

## Vimta Labs Limited

Registered Office  
142, IDA Phase II, Cherlapally  
Hyderabad-500 051, Telangana, India  
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VLL\SE\18\2025-26  
Date: 15.05.2025

BSE Limited,  
PJ Towers, Dalal Street,  
Mumbai: 400001.  
**Scrip Code : 524394**

National Stock Exchange of India Limited,  
"Exchange Plaza", Bandra,  
Kurla Complex, Bandra (E),  
Mumbai – 400051.  
**Symbol : VIMTALABS**

Dear Sir/Madam,

**Sub: Submission of Annual Report along with notice of Annual General Meeting (AGM) of the Company for the FY 2024-25.**

Pursuant to regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed copy of annual report of the Company for FY 2024-25, together with notice of 35<sup>th</sup> AGM to be held on **Friday, 06<sup>th</sup> June 2025 at 10:00 a.m.(IST)** through Video Conference (VC)/Other Audio Visual Means (OAVM) which is being circulated to the shareholders through electronic mode whose email IDs are registered with the Company/ Depositories.

The notice and Annual report is also available on the Company's website at

<https://vimta.com/wp-content/uploads/Notice-and-Annual-Report-2024-25.pdf>

This is for your information and records.

Thanking you,

For VIMTA LABS LIMITED

Sujani Vasireddi  
Company Secretary



Encl. as above



Driven by Quality. Inspired by Science.



# 35<sup>th</sup> ANNUAL REPORT 2025

quality

integrity

respect

**Vimta Labs Limited**

CIN: L24110TG1990PLC011977

Notice Calling

**35<sup>th</sup> Annual General Meeting**



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## NOTICE

**NOTICE is hereby given that the 35<sup>th</sup> Annual General Meeting of the Members of Vimta Labs Limited (“the Company”) will be held on Friday, 06<sup>th</sup> June, 2025 at 10:00 a.m. IST through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) to transact the following businesses. The venue of the meeting shall be deemed to be the registered office of the company at Plot No. 141/2 & 142, IDA, Phase II, Cherlapally, Hyderabad, Telangana – 500051 India.**

### ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Financial Statements of the company for the financial year ended 31<sup>st</sup> March 2025 together with the report of the Board of Directors and the Auditors of the company thereon.
2. To declare a Dividend of ₹ 2/- per equity share for the financial year ended 31<sup>st</sup> March, 2025.
3. To appoint a director in place of Mr. Satya Sreenivas Neerukonda (DIN: 00269814) who retires by rotation and being eligible, offers himself for re-appointment as a director liable to retire by rotation. Upon reappointment, the Director will continue to be the Executive Director for the rest of his tenure as per the terms of his appointment.

### SPECIAL BUSINESS:

4. **Ratification of remuneration of cost auditors for financial year ended 31<sup>st</sup> 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 of the Companies Act, 2013(“the Act”) read with Rule 14 (a) (ii) of Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force as recommended by the Audit Committee and duly approved by the Board of Directors, remuneration of ₹ 50,000/- (Rupees Fifty Thousand only) plus applicable GST, fixed to M/s Lavanya & Associates, Cost Accountants, Hyderabad (Firm Regn. No. 101257), Cost Auditors, for conducting Audit of cost records of the company for the Financial Year ending 31<sup>st</sup> March 2026 be and is hereby ratified.”

5. **Appointment of Secretarial Auditor**

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

“**RESOLVED THAT** that pursuant to the provisions of Section 204 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules framed

thereunder (including any statutory modification (s) and re-enactment thereof for the time being in force) and pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on recommendation of Audit Committee and Board of Directors, M/s D Hanumanta Raju & Co, Practising Company Secretaries (Unique Identification No. P1990AP015500), be and are hereby appointed as Secretarial Auditors of the Company for a term of five (5) consecutive financial years commencing from the conclusion of the ensuing 35<sup>th</sup> Annual General Meeting till the conclusion of 40<sup>th</sup> Annual General Meeting to be held in the year 2030 at such remuneration plus applicable taxes and actual out of pocket expenses incurred in connection with the audit as may be mutually agreed between the Board of Directors and the Secretarial Auditors.

**RESOLVED FURTHER THAT** the Executive Directors and/ or Company Secretary be and are hereby severally authorized to file necessary forms with the Ministry of Corporate Affairs and to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable to give effect to the above resolution.”

6. **Issue of Bonus Shares**

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 63 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Foreign Exchange Management Act, 1999 (“FEMA”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by the Securities and Exchange Board of India (“SEBI”) and the Reserve Bank of India (“RBI”) from time to time, the provisions of the Articles of Association of the Company, and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company (hereinafter referred to as “the Board”, which expression shall be deemed to include a Committee of Directors or officer(s) of the Company duly authorized in this behalf), and subject to such approvals as may be required in this regard, approval of the Members be and is hereby accorded to the Board for capitalization of such sums standing to the credit of the free reserves and/or the securities premium account and/or capital redemption reserve of the Company, as may be considered necessary by the Board, for the purpose of the issue of bonus equity

shares of ₹ 2/- each, credited as fully paid-up equity shares to the holders of the existing equity shares of the Company in consideration of their said holding and whose names appear in the Register of Members maintained by the Company/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on such date as may be fixed in this regard by the Board, in the proportion of 1:1 i.e., 1 (One) bonus equity share for every 1 (One) existing fully paid-up equity share held by the Members of the Company and shall rank *pari passu* in all respects with the fully-paid up equity shares of the Company as existing on such date as may be fixed in this regard by the Board.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to make appropriate adjustments necessary for the issue of bonus equity shares as aforesaid to the Employee Stock Options (ESOPs) which have been granted (whether vested or not) to employees of the Company under Vimta Labs Employee Stock Option Plan 2021 pursuant to the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and any amendments thereto from time to time, such that the number of employee stock options which are available for granting and those already granted but not exercised as on the record date shall be appropriately adjusted.

**RESOLVED FURTHER THAT** in accordance with the ICDR Regulations, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialised form only and shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s). With respect to the members holding equity shares in physical form, the Company shall credit the bonus equity shares to a new demat suspense account of the Company to hold these shares till they are credited to the beneficiary accounts of the respective members holding equity shares in physical form.

**RESOLVED FURTHER THAT** Executive Directors or the Company Secretary of the Company be and are hereby severally authorised to take necessary steps for listing of such Equity Shares on the Stock Exchanges where the securities of the Company are listed, as per the applicable Guidelines, Rules and Regulations.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Executive Directors or the Company Secretary of the company be and are hereby severally authorised to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Executive Directors or the Company Secretary in their absolute discretion may deem necessary or desirable, without requiring to secure any further consent or approval of Members, and their decision shall be final and binding.”

**7. Re-appointment of Dr. Yadagiri R Pendri (DIN 01966100) as an Independent Director of the Company.**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other relevant provisions of the Companies Act, 2013, rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), read with Schedule IV of the Act, Articles of Association of the Company and pursuant to provisions of Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee and the Board, approval of the Members be and is hereby accorded to the re-appointment of Dr. Yadagiri R Pendri (DIN 01966100) as an independent director, for the second and final term of five years commencing from 10<sup>th</sup> August 2025 to 09<sup>th</sup> August 2030.

**RESOLVED FURTHER THAT** the Executive Directors and/or the Company Secretary of the Company be and are hereby severally authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the aforesaid Resolution.”

**8. Increase in Overall Borrowing Limits of the Company as per Section 180(1)(c) of the Companies Act, 2013.**

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

“**RESOLVED THAT** in supersession of the special resolution passed by the Members on 9<sup>th</sup> September 2020 at the 30<sup>th</sup> Annual General Meeting and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s), amendment or re-enactment thereof for the time being in force), subject to the approvals, consents, permissions and sanctions, if any, required from any authority and on recommendation of Audit Committee and the Board of Directors, the consent of the Members be and is hereby accorded to the Board of Directors of the Company to borrow periodically from time to time for and on behalf of the Company, in any manner in the form of either fund based or non-fund based facilities or otherwise in Indian Rupees or any other foreign currency as may be required for the purpose of business of the Company from any Banks and/or public financial institutions as defined under Section 2(72) of the Companies Act, 2013 and/or any foreign financial institution(s) or foreign banks and/ or any entity/entities or authority/authorities and/or through long term loans, short term loans or any other instruments, etc. and/or



through credit from official agencies and/or by way of commercial borrowings from the private sector window of multilateral financial institution(s), either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board of Directors for an aggregate amount not exceeding ₹ 300 Crores (Rupees Three Hundred Crores only) (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) over the aggregate of the paid-up share capital of the Company and its free reserves (reserves not set apart for any specific purpose)(including credit facilities utilized as part of working capital credit limits).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Executive Directors and/or the Company Secretary of the company be and are hereby severally authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

**9. Increase in Overall Limits for Disposal or Encumbrance of Company's Undertakings as per Section 180(1) (a) of the Companies Act, 2013.**

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

"**RESOLVED THAT** in supersession of the special resolution passed by the Members on 9<sup>th</sup> September 2020 at the 30<sup>th</sup> Annual General Meeting and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and rules made thereunder, (including any statutory modification(s), amendment or re-enactment thereof for the time being in force), subject to the approvals, consents, permissions and sanctions, if any, required from any authority, and on recommendation of Audit Committee and the Board of Directors, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to create charge/mortgage/hypothecate in addition to the, charge/mortgage/hypothecation already created, in such form, manner and ranking and on such terms as the Board deems fit in the interest of the Company, on the whole or substantially the whole of the Company's any one or more of the undertakings or all of the undertakings, whether immovable and/or movable properties of the Company, both present and future and/or any other assets or properties, either tangible or intangible, of the Company as may be agreed to in favour of the bank(s), financial institution(s) or other body(ies) corporate(s), other entity(ies), firms(s), person(s) etc., in India or

abroad, hereinafter referred to as the lender(s), and/or trustees to secure the borrowings availed or to be availed by the Company, by way of loans, debentures or any other securities or otherwise, in foreign currency or in Indian rupees, together with interest at the respective agreed rates from time to time, additional interest, compound interest, liquidated charges, commitment charges or costs, charges, expenses and all other monies payable by the Company including any increase as a result of devaluation/revaluation/fluctuation in the rate of exchange in respect of the said Loans, shall not, at any time exceed ₹ 300 Crores (Rupees Three Hundred Crores only) over and above the aggregate of the paid-up share capital and its free reserves (reserves not set apart for any specific purpose).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Executive Directors and/or the Company Secretary of the company be and are hereby severally authorised to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

**10. Addition of New Objects in the Objects Clause of the Memorandum of Association of the company**

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

"**RESOLVED THAT** pursuant to the provisions of Section 13 of the Companies Act, 2013 ("the Act") read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and all other applicable provisions, the Clause III(A) of the Memorandum of Association of the company be and is hereby amended by adding the following new objects as sub clause No. 7 and sub clause No.8 after sub clause III(A) (6).

**Clause 7: To carry on, undertake, setup, establish, pursue, develop, assist, advice, consult, facilitate, Contract Research and Development Activities (CDMO), in the field of drug discovery, biotechnology, pharmaceuticals, nutritional products, biopharmaceuticals, medical sciences, life sciences, biosciences and to undertake such other related and allied activities but not limited to discovery, product development and manufacturing and custom services.**

**Clause 8: To carry on research and development of biologics, biosimilars, peptides and complex generics, the process and/or product development for manufacturing, formulation and packaging development.**

**RESOLVED FURTHER THAT** the Executive Directors

and/ or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution.”

**11. Approval for Revision of Remuneration payable to Ms. Harita Vasireddi (DIN 00242512), Managing Director of the Company**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 188, 197, 198, and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with the Schedule V thereto (including any amendments, statutory modifications, or re-enactments thereof for the time being in force), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and in accordance with the provisions of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such other approvals as may be required, and based on the recommendation of the Nomination and Remuneration Committee, with the prior approval of Audit Committee and on approval of the Board of Directors of the Company, the consent and approval of the Members of the Company be and is hereby granted for the revision in the remuneration of **Ms. Harita Vasireddi (DIN 00242512), Managing Director**, for a period of three (3) years, commencing from 14<sup>th</sup> July 2025 to 13<sup>th</sup> July 2028, on the terms and conditions as approved by the Members on 26<sup>th</sup> March 2024 (by a resolution passed through postal ballot), with the revised remuneration to be paid partly by way of a monthly salary and perquisites, and partly as a percentage of the Net Profits of the Company, payable annually, as detailed below with the terms and conditions for the payment of such remuneration as follows:

**A. By way of Monthly salary and perquisites:**

- I. Salary: ₹ 14,00,000 (Rupees Fourteen lakhs only) per month with an annual increment to be determined by the Board from time to time, subject to a maximum monthly salary of ₹ 18,00,000 (Rupees Eighteen Lakhs only).
- II. Perquisites and allowances:
  - a) Medical Reimbursement: As per the rules of the Company, Payment/Reimbursement of medical expenses incurred for self and family, subject to ceiling of one month’s salary in a year.
  - b) Leave Travel Concession: For self and family, to and fro from any place in India, once in a year subject to ceiling of one month’s salary per annum.
  - c) Pension / Superannuation Fund: Company’s contribution to Provident Fund, Superannuation

Fund or annuity fund in accordance with the Scheme of the Company.

- d) Gratuity: As per the rules of the Company, at the rate not exceeding one-half month’s salary for each completed year of service.
- e) Encashment of Leave: Encashment of leave will be paid as per the rules of the company.
- f) Telephone and Car: Telecommunication facilities and car for Company’s business purposes.
- g) Personal accident insurance: Personal accident insurance premium will be paid as per the rules of the company.

**B. By way of percentage on Net Profits of the Company:**

In addition to the salary and perquisites stated at ‘A’ above, commission shall be paid at such percentage as the Board may deem fit, not exceeding 1% of the Net Profit of the Company as computed under the provisions of Section 198 of the Companies Act, 2013.

However, the aggregate remuneration paid to the appointee under ‘A’ & ‘B’ above and to all the Executive Directors, put together in any financial year shall not exceed the limits specified in Section 197 of Companies Act, 2013 and other applicable provisions and Rules made thereunder, read with Schedule V of the said Act or any statutory modification(s) or re-enactment(s) thereof, for the time being in force.

**RESOLVED FURTHER THAT** if the company has no profit in any financial year, **Ms. Harita Vasireddi (DIN 00242512), Managing Director** be paid such remuneration as minimum remuneration mentioned at ‘A’ as it is permitted under Schedule V and other applicable provisions of the Companies Act, 2013 read with applicable provisions of SEBI (LODR) Regulations.

