673.60	1,666.36
Non-controlling interest		-	-
<b>Total comprehensive income for the year</b>		<b>2,673.60</b>	<b>1,666.36</b>
<b>Earnings per share (nominal value of equity shares of INR 10 each, fully paid-up)</b>			
Basic [in INR]	39	43.27	28.03
Diluted [in INR]		43.27	27.75

Material accounting policies 3  
The accompanying notes form an integral part of the consolidated financial statements

As per our report of even date

**For S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

**per Mitesh K Parikh**

Partner

Membership number: 225333

**D. Sesha Reddy**

Chairman

DIN: 00520448

Place: Hyderabad

**For and on behalf of the Board of Directors of**

**Dodla Dairy Limited**

CIN: L15209TG1995PLC020324

**D. Sunil Reddy**

Managing Director

DIN: 00794889

Place: Hyderabad

**B.V.K. Reddy**

Chief Executive Officer

Place: Hyderabad

**R. Murali Mohan Raju**

Chief Financial Officer

M. No. 213494

Place: Hyderabad

**Surya Prakash Mungelkar**

Company Secretary

M. No. A31877

Place: Hyderabad

Place: Hyderabad

Date: 19 May 2025

Date: 19 May 2025



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

a. Equity share capital

Particulars	Amount
Balance as at 01 April 2023	594.93
Issue of shares during the year	-
Balance as at 31 March 2024	594.93
Issue of shares during the year	8.35
Balance as at 31 March 2025	603.28

b. Other equity

Particulars	Other equity					Total equity attributable to shareholders of the Company	Attributable to non-controlling interest	Total
	Reserves and surplus							
	Capital redemption reserve	Securities premium	Foreign currency translation reserve	Share options outstanding account	Retained earnings			
Balance as at 01 April 2024	12.00	1,980.20	120.73	30.67	8,650.16	10,793.76	-	10,793.76
Net profit after tax transferred from the statement of profit and loss	-	-	-	-	2,599.30	2,599.30	-	2,599.30
Issue of shares on exercise of stock options	-	200.51	-	(30.67)	-	169.84	-	169.84
Exchange differences in translating financial statements of foreign operations	-	-	84.06	-	-	84.06	-	84.06
Dividend on equity shares (refer note 51)	-	-	-	-	(180.98)	(180.98)	-	(180.98)
Remeasurement of the net defined benefit plan, net of tax effect	-	-	-	-	(9.76)	(9.76)	-	(9.76)
Balance as at 31 March 2025	12.00	2,180.71	204.79	-	11,058.72	13,456.22	-	13,456.22

Particulars	Other equity					Total equity attributable to shareholders of the Company	Attributable to non-controlling interest	Total
	Reserves and surplus							
	Capital redemption reserve	Securities premium	Foreign currency translation reserve	Share options outstanding account	Retained earnings			
Balance as at 01 April 2023	12.00	1,980.20	116.60	30.67	6,987.93	9,127.40	-	9,127.40
Net profit after tax transferred from the statement of profit and loss	-	-	-	-	1,667.36	1,667.36	-	1,667.36
Exchange differences in translating financial statements of foreign operations	-	-	4.13	-	-	4.13	-	4.13
Remeasurement of the net defined benefit plan, net of tax effect	-	-	-	-	(5.13)	(5.13)	-	(5.13)
Balance as at 31 March 2024	12.00	1,980.20	120.73	30.67	8,650.16	10,793.76	-	10,793.76

The accompanying notes form an integral part of the consolidated financial statements

As per our report of even date

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

per Mitesh K Parikh

Partner

Membership number: 225333

Place: Hyderabad

Date: 19 May 2025

D. Sesha Reddy

Chairman

DIN: 00520448

Place: Hyderabad

Date: 19 May 2025

For and on behalf of the Board of Directors of

Dodla Dairy Limited

CIN: L15209TG1995PLC020324

D. Sunil Reddy

Managing Director

DIN: 00794889

Place: Hyderabad

R. Murali Mohan Raju

Chief Financial Officer

M. No. 213494

Place: Hyderabad

B.V.K. Reddy

Chief Executive Officer

Place: Hyderabad

Surya Prakash Mungelkar

Company Secretary

M. No. A31877

Place: Hyderabad

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

	For the year ended 31 March 2025	For the year ended 31 March 2024
Cash flows from operating activities		
Profit before tax	3,557.78	2,437.92
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	746.34	700.69
Changes in fair value of biological assets	(2.28)	(1.22)
Loss on sale/retirement of property, plant and equipment, net	4.20	6.58
Loss on sale/discard of biological assets, net	1.60	3.03
Interest income	(80.02)	(106.38)
Finance costs	37.06	24.00
Dividend from current/non-current investment	(1.68)	-
Profit on sale of investments in mutual funds, net	(110.24)	(58.76)
Fair value gain on financial assets measured at fair value through profit and loss	(171.16)	(35.59)
Impairment (reversal)/allowance on doubtful advances, net	(2.35)	0.56
Impairment allowance on trade receivables, net	9.83	1.76
Bad debts written off	1.86	2.62
Amortisation of government grants	(2.85)	(2.90)
Gain on account of foreign exchange fluctuations, net	(6.06)	(13.40)
Liabilities no longer required, written back	(94.71)	-
Operating profit before working capital changes	3,887.32	2,958.91
Working capital adjustments		
Increase in trade receivables	(26.97)	(22.90)
Decrease/(increase) in inventories	2,294.02	(2,691.83)
Increase in other financial assets	(14.50)	(34.50)
Decrease in other current and non-current assets	67.69	83.19
Increase in trade payables and other financial liabilities	28.64	311.06
Increase in provisions	30.50	12.58
Increase in other current and non-current liabilities	30.80	9.23
Cash generated from operations	6,297.50	625.74
Income taxes paid, net	(1,099.63)	(632.86)
Net cash flows from/(used in) operating activities	5,197.87	(7.12)
Cash flows from investing activities		
Acquisition of property, plant and equipment and intangible assets	(1,100.12)	(1,065.49)
Proceeds from sale of property, plant and equipment	20.82	20.78
Proceeds from sale of biological assets	1.24	4.93
Purchase of investments (mutual funds, bonds and debentures)	(19,952.24)	(12,679.84)
Proceeds from sale of investments (mutual funds, bonds and commercial papers)	15,757.98	13,413.25
Interest received	104.32	109.83
Dividend from current/non-current investment	1.68	-
Investment in bank deposits (having original maturity of more than three months)	(822.60)	(100.00)
Redemption of bank deposits (having original maturity of more than three months)	706.21	596.71
Net cash flows (used in)/from investing activities	(5,282.70)	300.17





CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Cash flows from financing activities</b>		
Proceeds from borrowings	-	120.00
Repayment of borrowings	(12.50)	-
Issue of shares	178.19	-
Payment of dividend	(180.98)	-
Payment of principal portion of lease liabilities and interest	(39.26)	(123.33)
Finance costs paid	(22.47)	(9.17)
<b>Net cash flows used in financing activities</b>	<b>(77.02)</b>	<b>(12.50)</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>	<b>(161.85)</b>	<b>280.55</b>
Cash and cash equivalents at the beginning of the year	1,033.83	750.46
Effect of exchange differences on translation of foreign currency cash and cash equivalents	25.47	2.82
<b>Cash and cash equivalents at end of the year (refer note below)</b>	<b>897.45</b>	<b>1,033.83</b>

Note:

Cash and cash equivalents as per above comprise of the following:

	As at 31 March 2025	As at 31 March 2024
Balances with banks		
- in current accounts	647.46	509.74
- in deposit accounts (with original maturity of less than three months)	218.22	505.01
Cash on hand	31.77	19.08
<b>Balances as per statement of cash flows</b>	<b>897.45</b>	<b>1,033.83</b>

Refer note 14 for change in liabilities arising from financing activities and for non-cash investing activities.

The accompanying notes form an integral part of the consolidated financial statements

As per our report of even date

**For S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

**per Mitesh K Parikh**

Partner

Membership number: 225333

Place: Hyderabad

Date: 19 May 2025

**D. Sesha Reddy**

Chairman

DIN: 00520448

Place: Hyderabad

Date: 19 May 2025

**For and on behalf of the Board of Directors of**

**Dodla Dairy Limited**

CIN: L15209TG1995PLC020324

**D. Sunil Reddy**

Managing Director

DIN: 00794889

Place: Hyderabad

**R. Murali Mohan Raju**

Chief Financial Officer

M. No. 213494

Place: Hyderabad

**B.V.K. Reddy**

Chief Executive Officer

Place: Hyderabad

**Surya Prakash Mungelkar**

Company Secretary

M. No. A31877

Place: Hyderabad

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 1 CORPORATE INFORMATION**

Dodla Dairy Limited ('the Company') was incorporated on 15 May 1995. The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The Registered office of the Company is situated at 8-2-293/82/A/270-Q, Road No. 10-C, Jubilee hills, Hyderabad, India. These consolidated financial statements comprise the Company and its subsidiaries (collectively referred to as the 'Group') and the Group's interest in associate. The Group is primarily in the business of processing/production of milk and production of milk products. The Company's shares are listed on the BSE Limited and National Stock Exchange of India Limited. The consolidated financial statements were approved for issue by the Company's Board of Directors on 19 May 2025.

**NOTE 2 BASIS OF PREPARATION**

**A. Statement of compliance**

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the consolidated financial statements notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act on a historical cost basis except for certain financial instruments which are measured at fair values. The Group has prepared the financial statements on the basis that it will continue to operate as a going concern.

Details of the Group's material accounting policies are included in note 3.

**B. Functional and presentation currency**

These consolidated financial statements are presented in Indian Rupees (INR), which is also the parent company's functional currency. All amounts have been rounded-off to the nearest millions (INR 000,000), unless otherwise indicated.

**C. Basis of measurement**

The consolidated financial statements have been prepared on a historical cost basis, except for the following items:

Items	Measurement basis
Investment in mutual funds	Fair value
Biological assets	Fair value less cost to sell
Share based payment	Fair value
Net defined benefit (asset)/liability	Fair value of plan assets less present value of defined benefit plan

**D. Use of estimates and judgements**

In preparing these consolidated 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.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

**Judgements**

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

- Note 48 - leases: determination of lease term of contracts with renewal and termination options – Group as a lessee
- Note 11 - inventories: valuation of inventories

**Assumptions and estimation uncertainties**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the next year financial statements is included in the following notes:

- Note 7 - determining the fair value of biological assets on the basis of significant unobservable inputs;
- Note 22 - measurement of defined benefit plan: key actuarial assumptions;
- Note 40 - recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

- Note 4 - useful life of property, plant and equipment
- Note 6(i) - impairment of goodwill
- Note 45 - impairment of financial assets
- Note 48 - lease liabilities - measurement of incremental borrowing costs.
- Note 51 - determination of purchase price allocation and valuation of intangible assets
- Note 11 - inventories: determination of net realisable value

### E. Measurement of fair values

Certain accounting policies and disclosures of the Group require the measurement of fair values, for both financial and non financial assets and liabilities.

In determining the fair value of its financial instruments, the Group uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis and available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may never actually be realised.

The valuation team regularly reviews significant unobservable inputs and valuation adjustments.

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).

When measuring the fair value of an asset or a liability, Group uses observable market data. If the inputs used to measure the fair value of an asset or a liability falls into the 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.

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

- Note 7 - Biological assets other than bearer plants
- Note 45 - Financial instruments
- Note 17(g) - Share based payment arrangement

### F. Current versus non-current classification

All assets and liabilities are classified into current and non-current.

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

- It is expected to be realised or intended to be sold or consumed in Group's normal operating cycle;
- It is held primarily for the purpose of trading;
- It is expected to be realised within twelve months after the reporting period; or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

Apart from the above, current assets also include the current portion of non-current financial assets. All other assets are classified as non-current.

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

- It is expected to be settled in Group's 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 date."

Apart from the above, current liabilities also include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

**Operating cycle** - The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle for the purpose of current and non-current classification of assets and liabilities.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

### G. Basis of consolidation

#### (i) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-recognised from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Inter company transactions, balances and unrealised gains on transactions between Group Companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

#### (ii) Non - controlling interests (NCI)

NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition.

Changes in the Group's equity interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

#### (iii) Associates

Associates are all entities over which the Group has significant influence but not control or joint control over the financial and operating policies.

Interests in associates are accounted for using the equity method. They are initially recognised at cost which includes transaction cost. Subsequent to initial recognition, the consolidated financial statements include the Group's share of profit or loss and other comprehensive income of equity accounted investees until the date on which significant influence ceases.

#### (iv) Equity method

Under the equity method of accounting, the investments are initially recognised at cost which includes transaction costs and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit and loss, and the Group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

#### (v) Transactions eliminated on consolidation

Intra - Group balances and transactions, and any unrealised income and expenses arising from intra - Group transactions, are eliminated. Unrealised gains arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the Investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

(vi) Subsidiaries and associate companies considered in the consolidated financial statements:

Name of the Company	Country of incorporation	Ownership interest (in %)	Ownership interest (in %)
		As at 31 March 2025	As at 31 March 2024
Subsidiary companies:			
Dodla Holdings Pte Limited	Singapore	100.00	100.00
Lakeside Dairy Limited	Uganda	100.00	100.00
Dodla Dairy Kenya Limited	Kenya	99.90	99.90
Orgafeed Private Limited	India	99.99	99.99
Country Delight Dairy Limited	Kenya	100.00	100.00
Associates:			
Global VetMed Concepts Private Limited	India	47.88	47.88

(vii) Principles of consolidation

These consolidated financial statements have been prepared by consolidation of the financial statements of the Company and its subsidiaries on a line-by-line basis after fully eliminating the inter-company transactions.

NOTE 3 MATERIAL ACCOUNTING POLICIES

(a) Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment, are measured at cost (which includes capitalised borrowing costs, if any) less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment includes its purchase price, including import duties and non refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials, direct labour and any other costs directly attributable to bringing the item to its intended working condition and estimated costs of dismantling, removing and restoring the site on which it is located, wherever applicable.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss. On transition to Ind AS, the Group had elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.

ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

iii. Depreciation

Depreciation on property, plant and equipment (other than for those class of assets specifically mentioned below) is calculated on a straight-line basis as per the useful lives prescribed and in the manner laid down under Schedule II to the Companies Act, 2013 and additions and deletions are restricted to the period of use. If the Management's estimate of the useful life of a property, plant and equipment is different than that envisaged in the aforesaid Schedule, depreciation is provided based on the Management's estimate of the useful

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

life. Pursuant to this policy, depreciation on the following class of property, plant and equipment has been provided at the rates based on the following useful lives of property, plant and equipment as estimated by Management which is different from the useful life prescribed under Schedule II of the Companies Act, 2013:

Asset*	Useful life
Laboratory equipment	3 years
Aluminium milk cans	10 years
Building - RCC framework	30 years
Freezers and coolers	3 years

\*for these class of assets, the Management believes, based on technical evaluation carried out by them internally, that the useful life as given above best represent the period over which the Management expects to use these assets. Hence, the useful life for these assets is different from the useful life as in Schedule II of the Act. Freehold land is not depreciated.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, if appropriate.

Depreciation on additions/disposals is provided on a pro-rata basis, i.e., from/upto the date on which asset is ready for use/ disposed off.

iv. Capital work-in-progress

Capital work-in-progress is stated at cost, net of accumulated impairment loss, if any.

(b) Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment.

Intangible assets acquired in a business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date (which is regarded as their cost). Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets are amortised over their estimated useful life on a straight-line basis as follows:

Asset	Useful life
Computer software	3 years
Brands	3-5 years
Non-compete arrangements	5 years
Distribution network	5 years

An intangible asset is de-recognised on disposal, or when no future economic benefits are expected from use. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in 'other income' of consolidated statement of profit and loss when the asset is derecognised. On transition to Ind AS, the Group had elected to continue with the carrying value of all Intangible assets measured as per the previous GAAP and use that carrying value as the deemed cost of Intangible assets. Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate."

(c) Biological assets

Biological assets i.e. living animals, are measured at fair value less cost to sell. Costs to sell include the minimal transportation charges for transporting the cattle to the market but excludes finance costs and income taxes. Changes in fair value of livestock are recognised in the statement of profit and loss. Costs such as vaccination, fodder and other expenses are expensed as incurred. The animals reared from conception (calf) and heifers are classified as 'immatured biological assets' until the animals become productive. All the productive animals are classified as "matured biological assets".

(d) Impairment

i. Financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss. The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of





## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12 month ECL.

**ii. Non -financial assets**

The Group's non-financial assets, other than biological assets, inventories and deferred tax 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, 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. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

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 CGU to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognised in the statement of profit and loss is measured as the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there

has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

**(e) Leases**

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. 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 for consideration.

*Group as a lessee*

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

**i. Right-of-use assets**

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The Group's lease asset classes primarily consist of leases for buildings, leasehold land and plant and machinery.

**ii. Lease Liabilities**

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

**iii. Short-term leases and leases of low-value assets**

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

**(f) Inventories**

Inventories comprise of raw materials and packing materials, work-in-progress, finished goods, stock-in-trade and stores and spares and are carried at

the lower of cost and net realisable value. The cost of all categories of inventories is based on the weighted average cost method and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. The comparison of cost and net realisable value is made on an item-by-item basis.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

Goods-in-transit are valued at cost which represents the costs incurred upto the stage at which the goods are in-transit.

**(g) Financial instruments****i. Recognition and initial measurement**

The Group initially recognises financial assets (excluding trade receivables) and financial liabilities when it becomes a party to the contractual provisions of the instrument. Trade receivables are initially recognised when they are originated.

**ii. Classification and subsequent measurement**

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- fair value through other comprehensive income (FVOCI) - equity investment; or
- fair value through profit and loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

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.

On initial recognition of an equity investment that is not held for trading, the Group 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 Group 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.

### Financial Assets

#### *Financial assets carried at amortised cost*

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

#### *Financial assets at fair value through other comprehensive income*

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments

of principal and interest on the principal amount outstanding.

#### *Financial assets at fair value through profit or loss*

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

### Financial liabilities

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

### Investment in associate

Investment in associate is carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

### iii. Derecognition

#### *Financial assets*

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial assets are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group 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.

#### *Financial liabilities*

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

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 a new financial liability with modified terms is recognised in the statement of profit and loss.

### iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or realise the asset and settle the liability simultaneously.

### (h) Revenue recognition

The Group is engaged in sale of milk and milk products. Revenue from the sale of goods is recognised when control of the goods has transferred to the customers which is either upon dispatch or upon receipt of goods by the customer. At that point there are no unfulfilled obligations that could affect the customer's acceptance of the goods. Income from services rendered is recognised based on agreements/arrangements with the customers and when services are rendered by measuring progress towards satisfaction of performance obligation for such services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. Amounts disclosed as revenue are net of returns, trade discounts, cash discount, allowances and volume rebates, taxes collected and amounts collected on behalf of third parties. Revenue is recognised to the extent it is probable that the economic benefits will flow to the Group and the revenue and costs, if applicable, can be measured reliably.

#### *Contract balances*

#### *Trade receivables*

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

#### *Contract liabilities*

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier)

from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

### (i) Interest income

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in other income in the statement of profit and loss.

### (j) Earnings per share (EPS)

Basic earnings per share is computed by dividing the net profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and that either reduces earnings per share or increases loss per share are included.

### (k) Dividend

The Group recognises a liability to pay dividend to equity holders of the Company when the distribution is authorised, and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

### (l) Foreign currencies

#### i. Foreign currency transactions

Transactions in foreign currencies are initially recorded by the Group at their functional currency spot rates at the date the transaction. Monetary assets and liabilities denominated



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

in foreign currency are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Group's monetary items at the closing rates, are recognised in profit and loss as income or expenses in the period in which they arise. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rates at the date of transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

### ii. Foreign operations

The assets and liabilities of foreign subsidiaries are translated into INR, the functional currency of the Group, at the exchange rates at the reporting date. The income and expenses of foreign subsidiaries are translated into functional currency at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

### (m) Government grants

Grants from the government are recognised initially as deferred income at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions. Government grants relating to income are deferred and recognised in the profit and loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income. Government grants relating to the purchase of property, plant and equipment are included in non-current/current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets and presented within other income.

### (n) Income taxes:

Income-tax expense for the year comprise of current and deferred tax. It is recognised in profit and loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income ("OCI").

### i. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

### ii. Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of transaction.
- temporary differences related to investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used.

Deferred tax assets recognised or unrecognised are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

The Group offsets, the current tax assets and liabilities (on a year on year basis) and deferred tax assets and liabilities, where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis.

### (o) Borrowing costs

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition or construction of those property, plant and equipment which necessarily takes a substantial period of time to get ready for their intended use are capitalised. All other borrowing costs are expensed in the period in which they incur in the statement of profit and loss.

### (p) Provisions and contingent liabilities

Provisions are recognised when the Group 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. 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.

### i. Contingent liabilities

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

### (q) Employee benefits

#### i. Short-term employee benefits

Short-term employee benefits obligation are measured on an undiscounted basis and are

expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

### ii. Share based payment transactions

The grant date fair value of equity settled share-based payment awards granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as expense is based on the estimate of the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that do meet the related service and non-market vesting conditions at the vesting date.

### iii. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Group makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefits expense in profit and loss in the periods during which the related services are rendered by employees.

### iv. Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit plan is performed annually by a qualified actuary using the projected unit credit method.





## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in rupees millions, except share and per share data and where otherwise stated)

When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit plan at the beginning of the annual period to the then net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

**v. Other long-term benefits**

The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilised wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit. The Group records an obligation for such compensated absences in the period in which the employee renders the services that

increases this entitlement. The obligation is measured on the basis of independent actuarial obligation using the projected unit credit method.

**(r) Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

**(s) Cash flow statement**

Cash flows are reported using indirect method, whereby net profits 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 regular revenue generating (operating activities), investing and financing activities of the Group are segregated.

**(t) New and amended standards**

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended 31 March 2025, MCA has notified the following standards or amendments to the existing standards.

(i) Ind As 117 – Insurance Contracts

(i) Ind As 116 – Sale and leaseback

The amendments of the above standard are not expected to have a material impact for the Group.

**(u) Standards notified but not yet effective**

There are no standards that are notified and not yet effective as on the date.

**(v) Climate - related matters**

The Group considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the Group due to both physical and transition risks. Even though climate-related risks might not currently have a significant impact on measurement, the Group is closely monitoring relevant changes and developments.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 4 PROPERTY, PLANT AND EQUIPMENT**

Description	Cost					Accumulated depreciation					Carrying amounts (net)
	As at 01 April 2024	Additions	Disposals	Foreign currency translation adjustment	As at 31 March 2025	As at 01 April 2024	Depreciation for the year	Disposals	Foreign currency translation adjustment	As at 31 March 2025	
Freehold land	766.37	289.43	2.32	0.27	1,053.75	-	-	-	-	1,053.75	
Buildings	2,229.15	130.62	2.46	7.45	2,364.76	413.94	97.35	0.99	2.29	512.59	1,852.17
Plant and equipments	4,884.53	538.95	91.05	34.52	5,366.95	1,647.42	414.07	72.77	14.86	2,003.58	3,363.37
Electrical installations	183.65	24.28	1.88	(0.63)	205.42	90.71	18.98	1.72	-	107.97	97.45
Electronic data processors	72.14	13.51	3.46	0.12	82.31	53.81	11.49	3.24	0.05	62.11	20.20
Office equipments	66.84	6.78	1.53	0.17	72.26	40.60	8.74	1.34	0.20	48.20	24.06
Furniture and fixtures	200.19	9.89	1.48	(0.54)	208.06	88.25	20.21	1.16	(0.02)	107.28	100.78
Laboratory equipments	815.35	50.45	45.21	0.49	821.08	688.23	82.74	45.06	0.38	726.29	94.79
Leasehold Improvements	66.41	17.34	0.11	-	83.64	15.03	8.57	0.03	-	23.57	60.07
Vehicles	75.73	16.79	7.91	(0.13)	84.48	35.44	9.08	6.08	(0.15)	38.29	46.19
<b>Total</b>	<b>9,360.36</b>	<b>1,098.04</b>	<b>157.41</b>	<b>41.72</b>	<b>10,342.71</b>	<b>3,073.43</b>	<b>671.23</b>	<b>132.39</b>	<b>17.61</b>	<b>3,629.88</b>	<b>6,712.83</b>

Description	Cost					Accumulated depreciation					Carrying amounts (net)
	As at 01 April 2023	Additions	Disposals	Foreign currency translation adjustment	As at 31 March 2024	As at 01 April 2023	Depreciation for the year	Disposals	Foreign currency translation adjustment	As at 31 March 2024	
Freehold land	766.20	-	-	0.17	766.37	-	-	-	-	-	766.37
Buildings	1,881.98	343.94	1.97	5.20	2,229.15	332.21	82.60	0.50	(0.37)	413.94	1,815.21
Plant and equipments	4,022.67	919.57	61.19	3.48	4,884.53	1,316.80	373.75	40.96	(2.17)	1,647.42	3,237.11
Electrical installations	142.69	43.83	2.87	-	183.65	75.99	17.33	2.61	-	90.71	92.94
Electronic data processors	64.27	10.01	2.46	0.32	72.14	46.44	9.76	2.30	(0.09)	53.81	18.33
Office equipments	53.98	14.71	1.82	(0.03)	66.84	34.71	7.56	1.52	(0.15)	40.60	26.24
Furniture and fixtures	157.31	43.42	0.64	0.10	200.19	70.78	17.99	0.56	0.04	88.25	111.94
Laboratory equipments	763.71	83.28	31.94	0.30	815.35	620.76	99.32	31.80	(0.05)	688.23	127.12
Leasehold Improvements	51.22	17.13	1.94	-	66.41	9.46	6.25	0.68	-	15.03	51.38
Vehicles	63.87	23.75	11.32	(0.57)	75.73	34.40	8.89	8.02	0.17	35.44	40.29
<b>Total</b>	<b>7,967.90</b>	<b>1,499.64</b>	<b>116.15</b>	<b>8.97</b>	<b>9,360.36</b>	<b>2,541.55</b>	<b>623.45</b>	<b>88.95</b>	<b>(2.62)</b>	<b>3,073.43</b>	<b>6,286.93</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

### (i) Contractual obligations

- Refer note 41 for disclosure of contractual commitments for the acquisition of property, plant and equipment.
- (ii) The Group has not revalued any property, plant and equipment after initial recognition, during the current and previous financial year.
- (iii) On transition to Ind AS (i.e. 01 April 2016), the Group has elected to continue with the carrying value of all Property, plant and equipment measured as per the previous GAAP and use that carrying value as the deemed cost of Property, plant and equipment.
- (iv) The Group has pledged the carrying amount of property, plant and equipment (included above) as securities for working capital limits. The net carrying value of such property, plant and equipment is INR 968.70 (31 March 2024: INR 937.25).