**RESOLVED FURTHER THAT** the Board of Directors of the company (hereinafter referred to as the Board, which term shall be deemed to include any committee whether called Nomination and Remuneration Committee or such other name which may exercise its powers including the powers conferred by this resolution) be and is hereby authorized to vary, alter or modify the scope, components and terms and conditions of the above stated remuneration including to increase /decrease as they may deem fit, within the permissible provisions of the Act and rules made thereunder, including any statutory modification(s) or reenactment( s) thereof for the time being in force.

**RESOLVED FURTHER THAT** the Executive Directors and / or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for the purpose of giving effect to this resolution.”



**12. Approval for Revision of Remuneration payable to Mr. Harriman Vungal (DIN 00242621), Executive Director – Operations of the Company**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 188, 197, 198, and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with Schedule V thereto (including any amendments, statutory modifications, or re-enactments thereof for the time being in force), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and in accordance with the provisions of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such other approvals as may be required, and based on the recommendation of the Nomination and Remuneration Committee, with the prior approval of Audit Committee and on approval of the Board of Directors of the Company, the consent and approval of the Members of the Company be and is hereby granted for the revision in the remuneration of Mr. Harriman Vungal (DIN 00242621), Executive Director – Operations, for the remaining tenure of two (2) years, commencing from 14<sup>th</sup> July 2025 to 13<sup>th</sup> July 2027, on the terms and conditions as approved by the Members on 26<sup>th</sup> March 2024 through postal ballot, with the revised remuneration to be paid partly by way of a monthly salary and perquisites, and partly as a percentage of the Net Profits of the Company, payable annually, as detailed below with the terms and conditions for the payment of such remuneration as follows:

**A. By way of Monthly salary and perquisites:**

- i. Salary: ₹ 14,00,000 (Rupees Fourteen lakhs only) per month with an annual increment to be determined by the Board from time to time, subject to a maximum monthly salary of ₹ 18,00,000 (Rupees Eighteen Lakhs only).
- ii. Perquisites and allowances:
  - a) Medical Reimbursement: As per the rules of the Company, Payment/Reimbursement of medical expenses incurred for self and family, subject to ceiling of one month’s salary in a year.
  - b) Leave Travel Concession: For self and family, to and fro from any place in India, once in a year subject to ceiling of one month’s salary per annum.
  - c) Pension / Superannuation Fund: Company’s contribution to Provident Fund, Superannuation Fund or annuity fund in accordance with the Scheme of the Company.
  - d) Gratuity: As per the rules of the Company, at the rate not exceeding one-half month’s salary for each completed year of service.

- e) Encashment of Leave: Encashment of leave will be paid as per the rules of the company.
- f) Telephone and Car: Telecommunication facilities and car for Company’s business purposes.
- g) Personal accident insurance: Personal accident insurance premium will be paid as per the rules of the company.

**B. By way of percentage on Net Profits of the Company:**

In addition to the salary and perquisites stated at ‘A’ above, commission shall be paid at such percentage as the Board may deem fit, not exceeding 1% of the Net Profit of the Company as computed under the provisions of Section 198 of the Companies Act, 2013.

However, the aggregate remuneration paid to the appointee under ‘A’ & ‘B’ above and to all the Executive Directors, put together in any financial year shall not exceed the limits specified in Section 197 of Companies Act, 2013 and other applicable provisions and Rules made thereunder, read with Schedule V of the said Act or any statutory modification(s) or re-enactment(s) thereof, for the time being in force.

**RESOLVED FURTHER THAT** if the company has no profit in any financial year, Mr. Harriman Vungal (DIN 00242621), Executive Director – Operations be paid such remuneration as minimum remuneration mentioned at ‘A’ as it is permitted under Schedule V and other applicable provisions of the Companies Act, 2013 read with applicable provisions of SEBI (LODR) Regulations.

**RESOLVED FURTHER THAT** the Board of Directors of the company (hereinafter referred to as the Board, which term shall be deemed to include any committee whether called Nomination and Remuneration Committee or such other name which may exercise its powers including the powers conferred by this resolution) be and is hereby authorized to vary, alter or modify the scope, components and terms and conditions of the above stated remuneration including to increase / decrease as they may deem fit, within the permissible provisions of the Act and rules made thereunder, including any statutory modification(s) or reenactment(s) thereof for the time being in force.

**RESOLVED FURTHER THAT** the Executive Directors and / or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for the purpose of giving effect to this resolution.

**13. Approval for Revision of Remuneration payable to Mr. Satya Sreenivas Neerukonda (DIN 00269814), Executive Director of the Company**

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

“RESOLVED THAT pursuant to the provisions of Sections 188,197,198, and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with Schedule V thereto (including any amendments, statutory modifications, or re-enactments thereof for the time being in force), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and in accordance with the provisions of Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such other approvals as may be required, and based on the recommendation of the Nomination and Remuneration Committee, with the prior approval of Audit Committee and on approval of the Board of Directors of the Company, the consent and approval of the Members of the Company be and is hereby granted for the revision in the remuneration of **Mr. Satya Sreenivas Neerukonda (DIN 00269814), Executive Director**, for a period of three (3) years, commencing from 14<sup>th</sup> July 2025 to 13<sup>th</sup> July 2028, on the terms and conditions as approved by the Members on 26<sup>th</sup> March 2024 through postal ballot, with the revised remuneration to be paid partly by way of a monthly salary and perquisites, and partly as a percentage of the Net Profits of the Company, payable annually, as detailed below with the terms and conditions for the payment of such remuneration as follows:

**A. By way of Monthly salary and perquisites:**

- I. Salary: ₹ 14,00,000 (Rupees Fourteen lakhs only) per month with an annual increment to be determined by the Board from time to time, subject to a maximum monthly salary of ₹ 18,00,000 (Rupees Eighteen Lakhs only).
- II. Perquisites and allowances:
  - a) Medical Reimbursement: As per the rules of the Company, Payment/Reimbursement of medical expenses incurred for self and family, subject to ceiling of one month’s salary in a year.
  - b) Leave Travel Concession: For self and family, to and fro from any place in India, once in a year subject to ceiling of one month’s salary per annum.
  - c) Pension / Superannuation Fund: Company’s contribution to Provident Fund, Superannuation Fund or annuity fund in accordance with the Scheme of the Company.
  - d) Gratuity: As per the rules of the Company, at the rate not exceeding one-half month’s salary for each completed year of service.
  - e) Encashment of Leave: Encashment of leave will be paid as per the rules of the company.

- f) Telephone and Car: Telecommunication facilities and car for Company’s business purposes.
- g) Personal accident insurance: Personal accident insurance premium will be paid as per the rules of the company.

**B. By way of percentage on Net Profits of the Company:**

In addition to the salary and perquisites stated at ‘A’ above, commission shall be paid at such percentage as the Board may deem fit, not exceeding 1% of the Net Profit of the Company as computed under the provisions of Section 198 of the Companies Act,2013.

However, the aggregate remuneration paid to the appointee under ‘A’ & ‘B’ above and to all the Executive Directors, put together in any financial year shall not exceed the limits specified in Section 197 of Companies Act, 2013 and other applicable provisions and Rules made thereunder, read with Schedule V of the said Act or any statutory modification(s) or re-enactment(s) thereof, for the time being in force.

**RESOLVED FURTHER THAT** if the company has no profit in any financial year, **Mr. Satya Sreenivas Neerukonda (DIN 00269814), Executive Director** be paid such remuneration as minimum remuneration mentioned at ‘A’ as it is permitted under Schedule V and other applicable provisions of the Companies Act, 2013 read with applicable provisions of SEBI (LODR) Regulations.

**RESOLVED FURTHER THAT** the Board of Directors of the company (hereinafter referred to as the Board, which term shall be deemed to include any committee whether called Nomination and Remuneration Committee or such other name which may exercise its powers including the powers conferred by this resolution) be and is hereby authorized to vary, alter or modify the scope, components and terms and conditions of the above stated remuneration including to increase / decrease as they may deem fit, within the permissible provisions of the Act and rules made thereunder, including any statutory modification(s) or reenactment( s) thereof for the time being in force.

**RESOLVED FURTHER THAT** the Executive Directors and / or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for the purpose of giving effect to this resolution.”

By Order of the Board  
For Vimta Labs Limited

**Sujani Vasireddi**  
Company Secretary

Place: Hyderabad  
Date: 28.04.2025



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

**A. Item No.4: Ratification of remuneration of cost auditors for financial year ended 31<sup>st</sup> March 2026.**

The Company is maintaining the cost records pursuant to the provisions of Section 148(1) and getting the same audited by a Cost accountant in pursuance of Section 148(2) of the Companies Act, 2013 read with Rules made thereunder.

Based on the recommendation of the Audit Committee, the Board of Directors at their meeting held on 28<sup>th</sup> April 2025 approved the reappointment of M/s Lavanya & Associates, Cost Accountants, Hyderabad (Firm Regn. No. 101257), to conduct audit of the cost records of the Company for the financial year ending 31<sup>st</sup> March, 2025 at a remuneration of ₹ 50,000/- (Rupees fifty thousand only) plus applicable GST.

In pursuance of Rule 14 (a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration to cost auditors fixed by the Board of Directors needs ratification by the members of the Company. Accordingly, the resolution is put up for ratification of members.

None of the Directors or KMPs or their relatives are in anyway concerned or interested in this resolution.

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

**B. Item No.5: Appointment of Secretarial Auditor**

In accordance with the provisions of Section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed company is required to appoint Secretarial Auditor for a consecutive term of 5 years (5 financial years).

Based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on 28<sup>th</sup> April 2025, approved the appointment of M/s D. Hanumanta Raju & Co., Practising Company Secretaries, to conduct the Secretarial Audit of the Company for a term of five (5) consecutive financial years, subject to the approval of the members.

M/s D. Hanumanta Raju & Co., established in the year 1990, is a reputed firm with extensive experience in conducting secretarial audits for listed entities and is experienced in delivering comprehensive professional services across Corporate Laws, SEBI Regulations and FEMA Regulations. Their expertise includes conducting Secretarial Audits, Due Diligence Audits, IPOs, Takeover of listed and unlisted entities, Compliance Audits etc.

The Board is of the opinion that their appointment would provide value-added insights into corporate governance practices. The Board accordingly recommends the resolution set out in the accompanying Notice for approval of the members.

None of the Directors or KMPs or their relatives are in anyway concerned or interested in this resolution.

The Board recommends the Ordinary Resolution as set out in Item no.5 to the notice for approval of the members.

**Details of Secretarial Auditor seeking appointment/re-appointment at the forthcoming Annual General Meeting to be held on 06<sup>th</sup> June 2025 under Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Particular	Details
Proposed Fees Payable	Mutually agreed by the Secretarial Auditors and the Board on annual basis.
Terms of Appointment	The Board at its meeting held on 28 <sup>th</sup> April 2025, approved the appointment of M/s D. Hanumanta Raju & Co., as Secretarial Auditors, for an audit term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the shareholders at the ensuing Annual General Meeting.
Any material change in the fee payable to such Auditor from that paid to the outgoing auditor along with the rationale for such change	Not Applicable
Basis of recommendation for appointment including the details in relation to and credentials of the auditor proposed to be appointed	M/s D. Hanumanta Raju & Co., established in the year 1990, is a reputed firm with extensive experience in conducting secretarial audits for listed entities and is having experience in delivering comprehensive professional services across Corporate Laws, SEBI Regulations and FEMA Regulations. Their expertise includes conducting Secretarial Audits, Due Diligence Audits, IPOs, Takeover of listed and unlisted entities, Compliance Audits etc.

**C. Item No.6: Issue of Bonus Shares**

Equity shares of the Company are listed and actively traded on the National Stock Exchange of India Limited and BSE Limited. As the company has adequate free Reserves and

Surplus which can be utilized for issue of Bonus shares the Board on recommendation of the Audit Committee in its meeting held on Monday, 28<sup>th</sup> April, 2025 considered and approved a bonus issue of 1 (One) equity share for every 1 (One) existing fully paid-up equity shares held, as on a record date to be determined by the Company.

The issue of bonus equity shares is subject to Members' approval in terms of Section 63 of the Companies Act, 2013 and any other applicable statutory and regulatory approvals. The Articles of Association of the Company permits capitalisation of any part of the amount for the time being standing to the credit of the free reserves and/or the securities premium account and/or capital redemption reserve of the Company as may be considered necessary by the Board, for the purpose of issue of the bonus shares.

Members are requested to note that in terms of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialised form only. Accordingly with respect to the bonus shares of members holding equity shares in physical form, the said bonus shares shall be credited in dematerialised form to a new demat suspense account of the Company to hold these shares till they are credited to the beneficiary accounts of the respective members holding equity shares in physical form. The voting rights on the bonus equity shares held in the demat suspense account, shall remain frozen.

No Director, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the above resolution except to the extent of their shareholding.

The Board recommends the above resolution for approval of the Members.

**D. Item No.7: Re-appointment of Dr. Yadagiri R Pendri (DIN 01966100) as an Independent Director of the Company.**

In accordance with Section 149(10) and (11) of the Companies Act, 2013 ('the Act'), an Independent Director shall hold office for a term up to five years on the Board of the Company but shall be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such re-appointment in the Boards' Report. Dr.Yadagiri R Pendri (DIN 01966100) was appointed as an Additional Independent Director by the Board in its meeting held on 10<sup>th</sup> August 2020 and the Members approved his appointment for a term of 5 years w.e.f. 10<sup>th</sup> August 2020 to 9<sup>th</sup> August 2025 (both days inclusive).

Based on his skills, experience, knowledge and performance evaluation and recommendation of the Nomination and Remuneration Committee at its meeting held on 28<sup>th</sup> April 2025, the Board, in line with the Company's

policy on Director's appointment and remuneration has proposed the re-appointment of Dr.Yadagiri R Pendri as an Independent Director for a second and final term of five years w.e.f., 10<sup>th</sup> August 2025 to 09<sup>th</sup> August 2030.

The Company has received requisite consent/declarations for appointment of Dr.Yadagiri R Pendri as an Independent Director as required under the Act and rules made thereunder.

In the opinion of the Board and based on the Board's evaluation, Dr. Yadagiri R Pendri fulfils the conditions specified in the SEBI LODR Regulations, the Act and the Rules framed thereunder for his re-appointment as an Independent Director from the Company.