### (v) Right-of-use assets

Description	Gross Carrying value					Accumulated depreciation					Carrying amounts (net)
	As at 01 April 2024	Additions	Disposals	Foreign currency translation adjustment	As at 31 March 2025	As at 01 April 2024	Depreciation for the year	Disposals	Foreign currency translation adjustment	As at 31 March 2025	
Land	16.72	-	-	-	16.72	3.55	0.40	-	-	3.95	12.77
Buildings	309.25	20.67	34.39	9.19	304.72	79.76	24.57	7.53	(6.18)	90.62	214.10
Plant and equipments	29.45	4.37	11.84	-	21.98	20.94	2.59	11.84	-	11.69	10.29
<b>Total</b>	<b>355.42</b>	<b>25.04</b>	<b>46.23</b>	<b>9.19</b>	<b>343.42</b>	<b>104.25</b>	<b>27.56</b>	<b>19.37</b>	<b>(6.18)</b>	<b>106.26</b>	<b>237.16</b>

Description	Gross Carrying value					Accumulated depreciation					Carrying amounts (net)
	As at 01 April 2023	Additions	Disposals	Foreign currency translation adjustment	As at 31 March 2024	As at 01 April 2023	Depreciation for the year	Disposals	Foreign currency translation adjustment	As at 31 March 2024	
Land	16.72	-	-	-	16.72	3.15	0.40	-	-	3.55	13.17
Buildings	196.30	131.79	18.73	(0.11)	309.25	59.23	28.11	7.74	0.16	79.76	229.49
Plant and equipments	29.45	-	-	-	29.45	17.35	3.59	-	-	20.94	8.51
<b>Total</b>	<b>242.47</b>	<b>131.79</b>	<b>18.73</b>	<b>(0.11)</b>	<b>355.42</b>	<b>79.73</b>	<b>32.10</b>	<b>7.74</b>	<b>0.16</b>	<b>104.25</b>	<b>251.17</b>



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

### NOTE 5 CAPITAL WORK-IN-PROGRESS

	As at 31 March 2025	As at 31 March 2024
<b>Reconciliation of carrying amount</b>		
<b>Opening balance</b>	<b>123.63</b>	<b>581.24</b>
Additions during the year	1,006.12	845.72
Capitalised during the year	(1,011.03)	(1,303.33)
<b>Closing balance</b>	<b>118.72</b>	<b>123.63</b>

**Note:** The Group does not have any capital work-in-progress (CWIP) which is overdue or has exceeded its cost compared to its original plan and hence CWIP completion schedule is not applicable.

Capital work-in-progress mainly comprises new plant and machinery, buildings, solar plants, chilling centres and other assets under erection for the plant.

### Ageing of CWIP

#### As at 31 March 2025

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	117.47	1.25	-	-	118.72
Projects temporarily suspended	-	-	-	-	-

#### As at 31 March 2024

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	121.45	2.18	-	-	123.63
Projects temporarily suspended	-	-	-	-	-

### NOTE 6 GOODWILL AND OTHER INTANGIBLE ASSETS

Description	Goodwill	Other intangible assets				Total
		Distribution network	Computer softwares	Brands	Non-compete arrangements	
Cost						
<b>As at 01 April 2024</b>	515.70	16.66	95.14	128.80	41.20	281.80
Additions	-	-	5.93	-	-	5.93
Disposals	-	-	(0.30)	-	-	(0.30)
Foreign currency translation adjustment	-	-	0.01	-	-	0.01
<b>As at 31 March 2025</b>	<b>515.70</b>	<b>16.66</b>	<b>100.78</b>	<b>128.80</b>	<b>41.20</b>	<b>287.44</b>
<b>Accumulated amortisation</b>						
<b>As at 01 April 2024</b>	-	6.56	81.77	92.08	29.70	210.11
Amortisation expense	-	3.35	3.68	36.72	3.80	47.55
Disposals	-	-	(0.30)	-	-	(0.30)
Foreign currency translation adjustment	-	-	(0.05)	-	-	(0.05)
<b>As at 31 March 2025</b>	<b>-</b>	<b>9.91</b>	<b>85.10</b>	<b>128.80</b>	<b>33.50</b>	<b>257.31</b>
<b>Carrying amounts (net) as at 31 March 2025</b>	<b>515.70</b>	<b>6.75</b>	<b>15.68</b>	<b>-</b>	<b>7.70</b>	<b>30.13</b>



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

Description	Goodwill	Other intangible assets				Total
		Distribution network	Computer softwares	Brands	Non-compete arrangements	
<b>Cost</b>						
<b>As at 01 April 2023</b>	<b>515.70</b>	<b>16.66</b>	<b>92.90</b>	<b>128.80</b>	<b>41.20</b>	<b>279.56</b>
Additions	-	-	2.65	-	-	2.65
Disposals	-	-	(0.32)	-	-	(0.32)
Foreign currency translation adjustment	-	-	(0.09)	-	-	(0.09)
<b>As at 31 March 2024</b>	<b>515.70</b>	<b>16.66</b>	<b>95.14</b>	<b>128.80</b>	<b>41.20</b>	<b>281.80</b>
<b>Accumulated amortisation</b>						
As at 01 April 2023	-	3.23	78.53	61.45	21.77	164.98
Amortisation expense	-	3.33	3.25	30.63	7.93	45.14
Disposals	-	-	(0.16)	-	-	(0.16)
Foreign currency translation adjustment	-	-	0.15	-	-	0.15
<b>As at 31 March 2024</b>	<b>-</b>	<b>6.56</b>	<b>81.77</b>	<b>92.08</b>	<b>29.70</b>	<b>210.11</b>
<b>Carrying amounts (net) as at 31 March 2024</b>	<b>515.70</b>	<b>10.10</b>	<b>13.37</b>	<b>36.72</b>	<b>11.50</b>	<b>71.69</b>

(i) Impairment

Refer accounting policy in note 3(d).

*Impairment testing for cash generating unit containing goodwill*

During the earlier years, the Group has acquired assets under a business transfer agreement from K C Dairy Products Private Limited ("K C Dairy") and allocated goodwill to K C Dairy which represents the lowest level within the Group at which goodwill is monitored for internal management purposes. The carrying amount of goodwill as at 31 March 2025 is INR 359.37 (31 March 2024: INR 359.37).

During the earlier years, the Group has acquired assets through slump purchase arrangement from Sri Krishna Milks Private Limited ("SKM") and allocated goodwill to SKM which represents the lowest level within the Group at which goodwill is monitored for internal management purposes. The carrying amount of goodwill as at 31 March 2025 is INR 74.00 (31 March 2024: INR 74.00).

The Group has also acquired Bharathi Feed mixing Plant through its subsidiary Orgafeed Private Limited ("Orgafeed") in the earlier year under slump sale of assets and allocated goodwill to Orgafeed which represents the lowest level within the the Group at which Goodwill is monitored for internal management purposes. The carrying amount of goodwill of Orgafeed as at 31 March 2025 is INR 82.33 (31 March 2024: INR 82.33).

As at 31 March 2025, Goodwill pertaining to past business combinations were tested for impairment.

The key assumptions used in the estimation of the recoverable amount are as set out below. The values assigned to the key assumptions represent Management's assessment of future trends in the relevant industry and have been based on historical data from both internal and external sources.

	Acquisition relating to KC Dairy		Acquisition relating to SKM		Acquisition relating to Orgafeed	
	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024	As at 31 March 2025	As at 31 March 2024
Annual growth rate for 5 years (Average)	10.21%	10.26%	11.94%	10.66%	18.80%	4.60%
Terminal value growth rate	5.00%	5.00%	5.00%	5.00%	3.00%	2.00%
Weighted average cost of capital % (WACC) post tax	14.80%	14.27%	14.80%	14.27%	12.25%	8.77%

The cash flow projections include specific estimates for five years and a terminal growth rate thereafter. The terminal growth rate has been determined based on the management's estimate of the long-term compound annual EBITDA growth rate, consistent with the assumptions that a market participant would make.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

Weighted average cost of capital % (WACC) = Risk free return + (Market premium x Beta for the Company).

The Group has performed sensitivity analysis around the base assumptions and has concluded that no reasonable change in key assumptions would result in the recoverable amount of the CGU to be less than the carrying value. Accordingly, no impairment charges were recognised for the year ended 31 March 2025.

- (ii) The Group has not revalued any Intangible assets after initial recognition during the current and previous financial year.
- (iii) On transition to Ind AS (i.e. 01 April 2016), the Group has elected to continue with the carrying value of goodwill and all other intangible assets measured as per the previous GAAP and use that carrying value as the deemed cost of Intangible assets.
- (iv) There are no restrictions over the title of the Group's intangible assets, nor are any intangible assets pledged as security for liabilities.

**NOTE 7 BIOLOGICAL ASSETS OTHER THAN BEARER PLANTS**

	As at 31 March 2025	As at 31 March 2024
Matured biological assets	6.13	7.57
Immatured biological assets	2.38	1.50
	<b>8.51</b>	<b>9.07</b>

**Reconciliation of carrying amount:**

	As at 31 March 2025		As at 31 March 2024	
	Matured biological assets	Immatured biological assets	Matured biological assets	Immatured biological assets
<b>Balance at the beginning of the year</b>	<b>7.57</b>	<b>1.50</b>	<b>11.15</b>	<b>4.66</b>
Change in fair value (refer note 30)	1.00	1.28	2.04	(0.82)
Cattles sold/discarded during the year	(2.44)	(0.40)	(5.62)	(2.34)
<b>Balance at the end of the year</b>	<b>6.13</b>	<b>2.38</b>	<b>7.57</b>	<b>1.50</b>

As at 31 March 2025, there were 63 cattle (31 March 2024: 54 cattle) as immatured biological assets and 91 cattle (31 March 2024: 119 cattle) as matured biological assets. During the current year, the Group has sold/discarded 57 cattle (31 March 2024: 164 cattle).

The fair valuation of biological assets is classified as level 2 in the fair value hierarchy as they are determined based on the basis of the best available quote from the nearest market to the farm and on the basis of age of the calves, cows and heifers.

**NOTE 8 NON-CURRENT INVESTMENTS**

	As at 31 March 2025	As at 31 March 2024
<b>Unquoted</b>		
<b>Investment in associate*</b>		
<b>At cost less provision for impairment</b>		
Global VetMed Concepts India Private Limited	38.67	38.67
3,866,923 (31 March 2024: 3,866,923) equity shares of face value INR 10 each, fully paid-up		
Less: Provision for impairment for investment in Global VetMed Concepts India Private Limited	(38.67)	(38.67)
	-	-





NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

	As at 31 March 2025	As at 31 March 2024
<b>At amortised cost</b>		
Investment in bonds	50.05	50.05
	<b>50.05</b>	<b>50.05</b>
<b>At FVTPL</b>		
Investment in mutual fund	81.98	79.39
	<b>132.03</b>	<b>129.44</b>
Aggregate value of non-current investments - unquoted	38.67	38.67
Aggregate book value of non-current investments - quoted	132.03	129.44
Aggregate market value of non-current investments - quoted	132.42	129.58
Aggregate provision for impairment in value of non-current investments - unquoted	(38.67)	(38.67)

\*The Group holds 47.88% of the shareholding in the associate company. The Group has not received dividend from the associate company during the current and previous year.

\*\*Investment in mutual fund by a subsidiary has been accounted at fair value and classified under non-current investments as there is a lock-in period of 3 years as per the terms of the fund. Information about the Group's exposure to credit and market risks, and fair value measurement, is included in note 45.

NOTE 9 NON-CURRENT LOANS

	As at 31 March 2025	As at 31 March 2024
<b>Unsecured, credit impaired</b>		
Amounts receivable from vendors	5.00	5.00
Less: Impairment allowance on doubtful advances	(5.00)	(5.00)
	-	-

NOTE 10 OTHER NON-CURRENT ASSETS

	As at 31 March 2025	As at 31 March 2024
<b>Unsecured, considered good</b>		
Capital advances	92.68	54.26
Prepaid expenses	10.18	11.32
Taxes paid under protest	-	0.10
	<b>102.86</b>	<b>65.68</b>

NOTE 11 INVENTORIES

	As at 31 March 2025	As at 31 March 2024
Raw materials and packing materials	449.89	462.31
Work-in-progress	514.60	1,711.65
Finished goods*	462.17	1,573.07
Stock-in-trade	8.93	18.18
Stores and spares	181.63	126.59
	<b>1,617.22</b>	<b>3,891.80</b>

includes goods-in-transit amounting to INR 3.37 (31 March 2024: INR 11.47).