A copy of the draft letter for the re-appointment of Dr. Yadagiri R Pendri as an Independent Director setting out the terms and conditions would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on all working days except Saturdays and Sundays, up to the date of conclusion of remote e-voting.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Dr. Yadagiri R Pendri as an Independent Director, the Board recommends the resolution set forth in Item No. 7 relating to the reappointment of Dr. Yadagiri R Pendri as an Independent Director of the Company, who shall be not liable to retire by rotation, by way of Special Resolution

A brief profile and other information as required under Regulation 36 of SEBI Listing Regulations and Secretarial Standard-2 issued by ICSI is provided as Annexure to this Notice.

Except Dr. Yadagiri R Pendri and his relatives no other director(s) and Key Managerial Personnel(s) or their relatives, is in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Special Resolution as set out under item No. 7 of the notice for approval of the members.

**E. Item No.8: Increase in Overall Borrowing Limits of the Company as per Section 180(1)(c) of the Companies Act,2013.**

**&**

**Item No.9: Increase in Overall Limits for Disposal or Encumbrance of Company's Undertakings as per Section 180(1) (a) of the Companies Act, 2013.**

The Company's current business expansion plans and new business plans in long term needs additional funds in the coming years. The company plans to raise the required funds for this expansion plans from one or more banks, financial institutions, firms, Bodies corporate and



National and International lending institutions. As per the provisions of Section 180(1)(c) of the Act, the Board of Directors cannot borrow more than the aggregate amount of the paid-up share capital, free reserves and securities premium except with the consent of the members of the Company in a general meeting by way of a special resolution and further as per Section 180(2) of the Act, such special resolution shall specify the total amount up to which monies may be borrowed by the Board of Directors.

At present, the aggregate of the paid-up share capital, free reserves and securities premium of the company is standing at ₹ 300 crores. Hence, it is proposed to seek the consent of shareholders by way of special resolution to borrow money up to a limit of ₹ 300 crores, over and above the aggregate of the paid-up share capital and its free reserves.

Further, to secure the borrowings availed or to be availed by the Company, for an aggregate amount upto ₹ 300 Crores (Rupees Three Hundred Crores only) over and above the aggregate of the paid-up share capital and its free reserves, the Board needs authorization for creation of securities by suitable mortgage/charge/hypothecation on all or some of the immovable and movable properties of the Company, both present and future in favour of the lenders/trustees as per the provisions of Section 180(1)(a) of the Companies Act, 2013. The mortgage/charge/hypothecation on all or any of the movable and/or immovable properties of the Company may be deemed as disposal of the whole or substantially the whole of the undertaking of the Company, hence requires the approval from the members of the Company by way of a Special Resolution. Therefore, it is proposed to pass the Special Resolution authorising the Board to create charge on the movable or immovable properties of the Company for an aggregate amount upto ₹ 300 Crores (Rupees Three Hundred Crores only) over and above the aggregate of the paid-up share capital and its free reserves.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item Nos.8 & 9 of the Notice.

The Board recommends the Special Resolutions set out in Item Nos. 8 & 9 of the notice for approval of the members.

**F. Item No.10: Addition of New Objects in the main Object Clause of the Memorandum of Association**

The Board of Directors of the Company has approved a proposal for Vimta Labs Limited to foray into the Biologics Contract Research and Development (CDMO) segment, subject to approval of the shareholders. This strategic move is aligned with the Company's long-term vision of expanding its service offerings in the biopharmaceutical sector.

The proposed activity relates to Biologics Contract Research and Development, including services involving biologics and peptide-based drug development and manufacturing support. This includes, but is not limited to, contract development, analytical testing, and associated R&D services in the biologic's domain.

This business activity creates a new revenue stream and enhance long-term value for the company and to the shareholders. Leverage existing expertise while capitalizing on the growth momentum of the biologics sector. An estimated amount of ₹50 crores is proposed to be invested on infrastructure, technology, and skilled manpower necessary for setting up and scaling this new line of business.

To undertake this new business activity, it is necessary to amend the Objects Clause (Clause III – A) of the Company's Memorandum of Association, by adding suitable clause authorizing the Company to carry on the new business. The alteration is being proposed in compliance with Section 13 of the Companies Act, 2013 and is subject to approval by way of a special resolution of the shareholders. Copy of the MOA duly incorporating the proposed additional clauses is available for inspection by the members at the registered office of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item No.10 of the notice.

The Board recommends the Special Resolutions set out in Item No. 10 of the notice for approval of the members.

**G. Item No. 11: Approval for Revision of Remuneration payable to Ms. Harita Vasireddi (DIN 00242512), Managing Director of the Company**

Ms. Harita Vasireddi was appointed as Managing Director of the Company for a term of 5 years from 14<sup>th</sup> July 2024 to 13<sup>th</sup> July 2029, on the terms and conditions as approved by the Members on 26<sup>th</sup> March 2024 through postal ballot.

Ms. Harita Vasireddi has an MBA in Operations Management from Boston College, USA and is a B. Pharm graduate from Mysore University, India. She joined the company in 2002 and was appointed as the Managing Director in 2013. She has 27 years of experience holding responsible positions in the company. She has been in-charge of all the disciplines and functional aspects of the company besides providing strategic guidance to the company's operations. She has rich experience in laboratory operations and has substantially contributed to the development of the company. Her leadership has contributed to the company's growth enormously in terms of turnover and profitability.

Her Core competencies include business management,

driving organizational adaptability and development, quality management systems, and risk management.

Based on her skills, experience, knowledge, and performance evaluation, as well as the recommendation of the Nomination and Remuneration Committee, on prior approval of the Audit Committee at its meeting held on 28<sup>th</sup> April, 2025, the Board, in accordance with the Company's policy on Directors' appointment and remuneration, has approved the revision of the remuneration paid to Ms. Harita Vasireddi, Managing Director, for a period of three (3) years, commencing from 14<sup>th</sup> July 2025 to 13<sup>th</sup> July 2028, subject to the approval of the shareholders.

As per the provisions of Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, revision of remuneration of Ms. Harita Vasireddi, Managing Director requires approval of members by way of a special resolution, as the proposed remuneration together with the remuneration of other whole-time Directors who are promoters or members of the promotor group, in aggregate, exceeds 5% of the net profit of the company.

Ms. Harita Vasireddi holds 1,67,964 equity shares in the Company.

Dr. S P Vasireddi and her relatives are interested in this resolution. Save and except him and Ms. Harita Vasireddi herself and her relatives, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested in any way in this resolution.

The Board recommends the Special Resolution as set out under item No. 11 of the notice for approval of the members. The increase in the remuneration of Ms. Harita Vasireddi, Managing Director, is being proposed in recognition of her exceptional leadership and significant contributions to the Company's growth and success. Under her guidance, the Company has achieved strong financial performance and market expansion. The revision aligns her compensation with industry standards and the increased scope of her responsibilities. It also serves to retain her valuable leadership and incentivize continued performance, ensuring the long-term success of the Company.

**H. Item No. 12: Approval for Revision of Remuneration payable to Mr. Harriman Vungal (DIN 00242621), Executive Director – Operations of the Company.**

Mr. Harriman Vungal was appointed as Executive Director – Operations of the Company for a term of 3 years from 14<sup>th</sup> July 2024 to 13<sup>th</sup> July 2027 on the terms and conditions as approved by the Members on 26<sup>th</sup> March 2024 through postal ballot

Mr. Harriman Vungal is the co-founder of the Company and has been on the Board of the Company since its

formation i.e., since November 1990. As Executive Director – Operations, Harriman plays a pivotal role in leading, guiding the technical teams and overseeing operational functions of the Company in order to drive the Company's goals and strategies. He has rich and varied experience in the industry. He is successful in implementation of the quality systems as per the stringent regulatory requirements. In conjunction, with Managing Director, he represents the Company to all Stakeholders and as an operational head he is successful in reviewing and approving policies and other high-level documents. With his knowledge and experience he was instrumental in making the Clinical Research Team become a global player, the Environment team and a big player in offshore monitoring. He is currently responsible for all technical/operational processes and coordinating internally and across functions to support overall Company's plans and strategies with effective use of resources. He supports the Managing Director to review and recommend strategies, assessing stakeholder impacts new areas of business to enhance the organization's growth and group performance. The Company has achieved remarkable growth under his leadership, management and guidance and his continued services will lead the Company to achieve new heights.

Based on his skills, experience, knowledge, and performance evaluation, as well as the recommendation of the Nomination and Remuneration Committee and prior approval of the Audit Committee at its meeting held on 28<sup>th</sup> April 2025, the Board, in accordance with the Company's policy on Directors' appointment and remuneration, has approved the revision of the remuneration paid to Mr. Harriman Vungal, Executive Director – Operations of the Company for the remaining tenure of two (2) years, commencing from 14<sup>th</sup> July 2025 to 13<sup>th</sup> July 2027, subject to the approval of the shareholders. As the proposed remuneration to the appointee together with the remuneration of other Executive Directors who are promoters or members of the promotor group, in aggregate, exceeds 5% of the net profit of the company, approval of Members is sought by way of Special Resolution as required under Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Harriman Vungal holds 17,40,330 equity shares in the Company. Save and except him, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested in any way in this resolution.

The Board recommends the Special Resolution as set out under item No. 12 of the notice for approval of the members. The increase in Mr. Harriman Vungal's remuneration recognizes his key role in the Company's growth and success. As Executive Director – Operations and co-founder, his leadership in driving operational excellence and strategic initiatives has been crucial to



the Company's achievements. The revision reflects his expanded responsibilities and aims to retain and motivate him in alignment with the Company's long-term goals.

Save and except him, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested in any way in this resolution.

**I. Item No. 13: Approval for Revision of Remuneration payable to Mr. Satya Sreenivas Neerukonda (DIN 00269814), Executive Director of the Company**

Mr. Satya Sreenivas Neerukonda was appointed as Executive Director of the Company for a term of 5 years from 14<sup>th</sup> July 2024 to 13<sup>th</sup> July 2029, on the terms and conditions as approved by the Members on 26<sup>th</sup> March 2024 through postal ballot.

Mr. Satya Sreenivas Neerukonda has done his MBA in Management Information Systems from University of Oklahoma, USA and his B. Pharm from Nagpur University India. He has 25 years of experience in being an accomplished business development leader, with a proven track record of driving revenues by penetrating and building new markets and ensuring sustainable revenue growth. His core competencies include strategic planning and execution, new service opportunities development, communication and relationship building, competitive intelligence, and fostering strong team relations to deliver goal-oriented performance.

As Executive Director, Satya Sreenivas Neerukonda is responsible for development and implementation of strategic plans that meet business goals and objectives. He works closely with all business unit heads to develop service models that convey a customized approach to all business pursuits. Responsibilities include, overseeing the entire sales cycle right from enquiry sourcing & management to receivables management. He also plays a key role in identifying right prospects; building partnerships and managing a KOL (Key Opinion Leader) network. He spends a good amount of time attending and representing Vimta at all key industry meetings and conferences. He is closely associated with the marketing team in brand building and other corporate marketing activities.

Based on his skills, experience, knowledge, and performance evaluation, as well as the recommendation of the Nomination and Remuneration Committee and prior approval of the Audit Committee at its meeting held on 28<sup>th</sup>

April, 2025, the Board, in accordance with the Company's policy on Directors' appointment and remuneration, has approved the revision of the remuneration paid to Mr. Satya Sreenivas Neerukonda, Executive Director, for a period of three (3) years, commencing from 14<sup>th</sup> July 2025 to 13<sup>th</sup> July 2028, subject to the approval of the shareholders.

As per the provisions of Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, revision in remuneration of Mr. Satya Sreenivas Neerukonda, Executive Director requires approval of members by way of a special resolution, as the proposed remuneration together with the remuneration of all Executive Directors who are promoters or members of the promotor group, in aggregate, exceeds 5% of the net profit of the company.

Mr. Satya Sreenivas Neerukonda does not hold any equity shares in the Company. Ms. Sujani Vasireddi, Company Secretary is his wife and is interested in this resolution. Save and except her and Mr. Satya Sreenivas Neerukonda himself, none of the other Directors, Key Managerial Personnel and their relatives are concerned or interested in any way in this resolution.

The Board recommends the Special Resolution as set out under item No. 13 of the notice for approval of the members. The revision in Mr. Satya Sreenivas Neerukonda's remuneration is proposed to align his compensation with the significant value he brings to the Company. His role has evolved substantially, with growing responsibilities and an increasing impact on the Company's strategic direction. The proposed remuneration reflects his contributions in leading key initiatives, driving organizational growth, and ensuring sustainable business development. Furthermore, the adjustment is intended to retain and motivate Mr. Neerukonda, ensuring his continued leadership and commitment to achieving the Company's long-term vision, while remaining competitive within the industry.

By Order of the Board  
**For Vimta Labs Limited**

**Sujani Vasireddi**  
Company Secretary

Place: Hyderabad  
Date: 28.04.2025

**ANNEXURE TO THE NOTICE FOR AGM**

**Details of Directors seeking appointment/re-appointment/ fixing the remuneration at the forthcoming Annual General Meeting to be held on 06<sup>th</sup> June 2025 under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per SS-2 issued by ICSI.**

Particulars	Item No. 7 of Notice	Item No. 11 of Notice	Item No. 12 of Notice	Item No. 3 & Item No.13 of Notice
<b>Name</b>	Dr. Yadagiri R Pendri	Ms. Harita Vasireddi	Mr. Harriman Vungal	Mr. Satya Sreenivas Neerukonda
<b>DIN</b>	01966100	00242512	00242621	00269814
<b>Date of first Appointment</b>	10.08.2020	01.04.2005	16.11.1990	14.07.2019
<b>Designation</b>	Independent Director	Managing Director	Executive Director - Operations	Executive Director
<b>Date of Birth</b>	10.04.1956	10.10.1974	01.10.1951	18.02.1976
<b>Nationality</b>	USA	Indian	Indian	Indian
<b>Educational Qualification</b>	Ph.D, National Chemical Laboratory, Pune, India	B.Pharm, MBA (USA)	D. Tech (Toronto)	B.Pharm, MBA(USA)
<b>Brief Resume &amp; Nature Expertise in specific functional Areas &amp; Experience</b>	<ul style="list-style-type: none"> <li>• Possess more than Thirty-Five years of experience in pharmaceutical research and development and has led several research programs to deliver novel drug candidates to market.</li> <li>• Founder of Escientia Lifesciences Private Limited, a contract development and manufacturing organization (CDMO), to develop and manufacture active pharmaceutical ingredients (API) to supply to global pharmaceutical and biotech companies.</li> <li>• Adept and successful at Business Management, management of company strategy including marketing, sales, trade relations, strategic partnerships, development, manufacturing, and supply.</li> <li>• Experienced in fiduciary responsibilities of Board of Directors and providing guidance to executive teams in developing compelling strategic plans and market positioning strategy for his company and their research programs.</li> </ul>	<p>Ms. Harita Vasireddi by qualification is a MBA from Boston College, USA and B.Pharm graduate from JSS College of Pharmacy, Mysore University, India.</p> <p>She has over 27 years of rich experience in contract research and testing laboratory business and is a versatile leader with successful track record in business and operations management of pharma clinical, preclinical, analytical testing and research services; and food; environmental; clinical diagnostics; and electronics testing services. She has expertise in building and implementing total quality management systems and management systems as per GMP, GLP, GCP regulations and, ISO standards for analytical and clinical laboratories. She has been a quality systems trainer for UNIDO-VIMTA South- South Training facility for laboratories.</p>	<p>Mr. Harriman Vungal has rich and varied experience in the industry and is one of the promoter Directors of the company and has been its Executive Director since inception of the company. The Company has achieved remarkable growth under his leadership, management and guidance and his continued services will lead the Company to achieve new heights.</p>	<p>MBA in Management Information Systems, University of Oklahoma, USA; B.Pharm, Nagpur University, India.</p> <p>Professional experience: 25 years. An accomplished business development leader with proven track record of driving revenues by penetrating and building new markets and ensuring sustainable revenue growth. His core competencies include strategic planning and execution, new service opportunities development, communication and relationship building, competitive intelligence, and fostering strong team relations to deliver goal oriented performance. Earlier positions:</p> <ul style="list-style-type: none"> <li>• Sr VP &amp; Global Head Business Development, Vimta Labs Ltd.</li> <li>• Whole-time Director, Vimta Specialities Ltd.</li> </ul>



Particulars	Item No. 7 of Notice	Item No. 11 of Notice	Item No. 12 of Notice	Item No. 3 & Item No.13 of Notice
	<ul style="list-style-type: none"> <li>Established strategic direction and drove innovation that led to timely development of multiple drug candidates.</li> <li>Managed 200 employees at R&amp;D sites and a manufacturing site while ensuring accountability for over \$20 M turnover per year.</li> <li>Established global academic and industrial collaborations and partnerships to drive innovation.</li> <li>Developed and maintained relationships with strategic partners and scientific leaders to ensure timely progression of research and development activities.</li> <li>A recognized leader in the areas of process research and development; an inventor of over 15 US patents; and author of over 35 published papers, reviews and book chapters.</li> </ul> <p><b>Key Positions held:</b></p> <ul style="list-style-type: none"> <li>CEO Escientia Life Sciences, August 2005 – present</li> <li>CEO Escientia Life Sciences, Connecticut, USA</li> <li>Director Escientia Biopharma Private Limited, Hyderabad, India</li> <li>Director Escientia Advanced Sciences Private Limited., Visakhapatnam, India</li> <li>Director, Bristol-Myers Squibb &amp; Co. USA Jan 1988 – Apr 2005</li> </ul> <p><b>Education:</b></p> <p>Ph.D., National Chemical Laboratory, Pune, India</p> <p>Postdoc: UT Southwestern Medical Center, Dallas, Texas, USA</p>	<p>Her rich experience lies in building strong ethical organizational culture and execution of business and operational strategies. She is the Managing Director at Vimta Labs Ltd., since 2013 and has held the positions of Director-Quality, Director-Projects and Operations Manager in her earlier roles at VIMTA.</p>		<p>Quality Assurance Engineer, Impac Medical Systems, Mountain View, CA, USA</p>

Particulars	Item No. 7 of Notice	Item No. 11 of Notice	Item No. 12 of Notice	Item No. 3 & Item No.13 of Notice
<b>Terms and conditions of appointment, details of last salary drawn and remuneration sought to be paid</b>	Re-appointment of Dr. Yadagiri R Pendri for term of five years 10 <sup>th</sup> August 2025 to 09 <sup>th</sup> August 2030, subject to approval of members of the Company, not liable to retire by rotation. Remuneration – Nil	Not liable to retire by rotation. The complete details of the remuneration are specified in the resolution no.11. In addition to commission and other perquisites, a salary in the range of ₹ 14,00,000 (Rupees Fourteen Lakhs) to ₹ 18,00,000 (Rupees Eighteen Lakhs) per month, as may be determined by the Board from time to time, is proposed for a period of 3 years. The last drawn remuneration ₹ 170.4 lakhs per annum.	Retiring by rotation, being eligible offers himself for reappointment. The complete details of the remuneration are specified in the resolution no. 12. In addition to commission and other perquisites, a salary in the range of ₹ 14,00,000 (Rupees Fourteen Lakhs) to ₹ 18,00,000 (Rupees Eighteen Lakhs) per month, as may be determined by the Board from time to time, is proposed for the remainder of his term. The last drawn remuneration is ₹ 158.4 lakhs per annum.	Retiring by rotation, being eligible offers himself for reappointment. The complete details of the remuneration are specified in the resolution no.13. In addition to commission and other perquisites, a salary in the range of ₹ 14,00,000 (Rupees Fourteen Lakhs) to ₹ 18,00,000 (Rupees Eighteen Lakhs) per month, as may be determined by the Board from time to time, is proposed for a period of 3 years. The last drawn remuneration is ₹ 170.4 lakhs per annum.
<b>Listed entities from which the person has resigned in the past three years</b>	Nil	Nil	Nil	Nil
<b>Number of meetings of the Board attended during the year</b>	5	5	5	5
<b>Disclosure of relationship between directors inter-se, Manager and other KMPs of the Company</b>	Nil	Dr. Sivalinga Prasad Vasireddi, Executive Chairman and a member of promoter, is the father of the Harita Vasireddi	Nil	Ms. Sujani Vasireddi, Company Secretary and a member of the Promoter group, is the spouse of Mr. Satya Sreenivas Neerukonda.
<b>Shareholding as on 31.03.2025</b>	Nil	167964	1772818	Nil
<b>Directorships (excluding Vimta Labs Limited )</b>	3- Private Companies <ul style="list-style-type: none"> <li>• Escientia Biopharma Private Limited</li> <li>• Escientia Advanced Sciences Private Limited</li> <li>• Escientia Life Sciences Private Limited</li> </ul>	1 - Listed Company <ul style="list-style-type: none"> <li>• Avantel Limited</li> </ul>	2 – Limited Liability Partnership <ul style="list-style-type: none"> <li>• Vungal Properties LLP</li> <li>• Saayala Designs LLP</li> </ul>	Nil



Particulars	Item No. 7 of Notice	Item No. 11 of Notice	Item No. 12 of Notice	Item No. 3 & Item No.13 of Notice
<b>Board (Listed entities) excluding Vimta Labs Limited</b>	Nil	1 - Listed Company • Avantel Limited	Nil	Nil
<b>Committees (Listed entities excluding Vimta Labs Limited)</b>	Nil	She is member of Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee	Nil	Nil
<b>Skills and capabilities required for the role and the manner in which the independent director meets such requirements</b>	The Independent Director possesses over 35 years of experience in pharmaceutical R&D, business strategy, and corporate leadership. As the founder and CEO of a successful global CDMO, he brings deep industry knowledge, strong governance experience, and a proven ability to guide strategic decision-making. His scientific expertise, board-level experience, and leadership in innovation, operations, and partnerships make him well-suited to meet the requirements of the role.	Not Applicable	Not Applicable	Not Applicable

By Order of the Board  
**For Vimta Labs Limited**

Place: Hyderabad  
Date: 28.04.2025

**Sujani Vasireddi**  
Company Secretary

**NOTES:**

1. The Ministry of Corporate Affairs (MCA) vide General Circular No. 14/2020 dated 08.04.2020, General Circular No. 17/2020 dated 13.04.2020, General Circular No. 22/2020 dated 15.06.2020, General Circular No. 33/2020 dated 28.09.2020, General Circular No. 39/2020 dated 31.12.2020, General Circular No. 10/2021 dated 23.06.2021, General Circular No. 20/2021 dated 08.12.2021, General Circular No. 3/2022 dated 05.05.2022, General Circular No. 10/2022 dated 28.12.2022, General Circular No. 09/2023 dated 25.09.2023 and General Circular No. 09/2024 dated 19.09.2024 (collectively referred to as "MCA Circulars") has permitted holding of AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) on or before 30.09.2025. Hence, in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
  2. As the AGM will be conducted through VC/OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
  3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
  4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ('CDSL') for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as voting during the AGM will be provided by CDSL.
  5. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business set out above is annexed hereto and forms part of the Notice.
  6. The relevant details as required by Regulations 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this AGM is annexed to this Notice.
  7. The Company has appointed Ms. Razia Shaik, Partner or failing her Mr. Mohit Kumar Goyal, Partner, M/s D Hanumanta Raju & Co, Company Secretaries, Hyderabad, as the Scrutinizer to the e-voting process and voting at the AGM in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the same purpose.
  8. All the documents referred to in this Notice and the Statutory Registers are available for inspection by the members. Those who desire to inspect the same at the registered office of the Company may write an email to [shares@vimta.com](mailto:shares@vimta.com).
  9. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies are transferrable only in dematerialised form with effect from 1<sup>st</sup> April, 2019, except in case of requests received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members may contact the Company's Registrar and Transfer Agent, CIL Securities Limited (RTA) at [rta@cilsecurities.com](mailto:rta@cilsecurities.com) for assistance in this regard.
  10. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to CIL Securities Limited in case the shares are held by them in physical form.
  11. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
  12. In compliance with the aforesaid MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7<sup>th</sup> October 2023, Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website, websites of the Stock Exchanges i.e. Bombay Stock Exchange 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.
- In compliance with Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a letter specifying the exact web link to the complete annual report is sent to shareholders who have not registered their email address.



13. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before **30<sup>th</sup> May, 2025** through email on [shares@vimta.com](mailto:shares@vimta.com). The same will be replied by the Company suitably.

14. The dividend will be paid to all the shareholders whose names appear in the register of members as on **30<sup>th</sup> May, 2025**, being the record date fixed for this purpose.

**15. Dividend Payment in Electronic Mode**

Pursuant to the SEBI Master Circular SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024, shareholders are requested to note that, with effect from April 1, 2024, any payment to shareholders including dividend shall be made only through electronic mode. Further, in accordance with the said circular, shareholders holding securities in physical form whose folios do not have PAN, Nominee details, Contact Details, Bank Account Details, and Specimen Signature, shall be eligible to receive dividend only after updating the KYC details.

Shareholders are advised to update their folio(s) at the earliest to ensure seamless receipt of dividend and other entitlements.

16. Shareholders may note that the Income Tax Act, 1961 (Act), as amended by the Finance Act 2021, mandates that dividends paid or distributed by Company after April 01, 2021 for ₹ 5,000/- or more shall be taxable in the hands of shareholders and the Company is required to deduct tax at source (TDS) from dividend paid to shareholders in accordance with the provisions of the Act.

The prescribed rates of TDS for various categories and the procedure for declarations are as follows:

i. Resident Shareholder:

Particulars	TDS Rate
With PAN	10% or as may be notified by the Government of India
Without/Invalid PAN	20% or as may be notified by the Government of India
Submission of declaration in Form 15G or Form 15H	Nil

For the above purpose, the shareholders are requested to update their PAN with the Company/RTA (in case of shares held in physical mode) and depository participants (in case of shares held in demat mode) to get the benefit of Lower TDS rate and to enable the Company to provide the TDS Certificates to the shareholders.

ii. Non-Resident Shareholder:

TDS Rate @ 20% plus applicable surcharge and Cess

(OR) applicable Tax Treaty Rate under the Double Tax Avoidance Treaty (DTAA) between India and their country of residence (whichever is lower), subject to the fulfilment of the following requirements: The Non-resident shareholders are requested to provide the following documents to avail the tax treaty benefits by sending an email to [rta@cilsecurtites.com](mailto:rta@cilsecurtites.com) with subject line: (unit- VIMTA LABS LIMITED) on or before 30<sup>th</sup> May, 2025.

- Declaration for “No Permanent Establishment” in India;
- Beneficial Ownership Declaration;
- Tax Residency Certificate (TRC) for FY 2023-24.
- Form 10F and
- Copy of Indian PAN (if available)

17. The Meeting shall be deemed to be held at the registered office of the Company at Plot No.141/2 & 142. IDA, Phase-II Cherlapally, Hyderabad, Telangana -500051.

**18. IEPF Related Information:**

The unclaimed equity dividend for the financial year ended 31<sup>st</sup> March 2018 will be transferred, on or after 30<sup>th</sup> September 2025, to the Investor Education and Protection Fund (IEPF) upon the expiry of seven years from the date of transfer to the Unpaid Dividend Account, pursuant to Section 124 of the Companies Act, 2013. Members who have not encashed their dividend warrants for the said financial year or subsequent years, or who have not updated their KYC details (including bank details and PAN linked with Aadhaar), are requested to do so by contacting the Company or its Registrar and Share Transfer Agents (“RTA”) to claim the unclaimed dividend. The forms related to KYC updation is available on the website of the Company at <https://vimta.com/grievance-cell/>

Pursuant to the provisions of Section 124(6) of the Companies Act, 2013, read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended (“IEPF Rules”), all shares in respect of which dividends have not been paid or claimed for seven consecutive years or more (referred to as “relevant shares”) have been transferred by the Company to the IEPF from time to time, as prescribed under the Act and the applicable rules. A statement containing the relevant details is available on the Company’s website: <https://vimta.com/dividend-related/>

Members are requested to note that the dividend remaining unclaimed for a continuous period of seven years from the date of transfer to the Company’s Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund (IEPF). In addition, all equity shares in respect of which dividend has not been

paid or claimed for seven consecutive years or more shall be transferred by the Company to demat account of the IEPF authority within a period of thirty days of such equity shares becoming due to be transferred to the IEPF. In the event of transfer of equity shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from IEPF authority by submitting an online application in the prescribed Form IEPF-5 available on the website [www.iepf.gov.in](http://www.iepf.gov.in) and by sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5. Members may file only one consolidated claim in a financial year as per the IEPF rules.