The write down of inventories to net realisable value during the year amounted to Nil (31 March 2024: INR 229.97) The write down is included in changes in inventories of finished goods, work-in-progress and stock in trade.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 12 CURRENT INVESTMENTS

	As at 31 March 2025	As at 31 March 2024
<b>At FVTPL</b>		
Investment in quoted mutual funds	5,659.67	1,380.83
<b>At amortised cost</b>		
Investment in bonds	647.96	300.60
Investment in market linked debentures	-	150.91
	<b>6,307.63</b>	<b>1,832.34</b>
Aggregate book value of current investments - quoted	6,307.63	1,832.34
Aggregate market value of current investments - quoted	6,316.18	1,838.30

Information about the Group's exposure to credit and market risks, and fair value measurement, is included in note 45.

NOTE 13 TRADE RECEIVABLES

	As at 31 March 2025	As at 31 March 2024
<b>At amortised cost</b>		
Secured	40.07	31.78
Unsecured, considered good	83.09	73.29
Unsecured, credit impaired	17.80	7.99
	<b>140.96</b>	<b>113.06</b>
Less: Impairment allowance	(17.80)	(7.99)
	<b>123.16</b>	<b>105.07</b>

The Group's exposure to credit risks and loss allowances related to trade receivables are disclosed in note 45. There were no unbilled receivables as at 31 March 2025 and as at 31 March 2024.

Ageing as at 31 March 2025

	Outstanding for following periods from due date of payment						
	Current but not due	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 years	Total
(i) Undisputed trade receivables – considered good	-	122.67	0.38	0.11	-	-	123.16
(ii) Undisputed trade receivables – credit impaired	-	0.02	11.01	6.61	-	0.16	17.80
<b>Total</b>	-	<b>122.69</b>	<b>11.39</b>	<b>6.72</b>	-	<b>0.16</b>	<b>140.96</b>



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

## Ageing as at 31 March 2024

	Outstanding for following periods from due date of payment						Total
	Current but not due	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) Undisputed trade receivables – considered good	6.40	98.52	0.15	-	-	-	105.07
(iii) Undisputed trade receivables – credit impaired	-	0.04	4.60	3.09	0.26	-	7.99
<b>Total</b>	<b>6.40</b>	<b>98.56</b>	<b>4.75</b>	<b>3.09</b>	<b>0.26</b>	<b>-</b>	<b>113.06</b>

There are no debts due by directors or other officers of the group or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member.

Trade receivables are non interest bearing and are generally are in terms of 0 to 30 days.

**NOTE 14 CASH AND BANK BALANCES**

	As at 31 March 2025	As at 31 March 2024
<b>(a) Cash and cash equivalent:</b>		
Balances with banks		
- in current accounts	647.46	509.74
- in deposit accounts (with original maturity of less than three months)	218.22	505.01
Cash on hand	31.77	19.08
	<b>897.45</b>	<b>1,033.83</b>
<b>(b) Other bank balances</b>		
Deposits with remaining maturity of less than 12 months*	118.43	0.55
	<b>118.43</b>	<b>0.55</b>

\*Represents margin money deposits against bank guarantees amounting to Nil (31 March 2024: INR 0.48) Short-term deposits are made for varying periods of between one day and eleven months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates. At 31 March 2025, the Company had available INR 1,225.00 (31 March 2024: INR 1,225.00) of undrawn committed borrowing facilities.

**Changes in liabilities arising from financing activities and non-cash investing activities:**

	As at 31 March 2025	As at 31 March 2024
<b>Opening balance</b>		
Non-current borrowings (including current maturities)	300.00	180.00
Lease liabilities	157.87	143.26
<b>Movement</b>		
Proceeds from borrowings	-	120.00
Payment of borrowings and interest thereon	(21.56)	(6.89)
Payment of principal portion of lease liabilities and interest	(39.26)	(123.33)
Interest on borrowings	9.06	6.89
Interest on lease liabilities	14.59	14.83
Other non-cash movements		
- Addition to lease liabilities, net of disposals	3.64	123.11

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

	As at 31 March 2025	As at 31 March 2024
<b>Closing balance</b>		
Non-current borrowings (including current maturities)	237.50	287.50
Current borrowings	50.00	12.50
Lease liabilities	136.84	157.87

The Company's non-cash investing activities include acquisition of right-of-use assets of INR. 25.04 (31 March 2024: INR. 131.79).

**NOTE 15 OTHER FINANCIAL ASSETS**

	As at 31 March 2025	As at 31 March 2024
<b>At amortised cost</b>		
<b>Non-current</b>		
<b>Unsecured, considered good</b>		
Security deposits	128.45	118.80
Bank deposits maturing after 12 months from the reporting date*	0.82	0.20
Interest accrued	2.29	2.30
Amount paid under protest**	18.57	57.30
	<b>150.13</b>	<b>178.60</b>
<b>Current</b>		
<b>Unsecured, considered good</b>		
Security deposits	1.05	1.17
Interest accrued	21.10	45.07
Other receivables	3.73	-
Amount paid under protest **	41.70	-
	<b>67.58</b>	<b>46.24</b>

\*Represents margin money deposits against bank guarantees amounting to INR 0.59 (31 March 2024: INR 0.20)

\*\*The amount pertains to taxes paid under protest relating to goods and services tax litigations for various years.

**NOTE 16 OTHER CURRENT ASSETS**

	As at 31 March 2025	As at 31 March 2024
<b>Unsecured, considered good:</b>		
Salary advances to employees*	8.30	7.93
Prepaid expenses	52.26	52.60
Advance to suppliers and service providers	28.45	29.96
Balance with government authorities	23.54	83.36
<b>Unsecured, credit impaired:</b>		
Other advances*	29.43	31.78
Less: Impairment allowance on doubtful advances	(29.43)	(31.78)
	<b>112.55</b>	<b>173.85</b>

\*Includes a part of outstanding balances as disclosed under note 42.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 17 EQUITY SHARE CAPITAL**

	As at 31 March 2025	As at 31 March 2024
<b>Authorised share capital</b>		
75,000,000 (31 March 2024: 75,000,000) equity shares of INR 10 each	750.00	750.00
	<b>750.00</b>	<b>750.00</b>
<b>Issued, subscribed and paid-up share capital</b>		
60,327,809 (31 March 2024: 59,492,735) equity shares of INR 10 each fully paid-up	603.28	594.93
	<b>603.28</b>	<b>594.93</b>

**(a) Reconciliation of authorised share capital at the beginning and at the end of the year**

	As at 31 March 2025		As at 31 March 2024	
	Number of shares	Amount	Number of shares	Amount
<b>Equity shares</b>				
At the commencement of the year	75,000,000	750.00	75,000,000	750.00
Increase/(decrease) during the year	-	-	-	-
<b>At the end of the year</b>	<b>75,000,000</b>	<b>750.00</b>	<b>75,000,000</b>	<b>750.00</b>

**(b) Reconciliation of Issued, subscribed and paid-up share capital at the beginning and at the end of the year**

	As at 31 March 2025		As at 31 March 2024	
	Number of shares	% holding	Number of shares	% holding
<b>Equity shares</b>				
At the commencement of the year	59,492,735	594.93	59,492,735	594.93
Issued during the year	835,074	8.35	-	-
<b>At the end of the year</b>	<b>60,327,809</b>	<b>603.28</b>	<b>59,492,735</b>	<b>594.93</b>

**(c) Rights, preferences and restrictions attached to equity shares:**

The Company has only one class of equity shares having a face value of INR 10/- each. Each holder of equity share is entitled to one vote per share. 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 Annual General Meeting. In the event of liquidation of the Company, the equity shareholders will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(d) Details of shareholders holding more than 5% shares in the Company**

	As at 31 March 2025		As at 31 March 2024	
	Number of shares	% holding	Number of shares	% holding
<b>Equity shares of INR 10 each, fully paid-up</b>				
Mr D. Sunil Reddy	7,657,434	12.69%	7,657,434	12.87%
Mrs D. Deepa Reddy	6,502,409	10.78%	6,766,409	11.37%
Dodla Family Trust	14,524,983	24.08%	14,524,983	24.41%
Mylktree Consultants LLP	6,210,614	10.29%	6,946,614	11.68%
DSP Small Cap Fund	3,750,000	6.22%	3,059,179	5.14%
SBI Small Cap Fund	3,672,376	6.09%	3,672,376	6.17%

As per records of the Company, including its register of shareholders/members, the above shareholding represents both legal and beneficial ownerships of shares.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**(e) Equity shares held by promoters at the end of the year****As at 31 March 2025:**

Promotor Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
Mr D. Sunil Reddy	7,657,434	-	7,657,434	12.69%	0.00%
Mr D. Sessa Reddy	556,716	-	556,716	0.92%	0.00%
Mrs D. Deepa Reddy	6,766,409	(264,000)	6,502,409	10.78%	(3.90%)
Dodla Family Trust	14,524,983	-	14,524,983	24.08%	0.00%
Dodla Girija Reddy	17	-	17	0.00%	0.00%
Dodla Subba Reddy	17	-	17	0.00%	0.00%
Bommi Surekha Reddy	556,733	-	556,733	0.92%	0.00%
Mylktree Consultants LLP	6,946,614	(736,000)	6,210,614	10.29%	(10.60%)

**As at 31 March 2024:**

Promotor Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of total shares	% change during the year
Mr D. Sunil Reddy	7,657,434	-	7,657,434	12.87%	0.00%
Mr D. Sessa Reddy	556,716	-	556,716	0.94%	0.00%
Mrs D. Deepa Reddy	6,766,409	-	6,766,409	11.37%	0.00%
Dodla Family Trust	14,524,983	-	14,524,983	24.41%	0.00%
Dodla Girija Reddy	17	-	17	0.00%	0.00%
Dodla Subba Reddy	17	-	17	0.00%	0.00%
Bommi Surekha Reddy	556,733	-	556,733	0.94%	0.00%
Mylktree Consultants LLP	6,946,614	-	6,946,614	11.68%	0.00%

- (f) During the five years immediately preceding the balance sheet date, no shares have been bought back, issued for consideration other than cash and no bonus shares have been issued.

**(g) Share based payment arrangement**

During the financial year 2017-18, the Company introduced Dodla Dairy Limited Employee Stock Option Plan 2018 ('the Plan'). As per the Plan, the Nomination and Remuneration Committee grants options to the eligible employees and directors of the Company. The vesting period of the option shall be provided in the relevant grant letter and shall be subject to the applicable law. Options granted under the Plan can be exercised within the period determined by the Nomination and Remuneration Committee. Exercise of an option is subject to continued employment.

Under the Plan, the Company granted 49,122 options on 23 March 2018 (835,074 options, converted in the ratio of bonus shares issued) at an exercise price of INR 3,627.38 per option (INR 213.39 per share, in proportion to the bonus shares issued) to the Chief Executive Officer of the Company. Each option represents one equity share of INR 10 each, fully paid-up.

During the current year, the Company has allotted 835,074 equity shares of INR 10 each, consequent to the exercise of stock options by the employee of the Company under the Plan.





NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

Movement in the options under the Plan

Movement in the options under the Plan	No. of options	
	As at 31 March 2025	As at 31 March 2024
Options outstanding at the beginning of the year	835,074	835,074
Options granted during the year	-	-
Options exercised during the year	(835,074)	-
Options exercisable at the end of the year	-	835,074

Fair value measurement

The fair value at grant date is determined using the Black Scholes valuation option-pricing model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option.

The key inputs used in Black-Scholes model for calculating fair value of options under the plan as on the date of grant are as follows:

No. of options granted	835,074
Date of grant	23 March 2018
Vesting period (years)	1 to 4
Fair value at grant date (INR)	430
Expected volatility	45.00%
Risk free rate	7.60%

For details on the employee benefits expense, refer note 33.

NOTE 18 OTHER EQUITY

	Attributable to shareholders of the Company					
	Capital redemption reserve	Securities premium	Foreign currency translation reserve	Share options outstanding account	Retained earnings	Total
Balance as at 01 April 2024	12.00	1,980.20	120.73	30.67	8,650.16	10,793.76
Exchange differences in translating financial statements of foreign operations	-	-	84.06	-	-	84.06
Dividend on equity shares	-	-	-	-	(180.98)	(180.98)
Remeasurement of the net defined benefit plan, net of tax effect	-	-	-	-	(9.76)	(9.76)
Issue of shares on exercise of stock options	-	200.51	-	(30.67)	-	169.84
Net profit after tax transferred from the statement of profit and loss	-	-	-	-	2,599.30	2,599.30
Balance as at 31 March 2025	12.00	2,180.71	204.79	-	11,058.72	13,456.22

	Attributable to shareholders of the Company					
	Capital redemption reserve	Securities premium	Foreign currency translation reserve	Share options outstanding account	Retained earnings	Total
Balance as at 01 April 2023	12.00	1,980.20	116.60	30.67	6,987.93	9,127.40
Exchange differences in translating financial statements of foreign operations	-	-	4.13	-	-	4.13
Remeasurement of the net defined benefit obligation, net of tax effect	-	-	-	-	(5.13)	(5.13)
Net profit after tax transferred from the statement of profit and loss	-	-	-	-	1,667.36	1,667.36
Balance as at 31 March 2024	12.00	1,980.20	120.73	30.67	8,650.16	10,793.76

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

Nature and purpose of the reserve

Capital redemption reserve

The Group had redeemed the preference shares and as per the provisions of the applicable laws, a sum equal to the nominal value of the shares so redeemed is required to be transferred to the capital redemption reserve.