**Instructions for e-voting and joining the AGM are as follows:**

**19. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM:**

- i. The general meeting of the company will be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated 08.04.2020, General Circular No. 17/2020 dated 13.04.2020, General Circular No. 22/2020 dated 15.06.2020, General Circular No. 33/2020 dated 28.09.2020, General Circular No. 39/2020 dated 31.12.2020, General Circular No. 10/2021 dated 23.06.2021, General Circular No. 20/2021 dated 08.12.2021, General Circular No. 3/2022 dated 05.05.2022, General Circular No. 10/2022 dated 28.12.2022, General Circular No. 09/2023 dated 25.09.2023 and General Circular No. 09/2024 dated 19.09.2024 (collectively referred to as "MCA Circulars") has permitted holding of AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) on or before 30.09.2025. The forthcoming AGM will be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members may attend and participate in the ensuing AGM through VC/OAVM.
- ii. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- iii. The Members may join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the

AGM through VC/OAVM would be made available to at least 1000 members on first come first served basis. This does not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction on account of first come first served basis.

- iv. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- v. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

**INSTRUCTIONS TO SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

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

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

- i. The voting period begins on **03<sup>rd</sup> June, 2025; 09:00 A.M.** and ends on **05<sup>th</sup> June, 2025; at 05:00 P.M.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 30<sup>th</sup> May 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to **SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.



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

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

- a) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p>1) Users who have opted for CDSL Easi/Easiest facility, may login through their existing User ID and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi/Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</p> <p>2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting their vote during the remote e-Voting period or joining virtual meeting &amp;</p>

Type of shareholders	Login Method
	<p>voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user may visit the e-Voting service providers' websites directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a>. To login click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user may directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting</p>

Type of shareholders	Login Method
	<p>service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or for joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsd.com/SecureWeb/ideasDirectReq.jsp">https://eservices.nsd.com/SecureWeb/ideasDirectReq.jsp</a></p>
	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p>

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	<p>You may also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or for joining virtual meeting &amp; voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login may contact CDSL helpdesk by sending a request at helpdesk. <a href="mailto:evoting@cDSLindia.com">evoting@cDSLindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login may contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free nos.: 1800 1020 990 and 1800 22 44 30

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

- a) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
  - 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on "Shareholders" module.



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

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	<p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders).</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id/folio number in the Dividend Bank details field.</li> </ul>

- vi. After entering these details appropriately, click on "SUBMIT" tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote,

- provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share their password with any other person and take utmost care to keep their password confidential.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- x. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xii. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You may also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xv. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi. There is also an optional provision to upload Board Resolution/Power of Attorney if any uploaded, which will be made available to scrutinizer for verification.
- xvii. **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.
  - It is Mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which

they have issued in favour of the Custodian, if any, be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc., together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [shares@vimta.com](mailto:shares@vimta.com), if they have voted from individual tab & have not uploaded in the CDSL e-voting system for the scrutinizer to verify the same.

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

- i. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- ii. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- iii. Shareholders who have voted through remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- iv. Shareholders are encouraged to join the Meeting through Laptops/Tablets or similar devices for better experience.
- v. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- vi. Please note that Participants Connecting from 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.
- vii. Shareholders who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance **between 30<sup>th</sup> May, 2025 (09:00 a.m.) to 2<sup>nd</sup> June, 2025 (05:00 p.m.)** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries during **30<sup>th</sup> May, 2025 (09:00 a.m.) to 2<sup>nd</sup> June, 2025 (05:00 p.m.)** mentioning their name, demat account number/folio number, email ID, mobile number at (company email ID). These queries will be replied to by the company suitably by email.

- viii. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- ix. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- x. If any votes are cast by the shareholders through the e-voting facility available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

- i. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email ID.: [shares@vimta.com](mailto:shares@vimta.com) / [rta@cilsecurities.com](mailto:rta@cilsecurities.com)
- ii. For Demat shareholders - Please update your email ID & mobile no. with your respective Depository Participant (DP)
- iii. For Individual Demat shareholders – Please update your email ID & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you may write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 21 0991.



# 2025 Annual Report

## CONTACT US

Registered Office:

Plot Nos. 141/2 & 142, IDA Phase II,  
Cherlapally, Hyderabad - 500 051,  
Telangana, India.

Email: [shares@vimta.com](mailto:shares@vimta.com)

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





Driven by Quality. Inspired by Science.



# 35<sup>th</sup> ANNUAL REPORT 2025

quality

integrity

respect

**Vimta Labs Limited**

CIN: L24110TG1990PLC011977



# Our Core Values

## The Foundation of Our Success

At the heart of our business lies a steadfast commitment to integrity, honesty, and responsibility. True success is built on trust, which is why we maintain an uncompromising focus on delivering quality and exceptional customer service at every step.

We are equally dedicated to fostering a culture of respect - toward our team members, partners, customers, suppliers, and everyone we engage with. These values are not just words; they guide every decision we make and every action we take. Upholding these principles is what drives us forward and ensures that we continue to grow with purpose and accountability.

quality | integrity | respect



## Forward Looking Statements

Some of the information contained herein is for general information purposes only and should not be considered as a recommendation that any investor should subscribe/purchase the company's shares. The Company makes no representation or warranty, express or implied, as to, and does not accept any responsibility or liability with respect to, any forward-looking statements made herein. These statements are based on current expectations, forecasts and assumptions that are subject to risks and uncertainties which could cause actual outcomes and results to differ materially from these statements. Important factors that could cause actual results to differ materially from our outlook include, amongst others, general economic and business conditions in India and abroad, ability to successfully implement our strategy, our growth & expansion plans and technological changes, changes in the value of the Rupee and other currencies, changes in the Indian and international interest rates, change in laws and regulations that apply to the Indian and global industries that we serve, increasing competition, changes in political conditions in India or any other country and changes in the foreign exchange control regulations in India. Neither the company, nor its Directors and any of the affiliates or employees have any obligation to update or otherwise revise any forward-looking statements. The readers may use their own Judgement and are advised to make their own calculations before deciding on any matter based on the forward looking statements given herein.

When we use the terms "VIMTA," "Vimta Labs Ltd.," the "Company," "we," "us" or "our" in this Annual Report, we mean Vimta Labs Limited as a whole, unless the context indicates otherwise.

### Website and Social Media Disclosure

We use our website ([www.vimta.com](http://www.vimta.com)) and our LinkedIn accounts as channels of distribution of Company information. The information we post through these channels may be deemed material. Accordingly, investors should monitor these channels, in addition to following our press releases, Securities and Exchange Board of India (the "SEBI") filings (Filings on BSE and NSE Platform) and public conference calls and webcasts. The contents of our website and social media channels are not, however, a part of this Annual Report.

### Trademarks

All trademarks, trade names, graphics and logos of VIMTA contained herein are trademarks or registered trademarks of Vimta Labs Ltd., as applicable, in India. All other party trademarks, trade names, product names, graphics and logos which may be contained herein are the property of their respective owners. The use or display of other parties' trademarks, trade names, product names, graphics or logos is not intended to imply, and should not be construed to imply, a relationship with, or endorsement or sponsorship of VIMTA or its subsidiaries by such other party. Solely for convenience, we may refer to trademarks in this Annual Report without the TM and ® symbols. Such references are not intended to indicate in any way, that we will not assert, to the fullest extent permitted by law, our rights to our trademarks. Other trademarks appearing in this Annual Report are the property of their respective owners.

### Industry and Market Data

Market data used throughout this Annual Report is based on management's knowledge of the industry and the good faith estimates of management. All of management's estimates presented herein are based on industry sources, including analyst reports and management's knowledge. We also relied, to the extent available, upon management's review of independent industry surveys and publications prepared by a number of sources and other publicly available information. We are responsible for all of the disclosure in this Annual Report and while we believe that each of the publications, studies and surveys used throughout this Annual Report are prepared by reputable sources and are generally reliable, we have not independently verified market and industry data from third-party sources. All of the market data used in this Annual Report involves a number of assumptions and limitations and therefore is inherently uncertain and imprecise, and you are cautioned not to give undue weight to such estimates. Projections, assumptions and any estimates of our future performance and the future performance of the industry in which we operate are necessarily subject to a high degree of uncertainty and risk due to a variety of factors, including those described in Risks & Concerns section, in Management Discussion and Analysis, of this Annual Report and elsewhere in this Annual Report. These and other factors could materially impact the outlooks and beliefs discussed in this annual report.

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## CORPORATE INFORMATION

### Board of Directors

**Dr. Sivalinga Prasad Vasireddi**  
Executive Chairman  
DIN: 00242288

**Ms. Harita Vasireddi**  
Managing Director  
DIN: 00242512

**Ms. Prameela Rani Yalamanchili**  
Independent Director  
DIN: 03270909

**Mr. Purnachandra Rao Gutta**  
Independent Director  
DIN: 00876934

**Mr. Harriman Vungal**  
Executive Director –Operations  
DIN: 00242621

**Mr. Satya Sreenivas Neerukonda**  
Executive Director  
DIN: 00269814

**Mr. Sanjay Dave**  
Independent Director  
DIN: 08450232

**Dr. Yadagiri R Pendri**  
Independent Director  
DIN: 01966100

### Key Managerial Personnel

**Ms. Sujani Vasireddi**  
Company Secretary & Compliance Officer

**Mr. Siva Rama Krishna Kambhampati**  
Chief Financial Officer (w.e.f.; 06<sup>th</sup> March, 2025)

**Mr. Rama Narahai Naidu Dodda**  
Chief Financial Officer (upto 10<sup>th</sup> December, 2024)

### Auditors

**Statutory Auditors**  
Gattamaneni & Co.  
(Firm Reg. No 009303S)  
Chartered Accountants,  
Hyderabad

**Secretarial Auditors**  
D Hanumanta Raju & Co.  
Company Secretaries,  
Hyderabad

**Cost Auditors**  
Lavanya & Associates,  
(Firm Reg. No. 101257)  
Cost Accountants,  
Hyderabad

**Internal Auditors**  
Chaitanya V & Associates,  
Chartered Accountants,  
Hyderabad

### Bankers/Financial Institutions

Axis Bank Limited.  
HDFC Bank Limited.

### Registrar & Share Transfer Agent

CIL Securities Limited  
214, Raghava Ratna Towers  
Chirag Ali Lane, Abids  
Hyderabad -500001

### Registered Office

Vimta Labs Limited  
141/2 & 142, IDA,  
Phase-II, Cherlapally,  
Hyderabad,  
Telangana – 500051

### Life Sciences Facility

#5, Neovantage Science &  
Technology Park, Genome  
Valley, Shamirpet,  
Hyderabad,  
Telangana – 500101

### \*Wholly Owned Subsidiary

Emtac Laboratories Private Limited (EMTAC)  
CIN: U74200TG2014PTC096043  
Plot No. 11/6, Road No.9 IDA,  
Nacharam, Hyderabad  
Telangana – 500076.

\* Hon'ble NCLT, Hyderabad bench has passed order approving merger of EMTAC Laboratories Private Limited with Vimta Labs Limited on 23<sup>rd</sup> January, 2025



**CORPORATE INFORMATION**

**OUR VISION**

To be seen as an Indian organization with a global perspective that has created an integrated, quality driven, customer sensitive Contract Research and Testing service platform, which is the most comprehensive of its kind across the globe.

**OUR CORE VALUES**

- Integrity of service through honesty, responsibility and an uncompromising commitment to Quality and Customer service.
- Respect for all our team members, partners, customers, suppliers, and all other people our business interacts with.

**OUR CREDO**

**The values, beliefs and principles that guide us in our decisions and actions.**

We believe our work impacts the wellbeing of millions of people across the globe. Our responsibility is to the end consumers, patients, and all others who use the products we help discover or develop and test for quality. In protecting the interests of these key stakeholders, everything we do must be with integrity, honesty, responsibility and of high quality.

We are strongly committed to provide value to our customers in terms of scientific knowledge, time and cost. Regulatory and quality system compliance must be the corner stone for our services. Customers’ orders must be serviced as per promised timelines and accurately.

Our partner vendors must have fair and transparent opportunities to grow their business with us.

We are responsible to our employees to provide a safe, harmonious, and unbiased work environment where we are committed to each person’s individual learning and development. Employees must feel valued and believe that each one of them contributes to the success and growth of the organization, and that their work impacts the society beneficially. We must respect them, recognize their merit, and encourage them to make suggestions and complaints. We must support the health and well-being of our employees and help them to fulfill the needs of their work-life balance. There must be equal opportunity for employment, development, and advancement for those qualified. We must have highly capable leaders and their actions must be just and ethical. Compensation must be fair and working conditions safe, clean, and orderly.

We acknowledge our responsibility to the communities and environment in which we live and work. We must be a good corporate citizen and contribute to the development of weaker sections of society. We must be a good corporate citizen and abide sincerely with all applicable laws and good governance practices. We must protect and even try to enrich the environment we live in, and also consciously use the natural resources that we are privileged to have.

Our final responsibility is to our shareholders. Our business must

have intrinsic potential to flourish and make a sound profit. We must plan well for growth and sustainability and execute our plans well. We must pay close attention to the markets we work in and continuously evaluate the opportunities and risks to act upon. We must innovate our services to stay relevant to market needs and make investments with balance. We have to build state-of-the-art facilities, maintain current and reliable technologies, and use materials that befit the purpose of our activities. Capacities must be enhanced, and expansions must be pursued. Reserves must be created to provide for adverse times. When we operate according to these fundamental principles, the shareholders should realize a fair return.