Securities premium

Securities premium is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

Foreign currency translation reserve

Exchange differences arising on translation of the foreign operations are recognised in other comprehensive income and accumulated in this reserve within equity. The cumulative amount will be reclassified to profit or loss when the net investment is disposed-off.

Share options outstanding account

The share options outstanding account is used to recognise the grant date fair value of options issued under Dodla Dairy Limited Employee Stock Option Plan 2018 (refer note 17(g)).

Retained earnings

Retained earnings are the profits/(loss) that the Group has earned/incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss/(gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.

Remeasurement of defined benefit plan (included in retained earnings)

Remeasurements of defined benefit plan represents the following as per Ind AS 19, employee benefits:

- (a) actuarial gains and losses
- (b) the return on plan assets, excluding amounts included in net interest on the net defined benefit liability (asset); and
- (c) any change in the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability (asset)

NOTE 19 BORROWINGS

	As at 31 March 2025	As at 31 March 2024
At amortised cost Secured		
Term loans		
- from banks (refer below)	237.50	287.50
	237.50	287.50

Terms of repayment for secured term loans from banks taken by the subsidiary company:

Term loan of INR 287.50 (31 March 2024: INR 300.00) was taken from Axis Bank to meet the working capital and capital expenditure requirements which carries an interest rate equal to repo rate plus 1.10% per annum i.e., 7.6 % per annum. It is repayable in 24 equal quarterly installments of INR 12.50 each commencing from 31 March 2025. The term loan is secured by first pari passu charge on movable and immovable property at Kadapa and Pogurupalli, second pari passu charge on current assets (present and future) and corporate guarantee furnished by the holding company, Dodla Dairy Limited to Axis Bank amounting to INR 300.00 (31 March 2024: INR 300.00).



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 20** GOVERNMENT GRANTS

	As at 31 March 2025	As at 31 March 2024
Non-current	13.94	16.87
Current	2.95	2.87
	<b>16.89</b>	<b>19.74</b>

**Movement of government grants:**

	As at 31 March 2025	As at 31 March 2024
<b>Balance at the beginning of the year</b>	<b>19.74</b>	<b>22.64</b>
Add: Received during the year	-	-
Less: Released to statement of profit and loss (refer note 30)	(2.85)	(2.90)
<b>Balance at the end of the year</b>	<b>16.89</b>	<b>19.74</b>

Government grants have been received for the purchase of certain items of property, plant and equipment. There are no unfulfilled conditions or contingencies attached to these grants.

**NOTE 21** DEFERRED TAX LIABILITIES, NET

	As at 31 March 2025	As at 31 March 2024
The balance comprises temporary differences attributable to:		
<b>Deferred tax liabilities (net)</b>		
On account of property, plant and equipment (PPE), other intangible assets and right-of-use assets	329.67	342.56
Fair value changes in mutual funds	55.73	22.73
On undistributed profits of subsidiary	-	14.02
Others	2.14	3.41
<b>Deferred tax assets</b>		
Provision for employee benefits	(59.03)	(46.90)
Lease liabilities	(34.41)	(41.06)
Impairment allowance/(reversal) on trade receivables and doubtful advances, net	(13.13)	(11.32)
Others	(20.97)	(44.76)
<b>Net deferred tax liability</b>	<b>260.01</b>	<b>238.68</b>
Deferred tax assets (net)	(0.29)	(0.19)
Deferred tax liabilities (net)	260.30	238.87
<b>Net deferred tax liability</b>	<b>260.01</b>	<b>238.68</b>

As at 31 March 2025, deferred income taxes are not provided on undistributed earnings of subsidiaries, where it is expected that earnings of the subsidiaries will not be distributed in the foreseeable future as the Group plans to utilise the surplus cash for the purpose of expansion. Also, refer note 37 for tax expense.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**Movement in deferred tax liabilities/(assets)**

	Lease liabilities	PPE, other intangible assets and right- of-use assets	Fair value changes in mutual funds	Provision for employee benefit	Undistributed profits of subsidiary	Impairment allowance/ (reversal) on trade receivables and doubtful advances, net	Others	Total
<b>Balance as at 01 April 2023</b>	<b>(34.66)</b>	<b>342.11</b>	<b>13.77</b>	<b>(43.55)</b>	<b>-</b>	<b>(10.97)</b>	<b>(36.95)</b>	<b>229.75</b>
Charged/(credited):								
- to profit and loss	(6.40)	0.45	8.96	(1.62)	14.02	(0.35)	(4.40)	8.35
- to other comprehensive income	-	-	-	(1.73)	-	-	-	(1.73)
<b>Balance as at 31 March 2024</b>	<b>(41.06)</b>	<b>342.56</b>	<b>22.73</b>	<b>(46.90)</b>	<b>14.02</b>	<b>(11.32)</b>	<b>(41.35)</b>	<b>238.68</b>

	Lease liabilities	PPE, other intangible assets and right- of-use assets	Fair value changes in mutual funds	Provision for employee benefit	Undistributed profits of subsidiary	Impairment allowance/ (reversal) on trade receivables and doubtful advances, net	Others	Total
<b>Balance as at 01 April 2024</b>	<b>(41.06)</b>	<b>342.56</b>	<b>22.73</b>	<b>(46.90)</b>	<b>14.02</b>	<b>(11.32)</b>	<b>(41.35)</b>	<b>238.68</b>
Charged/(credited):								
- to profit or loss	6.65	(12.89)	33.00	(8.84)	(14.02)	(1.81)	22.52	24.62
- to other comprehensive income	-	-	-	(3.29)	-	-	-	(3.29)
<b>Balance as at 31 March 2025</b>	<b>(34.41)</b>	<b>329.67</b>	<b>55.73</b>	<b>(59.03)</b>	<b>-</b>	<b>(13.13)</b>	<b>(18.83)</b>	<b>260.01</b>

**NOTE 22** NON-CURRENT PROVISIONS

	As at 31 March 2025	As at 31 March 2024
Provision for employee benefits		
Compensated absences	127.77	104.40
Gratuity (refer note (ii) below)	15.85	3.88
	<b>143.62</b>	<b>108.28</b>

**(i) Post retirement benefit - Defined contribution plans**

The Group makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund and other funds which are defined contribution plans. The Group has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue (refer note 33).



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

## (ii) Post retirement benefit - Defined benefit plans

The Group provides its employees with the benefits under a defined benefit plan, referred to as the "Gratuity Plan". The Gratuity Plan entitles an employee, who has rendered at least five years of continuous service, to receive one-half month's salary for each year of completed service (service of six months and above is rounded off as one year) at the time of retirement/exit, restricted to a sum of INR 2.00.

- a) The amounts recognised in the financial statements and the movements in the defined benefit obligation and plan assets over the year are as follows:

	As at 31 March 2025			As at 31 March 2024		
	Present value of obligation	Fair value of plan assets	Net amount	Present value of obligation	Fair value of plan assets	Net amount
Opening balance (A)	160.71	(155.90)	4.81	136.78	(125.92)	10.86
Current service cost	22.18	-	22.18	19.43	-	19.43
Interest cost	11.48	-	11.48	9.94	-	9.94
Expected returns	-	(11.14)	(11.14)	-	(9.15)	(9.15)
Total amount recognised in profit or loss (B)	33.66	(11.14)	22.52	29.37	(9.15)	20.22
<i>Remeasurements</i>						
(Gain)/loss from change in demographic assumptions	1.60	-	1.60	-	-	-
Gain from change in financial assumptions	4.94	-	4.94	0.70	-	0.70
Experience losses/(gains)	5.64	0.87	6.51	6.88	(0.72)	6.16
Total amount recognised in other comprehensive income (C)	12.18	0.87	13.05	7.58	(0.72)	6.86
Contributions (D)	-	(20.64)	(20.64)	-	(33.13)	(33.13)
Benefits paid (E)	(10.55)	10.55	-	(13.02)	13.02	-
Transfer In (F)	-	-	-	-	-	-
<b>Closing balance (A+B+C+D+E+F)</b>	<b>196.00</b>	<b>(176.26)</b>	<b>19.74</b>	<b>160.71</b>	<b>(155.90)</b>	<b>4.81</b>

## b) Significant estimates: actuarial assumptions

The significant actuarial assumptions for defined benefit plan are as follows:

	As at 31 March 2025	As at 31 March 2024
Discount rate	6.55%	7.15%
Salary escalation rate	10.00%	10.00%
Employee attrition rate	21.33%	22.00%
Retirement age	60 years for Senior Manager/DGM & above level 58 years for others	60 years for Senior Manager/DGM & above level 58 years for others

- i) The discount rate is based on the prevailing market yield on Government Securities as at the balance sheet date for the estimated term of obligations.
- ii) The estimate of future salary increases considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

- iii) Attrition rate indicated above represents the Group's best estimate of employee turnover in future (other than on account of retirement, death or disablement) determined considering various factors such as nature of business, retention policy, industry factors, past experience, etc.

## c) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit plan by the amounts shown below:

	As at 31 March 2025		As at 31 March 2024	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(8.59)	9.37	(5.66)	6.15
Salary escalation rate (1% movement)	8.64	(8.17)	5.82	(5.48)
Employee attrition rate (1% movement)	(11.83)	26.63	(6.73)	14.49

Sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit plan as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit plan to significant actuarial assumptions the same method (present value of the defined benefit plan calculated with the projected unit credit method at the end of the reporting year) has been applied as and when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

- d) The major categories of plan assets are as follows

	As at 31 March 2025	As at 31 March 2024
Funds managed by Life Insurance Corporation of India	176.26	155.89
	<b>176.26</b>	<b>155.89</b>

The Group makes annual contribution to the Life Insurance Corporation of India ('LIC') of an amount advised by LIC. The Group was not informed by LIC of the investments made by them or the breakup of the plan assets into various type of investments.

## e) Risk exposure

Through its defined benefit plan, the Group is exposed to a number of risks, the most significant of which are detailed below:

**Asset volatility:** The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit. The Group's plan assets are insurer managed funds and are subject to less material risk.

**Changes in bond yields:** A decrease in bond yields will increase plan liabilities and the Group ensures that it has enough reserves to fund the liability.





## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

## f) Maturity profile of defined benefit plan:

As at	As at 31 March 2025	As at 31 March 2024
1st following year	40.19	29.95
2nd following year	33.73	25.44
3rd following year	31.45	22.43
4th following year	27.22	19.22
5th following year	23.29	17.20
Thereafter	121.77	82.97

g) The Company expects to contribute a sum of INR 41.03 to the plan for the next annual accounting period (31 March 2024: INR 22.23).

h) The weighted average duration of the defined benefit plan at the end of the year is 4 years (31 March 2024: 4 years).

## (iii) Code on Social Security, 2020

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Group will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

## NOTE 23 CURRENT BORROWINGS

	As at 31 March 2025	As at 31 March 2024
<b>Secured</b>		
Current maturities of long term borrowings from bank (refer note 19)	50.00	12.50
	<b>50.00</b>	<b>12.50</b>

## NOTE 24 TRADE PAYABLES (AT AMORTISED COST)

	As at 31 March 2025	As at 31 March 2024
Total outstanding dues of micro enterprises and small enterprises (MSME) (refer note below)	51.65	43.41
Total outstanding dues of creditors other than micro enterprises and small enterprises**	1,503.39	1,440.44
	<b>1,555.04</b>	<b>1,483.85</b>

\*\*Includes a part of outstanding balances as disclosed under note 42.

Trade payables are non-interest bearing and are normally settled on 0-60 days

Information about the Group's exposure to credit and market risks, and fair value measurement, is included in note 45.

## Ageing as at 31 March 2025

	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
MSME	-	48.08	3.57	-	-	-	51.65
Others	89.76	109.43	1,300.09	1.93	1.90	0.28	1,503.39
<b>Total</b>	<b>89.76</b>	<b>157.51</b>	<b>1,303.66</b>	<b>1.93</b>	<b>1.90</b>	<b>0.28</b>	<b>1,555.04</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

## Ageing as at 31 March 2024

	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
MSME	-	40.69	2.72	-	-	-	43.41
Others	73.61	110.25	1,254.17	1.97	0.25	0.19	1,440.44
<b>Total</b>	<b>73.61</b>	<b>150.94</b>	<b>1,256.89</b>	<b>1.97</b>	<b>0.25</b>	<b>0.19</b>	<b>1,483.85</b>

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allotted after filing of the Memorandum. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at the reporting date has been made in the financial statements based on information received and available with the Group. Further, in the view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Micro, Small and Medium Enterprises Development Act, 2006 ("the MSMED Act") is not expected to be material. The Group has not received any claim for interest from any supplier under the said Act.

## Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

	As at 31 March 2025	As at 31 March 2024
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each year;		
- Principal (including INR 0.70 shown under capital creditors (31 March 2024: INR 6.56))	52.35	44.11
- Interest	-	-
ii) The amount of interest paid by the Group in terms of Section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed date during the year	-	-
iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	-	-
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purposes of disallowance as a deductible expenditure under Section 23 of the MSMED Act.	-	-

The Group's exposure to currency and liquidity risks related to trade payables is disclosed in note 45.

## NOTE 25 OTHER FINANCIAL LIABILITIES

	As at 31 March 2025	As at 31 March 2024
At amortised cost		
Capital creditors***	67.34	45.47
Employee payables**	56.27	125.28
Security deposits	332.08	307.46
CSR payable	34.67	17.94
	<b>490.36</b>	<b>496.15</b>

\*\* Includes a part of outstanding balances as disclosed under note 42.

\*\*\*Includes a part of outstanding balance as disclosed under note 24 on MSME disclosure

The Group's exposure to currency and liquidity risks related to the above financial liabilities is disclosed in note 45.



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 26 CURRENT PROVISIONS

	As at 31 March 2025	As at 31 March 2024
Provision for employee benefits		
Compensated absences	40.89	35.64
Gratuity (refer note 22)	3.89	0.93
<b>Other provisions</b>		
Provision for litigations*	25.41	120.12
	<b>70.19</b>	<b>156.69</b>

\*Provision for litigations represents provision towards potential liability against an indirect tax case based on Group's internal assessment. During the current year, on account of favourable orders from certain States, the Company has reversed provision amounting to INR 94.71 (31 March 2024: Nil) (refer note 30)

NOTE 27 INCOME TAX ASSETS AND LIABILITIES

	As at 31 March 2025	As at 31 March 2024
Current tax liabilities (net)	159.27	331.56
Non-current tax asset (net)	(54.24)	(61.33)
	<b>105.03</b>	<b>270.23</b>

NOTE 28 INCOME TAX ASSETS AND LIABILITIES

	As at 31 March 2025	As at 31 March 2024
Contract liabilities	40.92	37.73
Statutory dues	86.19	57.68
	<b>127.11</b>	<b>95.41</b>

NOTE 29 REVENUE FROM OPERATIONS

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Sale of goods</b>		
- Finished goods	36,125.81	30,722.79
- Traded goods	1,051.33	497.20
<b>Sale of services</b>		
- Conversion service charges	5.39	18.63
<b>Other operating revenue</b>		
- Sale of scrap	18.12	16.03
	<b>37,200.65</b>	<b>31,254.65</b>

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

Revenues by geography

	For the year ended 31 March 2025	For the year ended 31 March 2024
India	33,406.16	29,073.16
Outside India	3,794.49	2,181.49
<b>Total</b>	<b>37,200.65</b>	<b>31,254.65</b>
<b>Reconciliation of revenue recognised with the contracted price is as follows:</b>		
Contract price	37,687.42	31,633.67
Less: Discounts and incentives	(486.77)	(379.02)
	<b>37,200.65</b>	<b>31,254.65</b>
<b>Contract balances</b>		
Trade receivables (refer note 13)	123.16	105.07
Contract liabilities (refer note 28)	40.92	37.73

The contract liabilities are primarily related to advance from customers for sale of milk and milk products, for which revenue is recorded at a point in time. The amount of INR 37.73 and INR 38.50 included in contract liabilities as at 31 March 2024 and 31 March 2023 have been recognised as revenue in the year ended 31 March 2025 and 31 March 2024.

Performance obligation

Revenue is recognised when control of the goods has transferred to the customers which is either upon dispatch or upon receipt of goods by the customer. At that point there are no unfulfilled obligations that could affect the customer's acceptance of the goods. Revenue is recognised entirely at point of time during the year ended 31 March 2025 and 31 March 2024.

NOTE 30 OTHER INCOME

	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest income		
- on deposits	23.11	30.20
- on bonds, Debentures and Commercial papers	43.19	72.36
- on others	13.72	3.82
Amortisation of government grants (refer note (i) below and note 20)	2.85	2.90
Changes in fair value of biological assets (refer note 7)	2.28	1.22
Fair value gain on financial assets measured at fair value through profit and loss (refer note (ii) below)	171.16	35.59
Profit on sale of investments in mutual funds, net	110.24	58.76
Gain on account of foreign exchange fluctuations, net	-	23.44
Impairment gain on doubtful advances	2.35	-
Dividend from current/non-current investment	1.68	-
Miscellaneous income	67.65	45.85
Liabilities no longer required, written back (refer note 26)	94.71	-
	<b>532.94</b>	<b>274.14</b>

**Note (i):** Government grants relate to capital investments in property, plant and equipment for creation of cold chain projects. The investment subsidies received from Government towards acquisition of assets are treated as "Government grants" and the amount in proportion to the depreciation is transferred to the statement of profit and loss.

**Note (ii)** Fair value gain on financial assets measured at fair value through profit and loss relates to investment in quoted mutual funds.



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 31 COST OF MATERIALS CONSUMED

	For the year ended 31 March 2025	For the year ended 31 March 2024
Inventory of materials at the beginning of the year	462.31	804.78
Add: Purchases during the year	24,657.68	25,481.10
Less: Inventory of materials at the end of the year	449.89	462.31
	<b>24,670.10</b>	<b>25,823.57</b>

NOTE 32 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>a) Finished goods</b>		
Opening stock	1,573.07	143.23
Closing stock	(462.17)	(1,573.07)
	<b>1,110.90</b>	<b>(1,429.84)</b>
<b>b) Work-in-progress</b>		
Opening stock	1,711.65	129.41
Closing stock	(514.60)	(1,711.65)
	<b>1,197.05</b>	<b>(1,582.24)</b>
<b>c) Stock-in-trade</b>		
Opening stock	18.18	28.05
Closing stock	(8.93)	(18.18)
	<b>9.25</b>	<b>9.87</b>
<b>d) Foreign currency translation adjustment</b>	2.32	0.11
	<b>2,319.52</b>	<b>(3,002.10)</b>

NOTE 33 EMPLOYEE BENEFITS EXPENSE

	For the year ended 31 March 2025	For the year ended 31 March 2024
Salaries, wages and bonus	1,362.23	1,169.31
Compensated absences	66.29	53.23
Contribution to provident and other funds (refer note 22)	99.10	86.19
Expenses related to post-employment defined benefit plans (refer note 22)	22.52	20.22
Staff welfare expenses	49.01	31.48
	<b>1,599.15</b>	<b>1,360.43</b>

NOTE 34 FINANCE COSTS

	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest expense on loan from banks	9.06	6.89
Interest on lease liabilities (refer note 48)	14.59	14.83
Other finance costs	13.41	2.28
	<b>37.06</b>	<b>24.00</b>

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 35 DEPRECIATION AND AMORTISATION EXPENSE

	For the year ended 31 March 2025	For the year ended 31 March 2024
Depreciation of property, plant and equipment (refer note 4)	671.23	623.45
Amortisation of intangible assets (refer note 6)	47.55	45.14
Depreciation of right-of-use assets (refer note 4(v))	27.56	32.10
	<b>746.34</b>	<b>700.69</b>

NOTE 36 OTHER EXPENSES

	For the year ended 31 March 2025	For the year ended 31 March 2024
Power and fuel	634.32	622.73
Consumption of stores and spare parts	358.44	302.50
Milk procurement expenses	25.38	24.39
Repairs and maintenance:		
- buildings	21.49	16.88
- plant and machinery	26.46	20.54
- other assets	32.16	2.58
Rent (refer note 48)	115.51	85.13
Rates and taxes	71.50	39.26
Communication	17.12	14.88
Printing and stationery	15.52	12.70
Travelling and conveyance	114.98	98.25
Vehicle hire charges	23.76	20.41
Bank charges	4.99	4.72
Legal and professional fees	148.18	162.61
Security expenses	80.35	67.60
Bad debts written off	1.86	2.62
Impairment allowance on trade receivables	9.83	1.76
Impairment allowance/(reversal) on doubtful advances	-	0.56
Insurance	38.61	32.68
Loss on sale/retirement of property, plant and equipment, net	4.20	6.58
Loss on sale/discard of biological assets, net	1.60	3.03
Expenditure on corporate social responsibility	32.87	30.05
Freight expenses	2,560.19	2,383.64
Loss on account of foreign exchange fluctuation, net	15.49	-
Advertisement	343.75	141.52
Miscellaneous expenses	105.08	86.66
	<b>4,803.64</b>	<b>4,184.28</b>





## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 37 TAX EXPENSE**

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>(a) Amounts recognised in profit and loss</b>		
Current tax	933.86	767.46
Adjustment of tax relating to earlier years	-	(5.25)
Deferred tax	24.62	8.35
	<b>958.48</b>	<b>770.56</b>
<b>(b) Amounts recognised in other comprehensive income</b>		
Deferred tax (refer note 21)	(3.29)	(1.73)
	<b>(3.29)</b>	<b>(1.73)</b>
<b>Total tax expenses</b>	<b>955.19</b>	<b>768.83</b>

**(c) Reconciliation of effective tax rate**

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Profit before tax (A)</b>	<b>3,557.78</b>	<b>2,437.92</b>
Enacted tax rate in India (Group's domestic tax rate) (B)	25.17%	25.17%
<b>Computed expected tax expenses (C = A*B)</b>	<b>895.49</b>	<b>613.62</b>
<b>Tax effect of adjustments to reconcile expected tax expense:</b>		
Expenses that are not deductible in determining taxable profit	8.80	8.11
Exemptions/deductions for tax purpose	(0.06)	(6.09)
Differential tax rate in the subsidiary	13.97	24.99
Taxes paid on dividend income	50.47	101.95
Adjustment for undistributed profits on subsidiary	(14.02)	14.02
Adjustment for items taxed at a lower rate	(3.69)	(0.12)
Taxes of earlier years	-	(5.25)
Others	4.23	17.64
<b>Total tax expense</b>	<b>955.19</b>	<b>768.87</b>
Effective tax rate	26.85%	31.54%

**NOTE 38 THE DISAGGREGATION OF CHANGES TO OCI BY EACH TYPE OF RESERVE IN EQUITY IS SHOWN BELOW:**

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Retained earnings</b>		
Exchange differences on translating the financial statements of foreign operations	84.06	4.13
Remeasurement (loss)/gain on the net defined benefit plan	(13.05)	(6.86)
Income tax on above	3.29	1.73
	<b>74.30</b>	<b>(1.00)</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 39 EARNINGS PER SHARE ('EPS')**

	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Earnings</b>		
Profit attributable to equity shareholders (A)	2,599.30	1,667.36
<b>Shares</b>		
Weighted average number of equity shares outstanding during the year (B)	60,071,567	59,492,735
Effect of potential equity shares on employee stock options outstanding	-	589,959
Weighted average number of potential equity shares outstanding during the year for the purpose of computing Diluted Earnings Per Share (C)	60,071,567	60,082,694
Basic earnings per share of face value of INR10 (A/B)	43.27	28.03
Diluted earnings per share of face value of INR10 (A/C)	43.27	27.75

**NOTE 40 CONTINGENT LIABILITIES**

	As at 31 March 2025	As at 31 March 2024
<b>i) Claims against the Group not acknowledged as debts (net of provision)*:</b>		
Income-tax matters	4.68	4.68
Indirect tax matters related to assessment of Central Sales Tax and Customs on import of machinery	3.69	3.69
<b>ii) Guarantees **</b>	<b>0.85</b>	<b>0.20</b>

\*It does not include any interest/penalty which may arise at the time of completion of the respective proceedings.

\*\* Bank guarantee of INR 0.85 (31 March 2024: 0.20) is given to the director of agricultural marketing towards renewal of agriculture trade licence.

The Group is contesting the aforesaid demands raised by the respective tax authorities and based on its internal assessment/ advice from an expert, the management is confident that its position will likely be upheld in the appellate process. The Management believes that it has a reasonable case in its defence of the proceedings and accordingly, no further provision is required.

On 28 February 2019, the Hon'ble Supreme Court of India has delivered a judgement clarifying the principles that need to be applied in determining the components of salaries and wages on which Provident Fund (PF) contributions need to be made by establishments. Basis this judgement, the Group has re-computed its liability towards PF for the month of March 2019 and has made a provision for it in the books of account which was subsequently paid. In respect of the earlier years, the Group has been legally advised that there are numerous interpretative challenges on the application of the judgement retrospectively. Based on such legal advice, the management believes that it is impracticable at this stage to reliably measure the provision required, if any, and accordingly, no provision has been made towards the same. Necessary adjustments, if any, will be made to the books as more clarity emerges on this subject.