**OUR COMPANY (State of the Company’s affairs)**

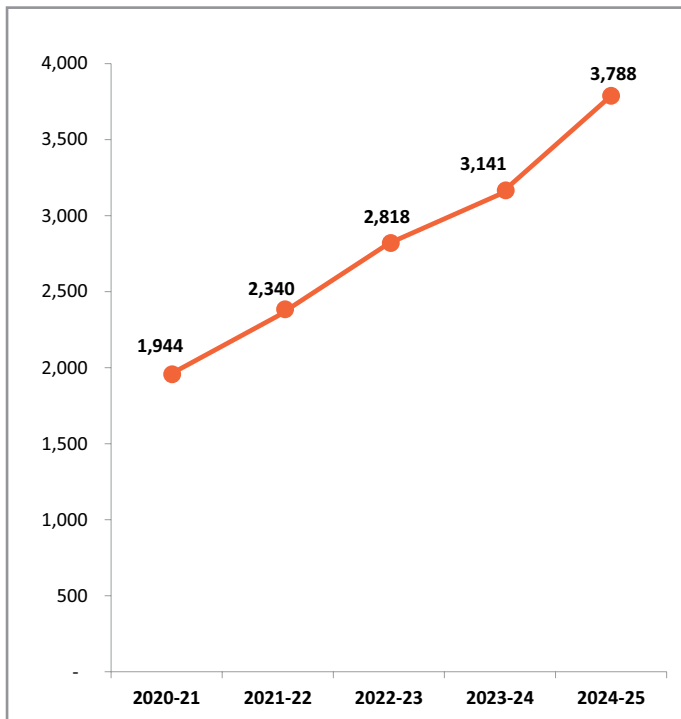
Vimta Labs Ltd., originally established in 1984 as a Partnership firm, is India’s most comprehensive contract research and testing organization, providing a wide range of services to pharmaceutical, biopharmaceutical, food, consumer goods, electronic, electrical, agrochemical, medical device, power, cement, oil & gas, ores & minerals, infrastructure and many other industries, government organizations as well as other industry participants. Over the span of 40+ years, we have developed a track record of consistent quality, delivery and continuous innovation that has enabled us to grow faster than our underlying markets and deliver strong financial results. We believe our scientific expertise, along with our cutting-edge technologies and knowledge of applicable regulatory requirements help our customers bring to market safe and quality products and maximize returns on their outsourcing spends. Broadly, these services include:

- Drug discovery, development, and drug life cycle management support services in the areas of preclinical research, clinical research and analytical services for biopharmaceutical companies;
- Preclinical research and testing services for medical device companies;
- Contract research and testing for agrochemical and specialty chemical companies;
- Food testing and analytical development services to support manufacturers, processors, farmers, retailers, traders, exporters, regulators (viz. FSSAI, BIS, APEDA, EIC, etal);
- VIMTA’s Food Lab in Hyderabad is a National Reference Lab for testing of Water, Alcoholic & Non- Alcoholic Beverages;
- VIMTA setup and operates the National Food Laboratory at Navi Mumbai, under PPP model with FSSAI. The contract was awarded to VIMTA in 2021 with a term of 25 years;
- Environmental regulatory services such as impact assessments and post project monitoring, to various industries such as power, infrastructure, cement, oil & gas, mining etc;
- EMI/EMC testing for electronic and electrical products/ components. Electrical/Electronic safety and Environmental testing and physical security products testing.

## PERFORMANCE TREND AT A GLANCE

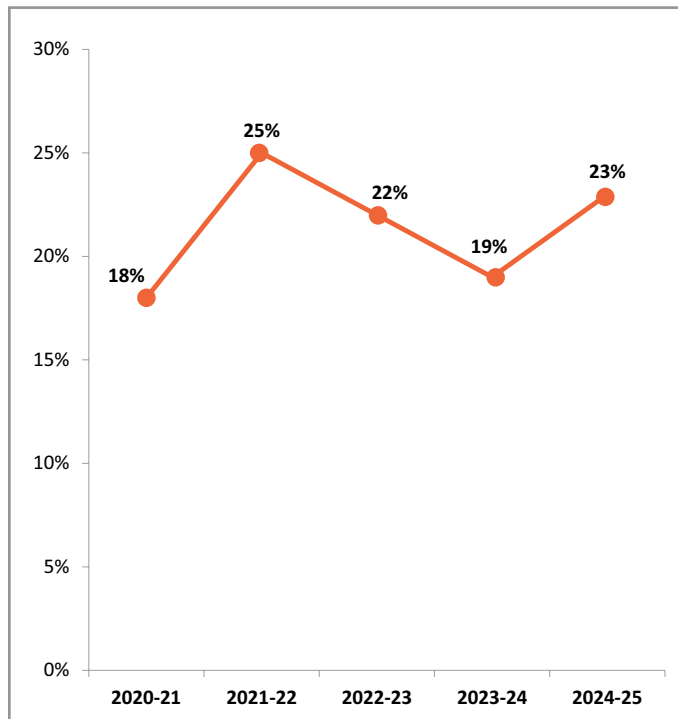
**Net Worth**

Amount in ₹ Million



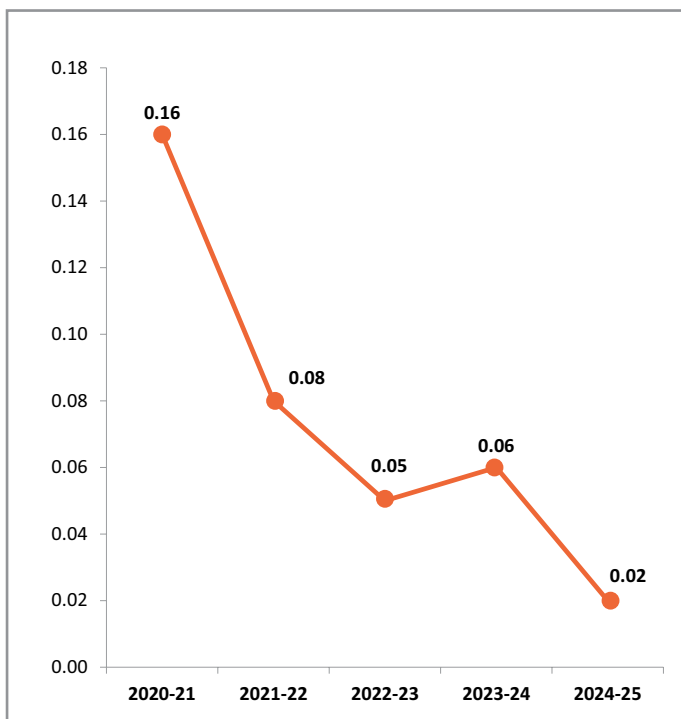
**RoCE%**

Amount in ₹



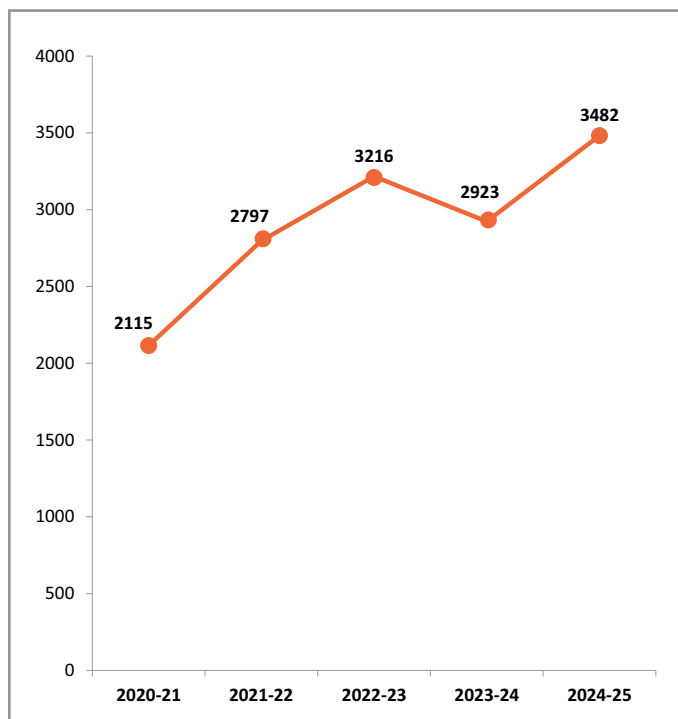
**Debt - Equity**

Amount in ₹



**Total Income**

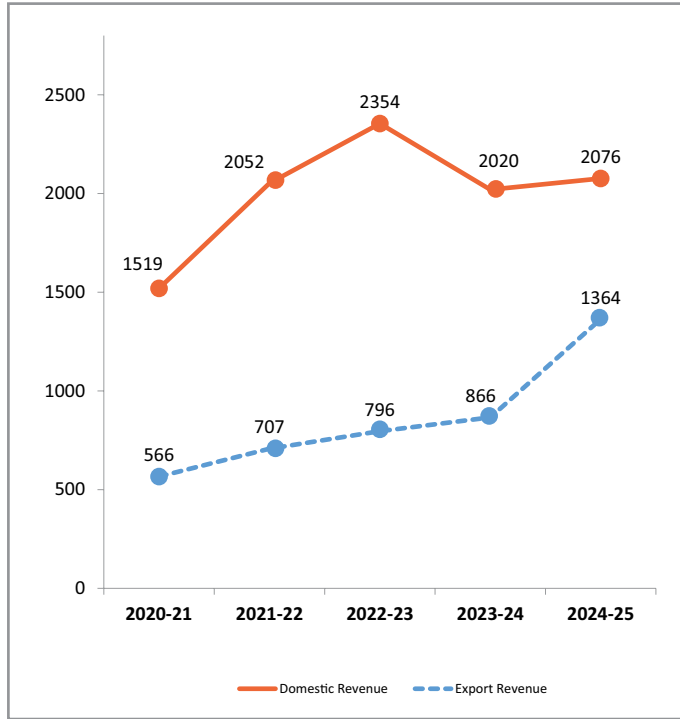
Amount in ₹ Million



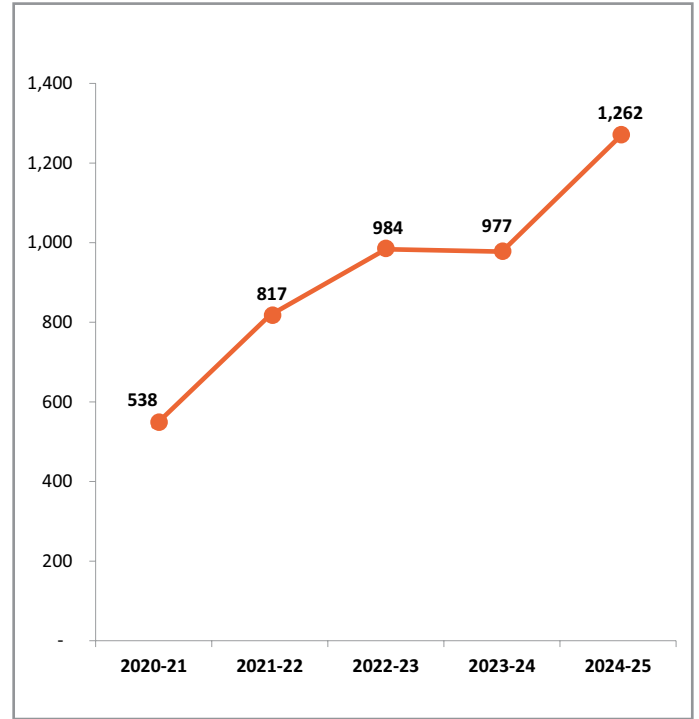


# PERFORMANCE TREND AT A GLANCE

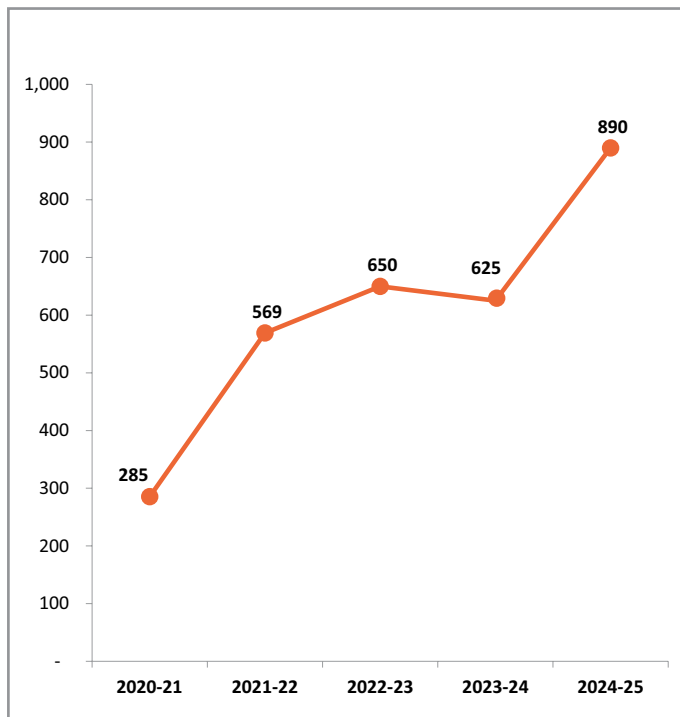
**Domestic Vs Export Revenue** Amount in ₹ Million



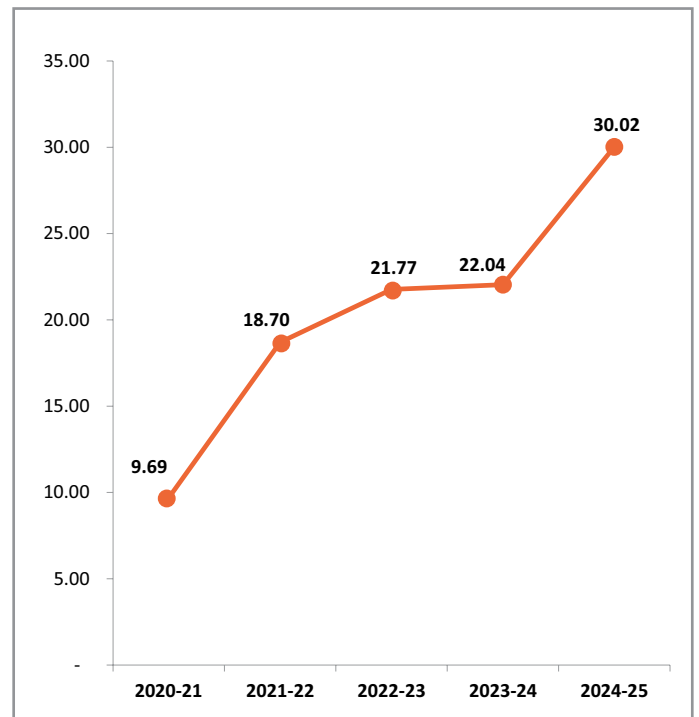
**EBITDA** Amount in ₹ Million



**PBT** Amount in ₹ Million



**EPS** Amount in ₹



## BOARD'S REPORT

Dear Members,

Your Directors are happy to present the 35<sup>th</sup> Annual Report together with the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March 2025.

### 1. PERFORMANCE

For FY 2024-25, your company recorded a revenue of ₹ 3,482.22 million as compared to ₹ 2,923.05 million in the previous year which in terms of growth is 19.1%, over previous year. The EBIDTA for FY 2024-25 is 36.2% as compared to 33.4% of the previous year.

Financial performance of the Company for the year ended 31<sup>st</sup> March 2025 is summarized below:

(₹ in millions)

Sl. No.	Particulars	Year ended March 31, 2025	Year ended March 31, 2024
I	Total Income	<b>3,482.22</b>	<b>2,923.05</b>
	i) Expenses other than Finance costs and Depreciation	2,220.33	1,945.56
	ii) Finance costs	19.00	21.01
	iii) Depreciation	352.89	331.44
II	<b>Total Expenses (i+ii+iii)</b>	<b>2,592.22</b>	<b>2,298.01</b>
	<b>PBT (I-II) – Before Exceptional Items</b>	<b>890.00</b>	<b>625.04</b>
	Less: Exceptional Items	-	-
III	<b>PBT- After Exceptional Items</b>	<b>890.00</b>	<b>625.04</b>
IV	Tax Expense	<b>222.45</b>	<b>136.93</b>
V	<b>PAT (III-IV)</b>	<b>667.55</b>	<b>488.11</b>
VI	<b>Profit/(Loss) for the period from discontinued operations</b>	<b>5.87</b>	<b>(78.02)</b>
VII	<b>PAT from continued &amp; discontinued operations (V+VI)</b>	<b>673.42</b>	<b>410.09</b>
VIII	Other comprehensive (loss) / income	(0.37)	(2.33)
IX	<b>Total Comprehensive income for the year (VII+VIII)</b>	<b>673.05</b>	<b>407.76</b>

### 2. MANAGEMENT DISCUSSION AND ANALYSIS

#### Macro Economy

#### Global Economy

In 2025, the global economy remains marked by heightened uncertainty, despite signs of stabilization seen through 2024. While inflation was gradually aligning with central bank targets through the last year, it continues to display regional disparities. Labour markets, though showing early signs of normalization, are yet to fully stabilise. Against this backdrop, overall global growth has remained subdued, averaging around 3%. The recent imposition of wide-ranging tariffs, primarily by the United States, has disrupted established trade flows, triggered volatility in financial markets, and rekindled protectionist sentiments, all of which are contributing to a more fragile and cautious global economic environment.

The pace of economic activity has also weakened in recent months. Retail sales and industrial production data reflect

a slowdown, with hiring momentum easing and layoffs becoming more frequent across various economies. In the United States, optimism among consumers and businesses has been replaced by growing caution, coinciding with a wave of new trade measures. Inflation remains above central bank targets in many countries, driven by persistent services inflation and a recent uptick in core goods prices. While trade volumes experienced a brief boost from inventory build-ups in anticipation of new tariffs in late 2024, they are now expected to soften as the full effects of the trade restrictions take hold.

There is a notable divergence in economic performance across major economies.

- **The United States**, which previously saw robust domestic consumption, is beginning to show signs of a cyclical slowdown.
- **Europe** continues to grapple with subdued demand, high energy costs, and sluggish industrial activity.



- **China's** domestic demand remains under pressure due to prolonged weakness in the real estate sector and ongoing deflationary trends, despite supportive policy measures.

These country-specific challenges are further compounded by long-standing structural issues, including falling labor productivity and aging populations in several advanced and emerging economies.

Against this backdrop, policy options are increasingly constrained. Several governments have limited fiscal space following extensive support measures during the pandemic and the recent energy crisis. Elevated interest rates are pushing up debt servicing costs, particularly in highly indebted economies. With inflation expectations rising once again, central banks are left with less room to manoeuvre without compromising their credibility.

### Outlook

Looking ahead, the global growth forecast has been revised downward by the International Monetary Fund, with output expected to slow to **2.8% in 2025**, before edging up to **3.0% in 2026**. This outlook reflects the immediate drag from new tariff measures, supply chain disruptions, and broader geopolitical tensions. The baseline scenario is accompanied by significant uncertainty, with alternate paths depending on the evolution of trade policies. The United States and China are projected to be most directly impacted, though the ripple effects will be felt worldwide. Additionally, fiscal tightening in advanced economies and fluctuations in commodity prices may continue to weigh on growth.

(Source: IMF\_WEO\_April\_2025 (GLOBAL PROSPECTS AND POLICIES))

### Indian Economy

India has shown its resilience amid global headwinds with government's sustained focus on infrastructure development and job creation. Regulatory reforms are expected to strengthen manufacturing, while the services and agriculture sectors remain robust. New tax incentives for the middle class are also set to drive economic activity.

The Asian Development Bank (ADB) projects India's GDP to grow by 6.7% in FY26, driven by strong domestic demand, rising rural incomes, a resilient services sector, and moderating inflation, boosting consumer confidence. Growth is expected to rise further to 6.8% in FY27, supported by accommodative monetary and fiscal policies.

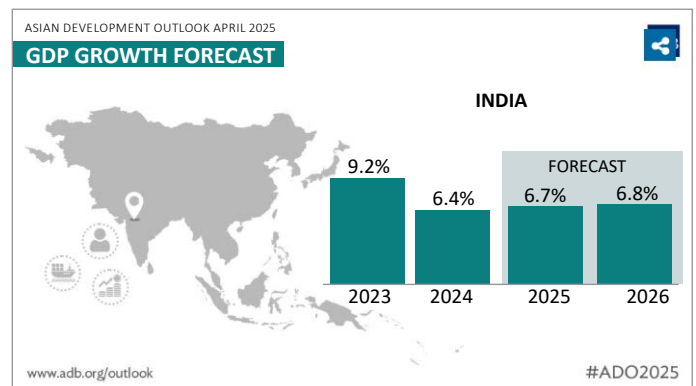
Private consumption will remain a key growth engine, backed by higher rural incomes and urban middle-class spending, aided by personal income tax cuts. Inflation is projected to moderate to 4.3% in FY2025 and 4.0% in FY2026, potentially allowing monetary easing.

The services sector will lead growth through exports in business services, education, and healthcare whereas agriculture is expected to perform well, especially with strong rabi (winter) sowing of wheat and pulses.

Urban infrastructure investment is set to rise, supported by a new \$1.17 billion government fund. While global uncertainties may temper private investment in the near term, improvements are expected with lower borrowing costs and pro-investment reforms.

### Outlook

India's economic outlook remains broadly positive despite external headwinds, on the back of strong fundamentals, proactive policies, and a favourable investment climate. While global risks such as rising U.S. tariffs on Indian exports and potential commodity price surges pose challenges, the country's stable macroeconomic framework and ongoing structural reforms are expected to mitigate their impact and support sustained medium-term growth.



(Source: Asian Development Bank\_ Outlook Apr 2025)

### Industry Overview

#### Contract Research Organisation

##### Global

The global Contract Research Organization (CRO) market is projected to grow from an estimated USD 69.56 billion in 2025 to approximately USD 126.17 billion by 2034, registering a CAGR of 6.85% over the forecast period. In North America, the CRO market exceeded USD 28.63 billion in 2024 and is expected to expand at a CAGR of 6.88% throughout the same timeframe. This growth trajectory underscores the increasing reliance of pharmaceutical and biotechnology companies on CROs to streamline drug development processes and enhance operational efficiency.

- **Drug Discovery services**

The global **drug discovery services** market is projected to reach USD 24.26 billion in 2025, up from USD 21.26 billion in 2024, and is expected to grow at a CAGR of 14.13%, reaching approximately USD 79.71 billion by 2034.

Small-molecule drugs continue to lead the market due to their simpler chemical structures and well-established regulatory pathways. In contrast, biologics represent the fastest-growing segment, driven by rising demand for targeted therapies and the increasing complexity of disease biology.

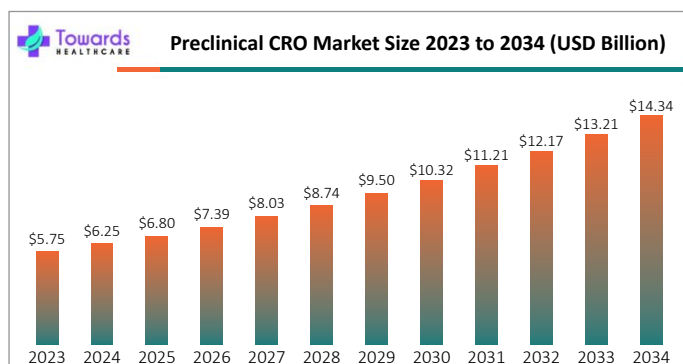
Given the stringent approval process for biologics and the complexity of demonstrating bioequivalence is an excellent opportunity for CROs to expand their capabilities to support biologic drug discovery (NBE) and advanced testing services.

The high cost and complexity of in-house drug development are driving pharmaceutical companies to increasingly outsource discovery and development to CROs, leveraging their expertise, scalability, and cost efficiency.

Surging R&D investments in the pharmaceutical and biopharmaceutical sectors are fueling demand for nonclinical and preclinical testing services, particularly toxicology, which contributes to nearly 50% of preclinical drug failures. Evolving regulatory requirements in the U.S. and Europe are further accelerating the need for specialized contract research organization (CRO) services.

(Source: Precedence Research)

- **Pre-Clinical services**



The global preclinical CRO set to grow from USD 6.25 billion in 2024 to USD 14.34 billion by 2034, representing a CAGR of 8.73%. In 2024, North America held the largest share of the preclinical CRO market at 48%, while the Asia Pacific region is expected to experience the fastest growth through 2034. The importance of preclinical CROs has grown significantly alongside the increasing complexity of drug development. Today's biopharmaceutical landscape is marked by the rise of specialized and advanced therapies, such as biologics, gene therapies, and personalized medicine, all of which require highly specialized preclinical testing protocols to assess their safety and therapeutic potential. As R&D budgets for drug development continue to rise, there is a greater demand for preclinical CRO services, driving market growth. Additionally, the surge in preclinical trials involving large molecules, coupled with

the pressure to reduce R&D costs, is expected to further amplify the need for high-quality preclinical CRO support over the forecast period.

The toxicology testing business dominated the preclinical CRO market in 2024, driven by its critical role and the advanced capabilities CROs offer in this area. As companies increasingly outsource noncore preclinical work, demand for toxicology services continues to rise, boosted by the value-added offerings of CROs. Notably, about 50% of preclinical trials fail due to toxicology issues, underscoring its importance and fueling further growth for preclinical CRO services.

Bioanalysis and DMPK studies business is expected to register the fastest CAGR of 9.3%. This growth is fuelled by the increasing demand for pharmacokinetic services, which play a crucial role in supporting toxicology testing during IND-enabling studies. Furthermore, bioanalysis and DMPK research are essential throughout the entire drug formulation process, not just in the preclinical stage. The broad need for these services across multiple phases of drug development is driving the expansion.

(Source: [Towards Healthcare](#), [Grandview research](#))

- **Non-Clinical testing:**

The **non-clinical testing** market for agrochemicals and specialty chemicals is gaining traction due to increasing regulatory scrutiny, environmental safety concerns, and the growing demand for sustainable and safe chemical use across industries. These tests—covering toxicology, ecotoxicology, environmental fate, and residue studies—are essential to meet global compliance standards such as OECD, EPA, REACH, and BPR. The global non-clinical testing market for agrochemicals is expected to grow steadily, with CAGR estimates ranging from 6% to 8% through 2030.

Rising environmental and health concerns are pushing companies to develop safer, more eco-friendly formulations, requiring detailed toxicological and environmental safety testing. New pesticide formulations, biologicals, and precision ag-tech inputs require rigorous non-clinical validation before commercialization.

Increasing R&D complexity and cost pressures are encouraging agrochemical and specialty chemical companies to outsource non-clinical testing to contract research organizations (CROs).

(Source: Magna Intelligence)

- **Bioanalytical testing and bioavailability/bioequivalence (BA/BE)**

**Bioanalytical testing and bioavailability/bioequivalence (BA/BE)** studies are essential to the drug development process particularly for generics, biosimilars, and complex formulations. These services,



conducted under stringent GxP compliance, support pharmacokinetics (PK), toxicokinetics (TK), and drug metabolism assessments critical for regulatory approvals. As drug development grows more complex and cost-sensitive, pharmaceutical and biotech companies are increasingly outsourcing bioanalytical and BA/BE services to contract research organizations (CROs) and specialized labs. This shift enables faster timelines, cost efficiency, and access to cutting-edge analytical technologies.

The global bioanalytical testing market is projected to expand from USD 4.5 billion in 2023 to over USD 8 billion by 2030, growing at a CAGR of 8–10%. The BA/BE service is expected to see steady growth, fuelled by rising demand for generics, biosimilars, and complex dosage forms across both mature and emerging markets.

Regulatory mandates requiring proof of therapeutic equivalence continue to drive BA/BE demand, particularly in cost-sensitive regions such as India, China, and Latin America. India, in particular, has established itself as a global hub for BA/BE studies, thanks to its cost advantages, regulatory maturity (DCGI, CDSCO), and growing CRO infrastructure.

Additionally, the rise of modified-release formulations and biologics/biosimilars is increasing the need for tailored bioanalytical methods and specialized assay capabilities, presenting significant growth opportunities for CROs with expertise in large molecule analysis and custom study designs.

(Source: Grand View Research)

**Growth drivers:**

Several key factors are driving the expansion of the CRO market. Notably, the surge in biopharmaceutical research and development activities has heightened the demand for specialized services offered by CROs. These organizations provide comprehensive support across various stages of drug development, regulatory consulting, laboratory services, etc. Additionally, the growing complexities and the need for regulatory compliance have further amplified the demand for CRO expertise.

**Geographical growth:**

- **North America** leads the CRO market, contributing approximately 40% of the global market share.
- **The United States**, in particular, stands out as a significant contributor, driven by its advanced healthcare infrastructure, substantial pharmaceutical industry, and favourable regulatory environment.
- **Other regions**, including **Europe and Asia**, are also witnessing notable growth, attributed to increasing investments in healthcare and research initiatives.

**Market outlook:**

The CRO market is poised for continued growth, driven by advancements in biopharmaceutical research, the complexity of clinical trials, and the strategic outsourcing of drug development processes. Companies operating in this sector are well-positioned to capitalize on these trends by offering specialized services that cater to the evolving needs of the pharmaceutical and biotechnology industries.

(Source: [Precedence Research](#), [PR Newswire](#), [Technavio](#))

**India**

The Indian Contract Research Organization (CRO) market has demonstrated robust growth, with its valuation increasing from USD 0.69 billion in 2023 to an anticipated USD 1.32 billion by 2032, reflecting a CAGR of 7.23%. This expansion is primarily driven by India's strategic positioning as a cost-effective hub for clinical trials, bolstered by a large and diverse patient population, skilled workforce, and an evolving regulatory landscape that facilitates accelerated drug development processes.