**NOTE 41 COMMITMENTS****Capital commitments**

	For the year ended 31 March 2025	For the year ended 31 March 2024
Estimated amount of contracts remaining to be executed on capital account (net of advances) relating to purchase of plant and equipments	459.69	25.77



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**NOTE 42** RELATED PARTIES

As per the Indian Accounting Standards - "Related Party Disclosures" (Ind AS 24) the following disclosures are made:

**(i) Names of related parties and nature of relationship:**

Nature of relationship	Name of the party
<b>Associate</b>	Global VetMed Concepts India Private Limited ('GVC')
<b>Key management personnel ('KMP')</b>	Mr Sunil Reddy, Managing Director Mr Sessa Reddy, Chairman
	Mr B.V.K. Reddy, Chief Executive Officer (CEO)
	Mr Anjaneyulu Ganji, Chief Financial Officer (CFO) (till 30 November 2023)
	Mr A. Madhusudhana Reddy, Whole-time Director
	Mr Raja Rathinam, Independent Director
	Mr Rampraveen Swaminathan, Independent Director
	Mr Tallam Puranam Raman, Independent Director Mr Akshay Tanna, Nominee Director*, Non Executive Non Independent Director
	Ms Vinoda Kailas, Independent Director
	Mr Murali Mohan Raju, Chief Financial Officer (CFO) (w.e.f. 12 February 2024)
	Mr Surya Prakash Mungelkar, Company Secretary and Compliance officer
<b>Close members of KMP</b>	Mrs Surekha Reddy, Sister of Mr Sunil Reddy Mrs Deepa Reddy, Wife of Mr Sunil Reddy Ms Shilpa Reddy, Daughter of Mr Sunil Reddy Ms Girija Reddy, Mother of Mr Sunil Reddy Mr Subba Reddy, Brother of Mr Sunil Reddy
<b>Enterprise over which KMP have significant influence</b>	Dodla Dairy, Vinjimuru Surekha Milk Chilling Centre Tropical Bovine Genetics Private Limited Hanslot Pile Foundation Mylktree Consultants LLP Dodla Family Trust Dodla Nutri Feeds LLP Dodla Foundation

\*Change in designation of Mr Akshay Tanna from Nominee Director to Non Executive Non Independent Director of the Company with effect from 20 May 2023.

**(ii) Details of transactions with the above related parties:**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>Lease rent paid</b>		
- Surekha Milk Chilling Centre	1.55	1.11
- Hanslot Pile Foundation	0.35	0.34
<b>Sale of Raw material</b>		
- Dodla Nutri Feeds LLP	0.65	0.72
<b>Remuneration paid to Key Managerial Personnel (refer note ix)</b>		
<b>a. Dodla Sunil Reddy</b>		
- Short-term employee benefits	48.85	45.53
- Post employment benefits	2.25	2.05

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
<b>b. Ambavaram Madhusudhana Reddy</b>		
- Short-term employee benefits	5.68	5.53
- Post employment benefits	0.32	0.29
<b>c. Busireddy Venkat Krishna Reddy</b>		
- Short-term employee benefits	50.56	32.39
- Post employment benefits	3.46	1.66
<b>d. Anjaneyulu Ganji (till 30 November 2023)</b>		
- Short-term employee benefits	-	5.76
- Post employment benefits	-	0.29
<b>e. Murali Mohan Raju Reddycherla (w.e.f. 12 February 2024)</b>		
- Short-term employee benefits	5.40	0.74
- Post employment benefits	0.32	0.04
<b>f. Surya Prakash Mungelkar</b>		
- Short-term employee benefits	2.20	1.66
- Post employment benefits	0.13	0.10
<b>Sitting fees</b>		
- Mr B.V.K. Reddy	2.84	1.41
- Mr Rampraveen Swaminathan	0.90	1.10
- Mr Tallam Puranam Raman	0.55	0.60
- Ms Vinoda Kailas	0.30	0.35
- Mr Raja Rathinam	0.50	0.60
<b>Purchase of raw material</b>		
- GVC	3.69	5.45
<b>Purchase of property, plant and equipment</b>		
- GVC	1.49	-
<b>Payment made on behalf of</b>		
- GVC	2.84	5.77
<b>Consultancy expense</b>		
- Mr Sessa Reddy	6.70	3.90
- Ms Shilpa Reddy	1.20	1.15
<b>Issue of shares</b>		
- Mr B.V.K. Reddy	178.20	-
<b>Purchase of goods</b>		
- Tropical Bovine Genetics Private Limited	-	0.00
<b>Corporate social responsibility expenditure incurred</b>		
- Dodla Foundation	12.52	20.39



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

(iii) Balances with related parties:

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Other current and non-current assets</b>		
- GVC – Other advances	29.43	31.78
- GVC – Provision for doubtful advances	29.43	(31.78)
- Dodla Nutri Feeds LLP	0.05	0.09
- Mr A. Madhusudhana Reddy – Advance given against salary, net	-	0.89
<b>Other financial liabilities and trade payables</b>		
- Ms Shilpa Reddy – Consultancy fees payable	0.09	0.09
- Mr Sesha Reddy – Consultancy fees payable	-	0.33
- Tropical Bovine Genetics Private Limited	-	0.01
- Surekha Milk Chilling Centre	0.19	0.09
- Hanslot Pile Foundation	0.03	0.03

The borrowings of the Group are secured by corporate guarantee given by the Holding Company, Dodla Dairy Limited as detailed in note 19

Terms and conditions:

- (i) Purchase of raw material/cattlefeed are made from related parties on arm's length basis and in the ordinary course of business. The Company mutually negotiates and agrees the prices and payment terms with the related parties by benchmarking the same to transactions with non-related parties. These transactions generally include payment terms of 30 to 120 days (31 March 2024: 30 to 120 days) from the date of invoice. Trade payables outstanding balances are unsecured, interest free and require settlement in cash.
- (ii) Sale of raw material are made to related parties on arm's length basis and in the ordinary course of business. The Company mutually negotiates and agrees the prices and payment terms with the related parties by benchmarking the same to transactions with non-related parties. These transactions generally include payment terms of 30 to 120 days (31 March 2024: 30 to 120 days) from the date of invoice.
- Trade receivables outstanding balances are unsecured, interest free and require settlement in cash. No guarantee or other security has been received against these receivables. For the year ended 31 March 2025, the Group has not recorded any impairment on receivables due from related parties (31 March 2024: Nil).
- (iii) Rent paid to from related parties on arm's length basis and in the ordinary course of business. The Company mutually negotiates and agrees the prices and payment terms with the related parties by benchmarking the same to transactions with non-related parties.
- (iv) Consultancy fee paid to from related parties on arm's length basis and in the ordinary course of business. The Company mutually negotiates and agrees the prices and payment terms with the related parties by benchmarking the same to transactions with non-related parties.
- (v) Sitting fees paid to related parties on arm's length basis and in the ordinary course of business and is approved by the Board of Directors.
- (vi) Purchase of property, plant and equipment from related parties are on arm's length basis and in the ordinary course of business.
- (vii) The Company has issued shares to its employees at fair value as on grant date as per the Plan.
- (viii) The Company has made donations to its related party in line with the requirements of Section 135 of Companies Act, 2013. The expenditure has been approved by the CSR committee of the Company.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

- (ix) The amounts disclosed in the table are the amounts recognised as an expense during the financial year related to KMP. The amounts do not include expense, if any, recognised toward post-employment benefits and other long-term benefits of key managerial personnel. Such expenses are measured based on an actuarial valuation done for the Group as a whole. Hence, amounts attributable to KMPs are not separately determinable. Further, the amounts disclosed above exclude interim dividend paid of INR. 3 per share held by KMP as at the record date.

NOTE 43 SEGMENT REPORTING

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Group's Chief Executive Officer (CEO) to make decisions about resources to be allocated to the segments and assess their performance. The Group is in the business of processing and selling milk and milk related value added products. The Group's Chief Executive Officer who is identified as Chief Operating Decision Maker (CODM) reviews the performance of the Group on the basis of economic performance for liquid milk and milk related value added products (such as curd, ice creams, flavoured milk, lassi, butter milk, yoghurt, skimmed milk power). For the purpose of reporting the operating segments, all the three segments have been aggregated as a single reporting segment under the provisions of Ind AS 108 'Operating Segments' as the nature of products, the production and distribution process, class of customers and the regulatory environment is similar for all the segment. Thus, the segment revenue, segment profit, total segment assets and liabilities are all as reflected in the consolidated financial statements as at and for the years ended 31 March 2025 and 31 March 2024.

The geographical information analyses the Group's revenues and non-current assets by the Holding Company's country of domicile (i.e. India) and other countries. In presenting the geographical information, segment revenue has been based on the geographic location of customers and segment assets which have been based on the geographical location of the assets.

(i) Revenues

	As at 31 March 2025	As at 31 March 2024
India	33,406.16	29,073.16
Outside India	3,794.49	2,181.49
<b>Total</b>	<b>37,200.65</b>	<b>31,254.65</b>

(ii) Non-current assets

	As at 31 March 2025	As at 31 March 2024
India	7,132.43	6,901.65
Outside India	930.17	791.78
<b>Total</b>	<b>8,062.60</b>	<b>7,693.43</b>

NOTE 44 LOANS OR ADVANCES TO SPECIFIED PERSONS

There are no Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013,) either severally or jointly with any other person, that are:

- (a) repayable on demand; or
- (b) without specifying any terms or period of repayment.





NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 45 FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT

Accounting classification and fair values

Financial instruments by category	As at 31 March 2025		As at 31 March 2024		Fair value level
	Carrying value	Fair value	Carrying value	Fair value	
Financial assets					
Fair value through profit and loss	-	5,741.65	-	1,460.22	Level 1
Investments in mutual funds (refer note (a) below)					
Amortised cost	698.01	-	501.56	-	-
Investment in debentures, bonds and commercial papers(refer note (b) below)					
Trade receivables	123.16	-	105.07	-	-
Cash and cash equivalents	897.45	-	1,033.83	-	-
Bank balances other than above	118.43	-	0.55	-	-
Other non-current financial assets	150.13	-	178.60	-	-
Other current financial assets	67.58	-	46.24	-	-
Total financial assets	2,054.76	5,741.65	1,865.85	1,460.22	-
Financial liabilities					
Amortised cost	287.50	-	300.00	-	-
Borrowings (current and non-current)					
Lease liabilities	136.84	-	157.87	-	-
Trade payables	1,555.04	-	1,483.85	-	-
Other financial liabilities	490.36	-	496.15	-	-
Total financial liabilities	2,469.74	-	2,437.87	-	-

Measurement of fair values

The carrying amount of the current financial assets and current financial liabilities are considered to be same as their fair values, due to their short term nature.

- (a) The fair valuation of investments in mutual funds is classified as level 1 in the fair value hierarchy as they are determined based on their quoted prices in active markets.
- (b) The fair valuation of investments in debentures, bonds and commercial papers is INR 706.95.

Fair value method

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

A. Financial assets

1. The Group has not disclosed the fair values for trade receivables, cash and cash equivalents including other bank balances, loans receivable, and other financial assets because the carrying amounts are a reasonable approximation of the fair values.
2. Investment in mutual funds: Fair value of quoted mutual funds units is based on quoted market price at the reporting date.

B. Financial liabilities

1. **Borrowings:** It includes term loans from banks. These borrowings are classified and subsequently measured in the consolidated financial statements at amortised cost. Considering that the interest rate on the loan is reset on a monthly/quarterly/half yearly/yearly basis, the carrying amount of the loan would be a reasonable approximation of its fair value.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

2. **Lease liabilities:** The fair values of the Group's lease liabilities are determined by discounting the future cashflows at discount rate that reflects the incremental borrowing rate of the Group. The Group has not disclosed the fair value because its carrying amount is a reasonable approximation of its fair value.
3. **Trade payables and Other financial liabilities:** Fair values of trade payables and other financial liabilities are measured at carrying value, as most of them are settled within a short period and so their fair value are assumed to be almost equal to the carrying values.

Financial risk management

The Group's financial risk management is an integral part of how to plan and execute its business strategies. The Group's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. The Group's primary focus is to foresee the unpredictability of financial markets and seek to minimise potential adverse effects on its financial performance. A summary of the risks have been given below.

Credit risk

Credit risk is managed by Head of Sales of the Group. Usually, the business is carried on cash and carry basis. Credit is provided after a background check and credit analysis.

The accounts receivable team along with sales team will evaluate all new customers to determine payment terms and methods to be required, and what level of credit will be established. The accounts receivable team and sales team will also periodically review and re-evaluate payment terms and credit lines of existing customers and to support new customer requirements, and do manage risk as financial and business conditions change.

Majority of milk customers are un-registered and multi brand sellers. Billing transaction takes place on all of the 365 days in a year. The credit allowed is monitored as per the approved limits.

The Group establishes an allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables. The default in collection as a percentage to total receivable is low. Refer below for the expected credit loss for trade receivables.

Reconciliation of expected credit loss- trade receivables

	Amount
Expected credit loss on 01 April 2023	(9.75)
Changes in loss allowance	1.76
Expected credit loss on 31 March 2024	(7.99)
Changes in loss allowance	(9.81)
Expected credit loss on 31 March 2025	(17.80)

Cash and cash equivalents

Credit risk on cash and cash equivalents is limited as the Group generally invest in deposits with banks and financial institutions with high credit ratings assigned by domestic credit rating agencies.

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group's corporate treasury department is responsible for liquidity, funding as well as settlement management. In addition, process and policies related to such risks are overseen by the senior management.

As of 31 March 2025 and 31 March 2024, the Group had unutilised credit limits from banks of INR 1,225.00 and INR 1,225.00 respectively. The returns/statements filed by the Group with such banks are in agreement with the books of accounts of the Group for the year ended 31 March 2025.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31 March 2025 and 31 March 2024. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements.

Particulars	As at 31 March 2025				
	Carrying value	Total	Less than 1 year	1-2 years	2 years and above
<b>Financial liabilities</b>					
Trade payables	1,555.04	1,555.04	1,555.04	-	-
Borrowings	287.50	287.50	50.00	50.00	187.50
Lease liabilities	136.84	182.39	37.13	28.51	116.75
Other financial liabilities	490.36	490.36	490.36	-	-
	<b>2,469.74</b>	<b>2,515.29</b>	<b>2,132.53</b>	<b>78.51</b>	<b>304.25</b>

Particulars	As at 31 March 2024				
	Carrying value	Total	Less than 1 year	1-2 years	2 years and above
<b>Financial liabilities</b>					
Trade payables	1,483.85	1,483.85	1,483.85	-	-
Borrowings	300.00	300.00	12.50	50.00	237.50
Lease Liabilities	157.87	210.00	42.15	34.96	132.89
Other financial liabilities	496.15	496.15	496.15	-	-
	<b>2,437.87</b>	<b>2,490.00</b>	<b>2,034.65</b>	<b>84.96</b>	<b>370.39</b>

**Market risk**

Market risk is the risk that changes in market prices - such as foreign exchange rates and interest rates - will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

**Interest risk**

The Group's main interest rate risk arises from long-term and short-term borrowings with variable rates, which exposes the Group to cash flow interest rate risk. The Group also has variable interest deposit receivable which mitigate the interest rate risk on payables.

The exposure of the Group to interest rate changes at the end of the reporting period are as follows:

	As at 31 March 2025	As at 31 March 2024
Variable rate borrowings	287.50	300.00
<b>Total</b>	<b>287.50</b>	<b>300.00</b>

**Sensitivity**

The profit or loss is sensitive to higher/lower interest expense and interest income as a result of changes in interest rates.

Impact on profit before tax	As at 31 March 2025	As at 31 March 2024
Interest rate - increases by 50 basis points	(1.44)	(1.50)
Interest rate - decreases by 50 basis points	1.44	1.50

**Currency risk**

The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the volatility of the Group's net financial assets (which includes cash and cash equivalents, trade receivables, trade payables and other financial liabilities), which are denominated in various foreign currencies (viz. USD, EUR, SGD and KSH).

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)

(All amounts in rupees millions, except share and per share data and where otherwise stated)

**Sensitivity**

The profit or loss is sensitive to foreign exchange gain/loss as a result of changes in foreign exchange rates.

Impact on profit before tax	As at 31 March 2025	As at 31 March 2024
Foreign exchange rate - increases by 5%	2.25	8.75
Foreign exchange rate - decreases by 5%	(2.25)	(8.75)

**NOTE 46 CAPITAL MANAGEMENT**

For the purpose of the Group's capital management, capital includes issued equity capital, securities premium and all other equity reserves. The primary objective of the Group's capital management is to maintain a strong capital base to ensure sustained growth in business and to maximise the shareholders value. The capital management focuses to maintain an optimal structure that balances growth and maximises shareholder value.

The Group manages its capital so as to safeguard its ability to continue as a going concern and to optimise returns to shareholders. The capital structure of the Group is based on management's judgement of its strategic and day-today needs with a focus on total equity so as to maintain investor, creditors and market confidence. The management and the Board of Directors monitor the return on capital as well as the level of dividends to shareholders. The Group may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

	As at 31 March 2025	As at 31 March 2024
Total debt	287.50	300.00
Total equity	14,059.50	11,388.69
<b>Total debt to equity ratio</b>	<b>0.02</b>	<b>0.03</b>

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2025 and 31 March 2024.

**NOTE 47 ADDITIONAL INFORMATION PURSUANT TO PARA 2 OF GENERAL INSTRUCTIONS FOR THE PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS**

Name of the entity	As at and for the year ended 31 March 2025							
	Net assets (i.e. total assets minus total liabilities)		Share in profit		Share in other comprehensive income		Total	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
<b>Parent</b>								
Dodla Dairy Limited	91.20%	12,822.31	95.02%	2,469.82	(13.19%)	(9.80)	92.01%	2,460.02
Subsidiaries								
<b>Indian</b>								
Orgafeed Private Limited	1.69%	238.10	3.21%	83.40	0.05%	0.04	3.12%	83.44
<b>Foreign</b>								
Dodla Holdings Pte Limited	7.18%	1,008.86	11.84%	307.73	-	-	11.51%	307.73
Lakeside Dairy Limited	4.32%	607.51	10.42%	270.79	-	-	10.13%	270.79
Dodla Dairy Kenya Limited	0.36%	50.39	(0.03%)	(0.79)	-	-	(0.03%)	(0.79)



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

Name of the entity	As at and for the year ended 31 March 2025							
	Net assets (i.e. total assets minus total liabilities)		Share in profit		Share in other comprehensive income		Total	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Country Delight Dairy Limited	(0.25%)	(35.37)	(0.79%)	(20.44)	-	-	(0.76%)	(20.44)
Non-controlling interest	-	-	-	-	-	-	-	-
Associate Indian								
Global VetMed Concepts Private Limited*	-	-	-	-	-	-	-	-
Adjustment arising out of consolidation	(4.50%)	(632.30)	(19.67%)	(511.21)	113.14%	84.06	(15.98%)	(427.15)
Total	100.00%	14,059.50	100.00%	2,599.30	100.00%	74.30	100.00%	2,673.60

\*The Group has not recognised any share of profit/losses of the associate as it exceeds the carrying amount of the investment.

Name of the entity	As at and for the year ended 31 March 2024							
	Net assets (i.e. total assets minus total liabilities)		Share in profit		Share in other comprehensive income		Total	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent								
Dodla Dairy Limited	91.01%	10,365.08	92.29%	1,538.81	507.00%	(5.07)	92.04%	1,533.74
Subsidiaries Indian								
Orgafeed Private Limited	1.36%	154.66	1.12%	18.70	6.00%	(0.06)	1.12%	18.64
Foreign								
Dodla Holdings Pte Limited	7.56%	860.98	15.86%	264.46	-	-	15.87%	264.46
Lakeside Dairy Limited	5.42%	617.10	14.20%	236.81	-	-	14.21%	236.81
Dodla Dairy Kenya Limited	0.43%	49.21	(0.17%)	(2.80)	-	-	(0.17%)	(2.80)
Country Delight Dairy Limited	(0.12%)	(14.10)	(0.65%)	(10.89)	-	-	(0.65%)	(10.89)
Non-controlling interest	-	-	-	-	-	-	-	-
Associate Indian								
Global VetMed Concepts Private Limited*	-	-	-	-	-	-	-	-
Adjustment arising out of consolidation	(5.66%)	(644.24)	(22.65%)	(377.73)	(413.00%)	4.13	(22.42%)	(373.60)
Total	100.00%	11,388.69	100.00%	1,667.36	100.00%	(1.00)	100.00%	1,666.36

\*The Group has not recognised any share of profit/losses of the associate as it exceeds the carrying amount of the investment.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 48 LEASES - IN THE CAPACITY OF LESSEE

The following tables summarise the movement in lease liabilities:

	As at 31 March 2025	As at 31 March 2024
Balance at the beginning	157.87	143.26
Additions	25.04	131.79
Interest expenses	14.59	14.83
Deletions	(21.40)	(8.68)
Payment of lease liabilities	(39.26)	(123.33)
Balance at the end	136.84	157.87

As at balance sheet date, the Group is not exposed to future cashflows for extension/termination options, residual value guarantees and leases not commenced to which lessee is committed.

Maturity analysis – contractual undiscounted cash flows	As at 31 March 2025	As at 31 March 2024
Less than one year	37.13	42.15
One to two years	28.51	34.96
Two to three years	23.26	25.61
Three to four years	21.66	21.90
Four to five years	19.58	23.00
More than five years	52.25	62.38
Total	182.39	210.00
Lease liabilities included in the balance sheet		
Current	35.64	42.15
Non-current	101.20	115.72
Total	136.84	157.87

The Group does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

The Group has taken certain rented premises on lease with contract terms within one year. These leases are short-term in nature and the Group has elected not to recognise right-of-use-assets and lease liabilities for these assets. The Group has incurred following expenses relating to short-term leases for which the recognition exemption has been applied. (Refer note 36).

The effective interest rate for lease liabilities is 9% to 22%, with maturity between financial years 2025-26 to 2037-38.

The following are the amounts recognised in consolidated statement of profit and loss

	As at 31 March 2025	As at 31 March 2024
Depreciation on Right-of-use assets (refer note 4(v))	27.56	32.10
Interest expenses (refer note 34)	14.59	14.83
Expenses relating to short-term leases (refer note 36)	115.51	85.13
Amounts recognised in Statement of Cashflows		
Total cash outflow for leases	39.26	123.33
	39.26	123.33





NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 49 AUDIT TRAIL:

The Group has used accounting software for maintaining its books of account 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, except for direct changes to data made using certain access rights in the accounting software, where the audit trail feature is only enabled from 03 March 2025 to 31 March 2025. Further no instance of audit trail feature being tampered with was noted in respect of accounting software(s) where the audit trail has been enabled at the database level.

Additionally, the audit trail of prior years has been preserved by the Group as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

NOTE 50 OTHER STATUTORY INFORMATION

A. Benami property

There are no proceeding initiated or pending against the Group as at 31 March 2025, under Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) during the current and previous financial year.

B. Struck off companies

The Group does not have any transactions with companies struck off during current and previous financial year.

C. Registration of charges

The Group does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

D. Crypto or virtual currency:

The Group has not traded in or invested in crypto or virtual currency during the current and previous financial year.

E. The Group has not advanced or loaned or invested funds to any other person or entity, including foreign entities (Intermediaries) with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

F. The Group has not received any fund from any person or entity, including foreign entities (Funding Party) with the understanding, whether recorded in writing or otherwise, that the Group shall:

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

The Group has complied with the relevant provisions of the Foreign Exchange Management Act, 1999 (42 of 1999) and the Companies Act, 2013 for the above transactions and the transactions are not violative of the Prevention of Money-Laundering Act, 2002 (15 of 2003).

G. Undisclosed incomes

The Group does not have any such transaction which is not recorded in the books of account 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).

H. Wilful defaulter

The Group is not declared a wilful defaulter by any bank or financial Institution or other lender.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025 (Contd.)  
(All amounts in rupees millions, except share and per share data and where otherwise stated)

NOTE 51 DISTRIBUTION MADE AND PROPOSED

	As at 31 March 2025	As at 31 March 2024
<b>Cash dividends on equity shares declared and paid:</b>		
Interim dividend for the year ended 31 March 2025: INR 3 per share (31 March 2024: Nil)	180.98	-
<b>Proposed dividends on equity shares</b>		
Final dividend for the year ended 31 March 2025: INR 2 per share (31 March 2024: Nil)	120.66	-

Proposed final dividend on equity shares for the year ended 31 March 2025 is subject to approval at the annual general meeting and is not recognised as a liability as at 31 March 2025. The dividend declared/paid and proposed is in accordance with Section 123 of the Companies Act, 2013.

NOTE 52 No material foreseeable losses was incurred for any long-term contract including derivative contracts during the current and previous financial year.

NOTE 53 EVENTS AFTER THE REPORTING PERIOD

There are no events after the reporting period till 19 May 2025 which require any adjustment or additional disclosure in the financial statements.

As per our report of even date

**For S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

**per Mitesh K Parikh**

Partner

Membership number: 225333

**D. Sesha Reddy**

Chairman

DIN: 00520448

Place: Hyderabad

**For and on behalf of the Board of Directors of**

**Dodla Dairy Limited**

CIN: L15209TG1995PLC020324

**D. Sunil Reddy**

Managing Director

DIN: 00794889

Place: Hyderabad

**B.V.K. Reddy**

Chief Executive Officer

Place: Hyderabad

**R. Murali Mohan Raju**

Chief Financial Officer

M. No. 213494

Place: Hyderabad

**Surya Prakash Mungelkar**

Company Secretary

M. No. A31877

Place: Hyderabad

Date: 19 May 2025

Place: Hyderabad

Date: 19 May 2025

## This image shows a full page of blank, lined paper. It features approximately 20 evenly spaced horizontal grey lines across the entire width of the page, providing a guide for writing. The background is a solid off-white color. There are no margins, text, or other markings present.



## **Dodla Dairy Limited**

CIN: L15209TG1995PLC020324

8-2-293/82/A, 270/Q, Road No 10-C, Jubilee  
Hills, Hyderabad – 500 033. Telangana, India.

Telephone: +91 40 4546 7777

Fax: +91 40 4546 7788

E-mail: [mail@dodladairy.com](mailto:mail@dodladairy.com)

Website: [www.dodladairy.com](http://www.dodladairy.com)