• **Drug Discovery Outsourcing:**

The Indian drug discovery outsourcing market is experiencing robust growth, projected to expand at a CAGR of 10.6% from 2025 to 2030. This growth is driven by India's competitive advantages, including cost-effective research and development (R&D) services, a skilled workforce, and adherence to international quality standards. Additionally, supportive government initiatives and investments in R&D infrastructure are further bolstering the sector's expansion. The market's evolution reflects India's increasing prominence as a global hub for pharmaceutical innovation and outsourcing. (Source: [Grand View Research](#))

• **Pre-Clinical Services:**

The Indian preclinical Contract Research Organization (CRO) market is experiencing significant growth, projected to reach USD 393.6 million by 2030, with a CAGR of 11.4% from 2024 to 2030. This expansion is driven by several factors, including India's cost-effective research environment, a skilled workforce, and increasing global outsourcing of research and development (R&D) activities. Key services within the market encompass toxicology testing, bioanalysis, and drug metabolism and pharmacokinetics (DMPK) studies, with toxicology testing leading in revenue share and bioanalysis and DMPK studies exhibiting the fastest growth. The biopharmaceutical sector is the primary end-user, accounting for a significant portion of the market share, due to the demand for rigorous safety and efficacy testing in drug development. Technological advancements, such as high-throughput screening and advanced imaging techniques, have further enhanced the capabilities of preclinical CROs in India, making the country a preferred destination for preclinical

research outsourcing.

(Source: [Grand View Research](#), [MarkNtel](#), [GIIResearch](#))

- **Bioanalytical testing and bioavailability/bioequivalence (BA/BE)**

India has become a prominent global centre for Bioavailability/Bioequivalence (BA/BE) studies, thanks to its cost-efficient research environment and a vast pool of skilled professionals. Numerous Contract Research Organizations (CROs) and pharmaceutical companies in the country actively conduct BA/BE studies, playing a vital role in the global supply of generic medications.

The rising demand for BA/BE studies in India is fuelled by:

- Expansion of the generic pharmaceutical market
- Regulatory mandates from key regions including the US, Europe, and others
- India's strategic role as a major exporter of generic drugs

The bioequivalence studies market in India is projected to reach a revenue of USD 42.6 million by 2030, growing at a CAGR of 9% between 2024 and 2030.

(Source: [Credevo](#), [Grand View Research](#))

**Growth drivers:**

Several factors contribute to the market's growth trajectory.

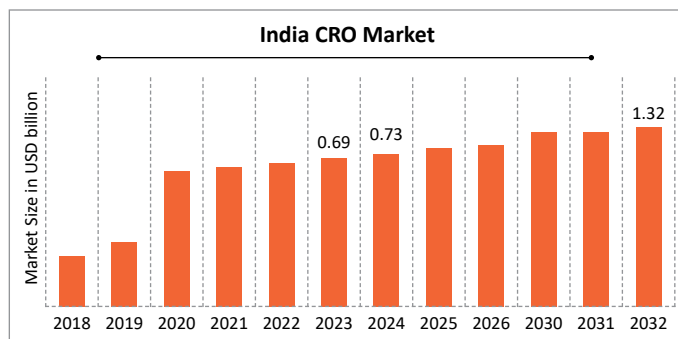
- The **globalization of clinical trials** has led to increased outsourcing of research and development activities to India, owing to its competitive advantages in terms of cost and efficiency.
- Additionally, the **adoption of digital technologies**, such as real-time data analytics, has enhanced the speed and accuracy of clinical research.
- Furthermore, the **Indian government's initiatives**, including the National Biopharma Mission and tax incentives for R&D activities, have fostered a conducive environment for innovation and investment in the pharmaceutical sector.

**Trends in the Indian CRO market:**

- Oncology has emerged as a dominant therapeutic area within the Indian CRO market, driven by the increasing incidence of cancer and the demand for novel therapeutic solutions.
- The pharmaceutical and biopharmaceutical sectors are the primary end-users of CRO services, capitalizing on India's capabilities to conduct large-scale clinical trials at reduced costs compared to Western counterparts.
- This trend is further supported by collaborations between Indian CROs and global pharmaceutical companies, aiming to expedite the development and commercialization of new therapies.

**Market outlook:**

The Indian CRO market is poised for continued growth, boosted by advancements in digital health technologies, a supportive regulatory framework, and an expanding pipeline of innovative therapies. As global pharmaceutical companies increasingly seek efficient and cost-effective solutions for drug development, India's CRO sector is well-positioned to play a pivotal role in the global healthcare ecosystem.



(Source: [MarketResearchFuture](#))

**Pharmaceutical Analytical Testing**

**Global**

The pharmaceutical analytical testing market is experiencing significant growth, projected to increase from USD 9.74 billion in 2025 to USD 14.58 billion by 2030, reflecting a CAGR of 8.41% during the forecast period. This expansion is primarily driven by the increasing number of clinical trials, the rising focus on analytical testing services for biologics and biosimilars, and the growing trend of outsourcing laboratory testing services.

The GMP analytical testing services market is poised for sustained growth, driven by regulatory imperatives, the rise of complex generics, biologics, biosimilars and peptides. Companies offering advanced analytical capabilities are well-positioned to capitalize on the growing demand for high-quality, compliant pharmaceutical products. Global Regulatory mandate rigorous testing and validation processes for drug development, making GMP analytical services essential for ensuring product safety and quality.

The increasing demand for complex generics, biologics, biosimilars and peptides necessitates detailed analysis for characterisation, potency, purity, impurity analysis and stability, thereby driving the need for specialized GMP analytical services. The adoption of advanced analytical technologies, such as mass spectrometry, high-performance liquid chromatography (HPLC), and next-generation sequencing (NGS), is transforming the GMP analytical services market by providing more accurate and efficient testing solutions

The rise of complex products, biologics and combination products and growing adoption of single-use components in pharmaceutical manufacturing has heightened the importance of Extractables & Leachables to detect potential contaminants



from packaging and delivery systems and prevent them from affecting product quality. The detection of carcinogenic nitrosamines in medications has heightened awareness and demand for rigorous testing to prevent contamination and ensure patient safety. Agencies such as the EMA and FDA have implemented strict guidelines to control nitrosamine impurities and ensure the safety of pharmaceutical products. Innovations in analytical methods, such as high-resolution mass spectrometry, have enhanced the detection and quantification of trace impurities, bolstering the capabilities of testing services.

Maintaining GMP compliance requires significant investment in infrastructure, equipment, and skilled personnel, which can be a barrier for small and medium-sized enterprises.

(Source: Imarc Group)

**Growth drivers:**

Key factors contributing to market growth include:

- the heightened emphasis on analytical assessments of biosimilars and biologics, which are critical for regulatory approvals
- Initiatives by health regulatory bodies, such as the World Health Organization's efforts to enhance clinical trial infrastructure in various therapeutic areas, are expected to propel the growth of the pharmaceutical analytical testing services market
- Pharmaceutical companies are increasingly outsourcing analytical testing to specialized contract research organizations (CROs) to reduce operational costs, gain access to advanced technologies, and expedite drug development.

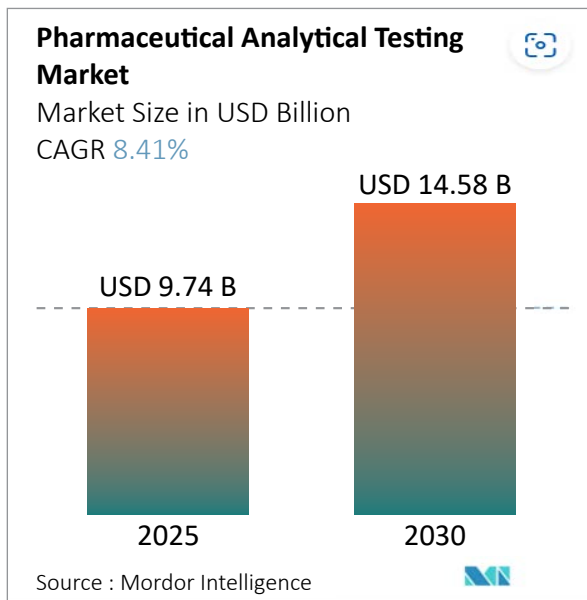
These initiatives facilitate the ethics and regulatory approval processes, thereby fostering an environment conducive to the adoption of pharmaceutical analytical services.

**Geographic distribution:**

- **North America** currently holds the largest market share in the pharmaceutical analytical testing market, driven by substantial investments in research and development
- **Asia Pacific** is anticipated to be the fastest-growing market during the forecast period, attributed to the increasing number of clinical trials and the expansion of pharmaceutical research activities in the region

**Market outlook:**

The pharmaceutical analytical testing market is poised for continued growth, underpinned by advancements in analytical methodologies, supportive regulatory frameworks, and an expanding pipeline of pharmaceutical products. As the industry increasingly focuses on ensuring the safety, efficacy, and quality of new drugs, the demand for comprehensive analytical testing services is expected to rise, positioning the market for sustained expansion in the coming years.



(Source: [Mordor Intelligence](#))

**India**

The India Pharmaceutical Analytical Testing Outsourcing market is poised for significant growth, with projections indicating a rise to USD 308.7 million by 2030, reflecting a CAGR of 10.7% during the forecast period.

**Market Segmentation and Trends:**

- **Service Segments:**
  - **Other Testing Services:** This segment was the largest revenue contributor in 2023, accounting for approximately 40.12% of the market share.
  - **Bioanalytical Testing:** Identified as the fastest-growing segment, it is expected to experience significant growth throughout the forecast period.
- **End Users:**
  - The market serves pharmaceutical companies, biopharmaceutical companies, and contract research organizations, each contributing to the demand for outsourced analytical testing services.

In the Asia Pacific region, India is anticipated to register the highest CAGR from 2024 to 2030, underscoring its emerging prominence in the pharmaceutical analytical testing outsourcing sector.

**Key Market Drivers:**

- **Cost Efficiency:** Outsourcing analytical testing services allows pharmaceutical companies to reduce operational costs associated with in-house testing facilities.
- **Regulatory Compliance:** The need to adhere to stringent regulatory standards drives companies to seek specialized external testing services.

- **Focus on Core Competencies:** By outsourcing, companies can concentrate on their primary areas of expertise, such as drug discovery and development.
- **Technological Advancements:** The adoption of advanced analytical techniques and technologies by outsourcing firms enhances the quality and reliability of testing services.

**Outlook:**

The Indian pharmaceutical analytical testing outsourcing market is on an upward trajectory, driven by increasing demand for high-quality testing services, cost-effective solutions, and adherence to stringent regulatory standards. India is set to become a key player in the global pharmaceutical analytical testing outsourcing landscape.

(Source: [Grand View Research](#), [Grand view Research Asia](#))

**Testing, Inspection & Certification Market**

**Global**

The global Testing, Inspection, and Certification (TIC) market is projected to grow from USD 239.48 billion in 2025 to USD 282.76 billion by 2030, reflecting a CAGR of 3.4%. This steady growth trajectory highlights the sector's resilience and its critical role across multiple industries.

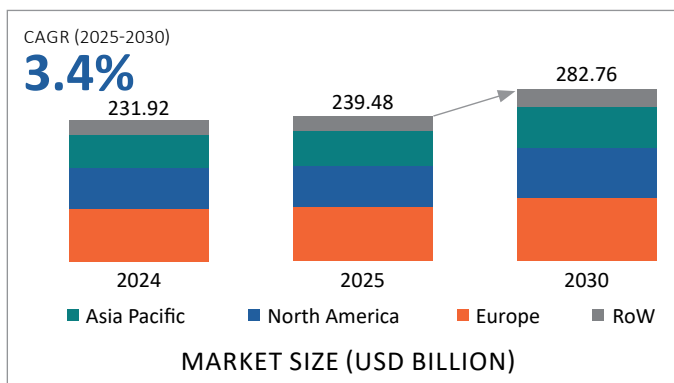
Several macroeconomic and industry-specific factors are contributing to this expansion:

- Strengthening regulatory compliance requirements are driving demand for standardized and independent quality assurance services.
- Increased consumer awareness regarding product quality, safety, and sustainability is encouraging manufacturers and service providers to prioritize third-party certifications.
- Technological advancements, including the digitalization of TIC services through automation and AI-enabled inspection systems, are enhancing service delivery and market scalability.

Key sectors fuelling growth include industrial manufacturing, consumer goods, food safety, and energy. In addition, the rise of electric vehicles (EVs) and the global shift toward renewable energy are opening new avenues for specialized TIC services.

Global regulatory bodies continue to adopt more stringent quality and safety standards, reinforcing the critical role of TIC services in ensuring compliance and risk mitigation. Simultaneously, the globalization of supply chains and the expansion of international trade are further amplifying the need for reliable testing and certification.

In alignment with these trends, our strategic investments in digital capabilities and sector diversification position us well to capitalize on emerging opportunities and sustain long-term value creation for our stakeholders.



(Source: [MarketsAndMarkets](#))

**Indian**

TIC services are essential for ensuring product quality, safety, and regulatory compliance across various industries. As India strengthens its product standards and seeks to meet global export requirements, the TIC market is expected to grow steadily. India's Testing, Inspection, and Certification (TIC) market is projected to reach USD 23,457.5 million by 2030, with a CAGR of 5.4% from 2025 to 2030.

In 2024, testing was the largest revenue-generating service in India's TIC market, while certification emerged as the fastest-growing and most lucrative business during the forecast period. India accounted for 4.3% of the global TIC market revenue in 2024. However, China is expected to lead the global TIC market by revenue in 2030, with India following closely in the Asia Pacific region. China is also forecasted to be the fastest-growing market in the region, reaching USD 69,089.4 million by 2030.

**Factors driving growth in India's TIC market**

The growth of India's TIC market is driven by several factors, including stringent regulatory compliance enforced by bodies such as the Bureau of Indian Standards (BIS) and the Food Safety and Standards Authority of India (FSSAI), particularly across food, electronics, and healthcare industries. Additionally, infrastructure initiatives such as "Make in India" and the "Smart Cities Mission" are fuelling the demand for construction material testing and inspection. The expanding pharmaceutical sector, including APIs and generic drugs, also requires comprehensive TIC processes to meet both domestic and international health standards.

**Challenges**

However, the market faces challenges related to quality assurance and compliance, as ensuring adherence to stringent regulations across industries is critical. The demand for qualified professionals and advanced testing equipment is also increasing, requiring continuous investment in these areas. Additionally, raising awareness about the importance of TIC services in enhancing consumer confidence and facilitating international trade remains essential for sustained market growth.



**Market outlook**

India's TIC market is poised for significant expansion, supported by regulatory demands, infrastructure development, and the growth of key industries. To fully capitalize on this growth, addressing challenges related to compliance, skilled workforce availability, and awareness will be crucial for the market's continued success.

(Source: [Grand View Research](#), [6Wresearch](#))

**Food Testing Industry**

**Global**

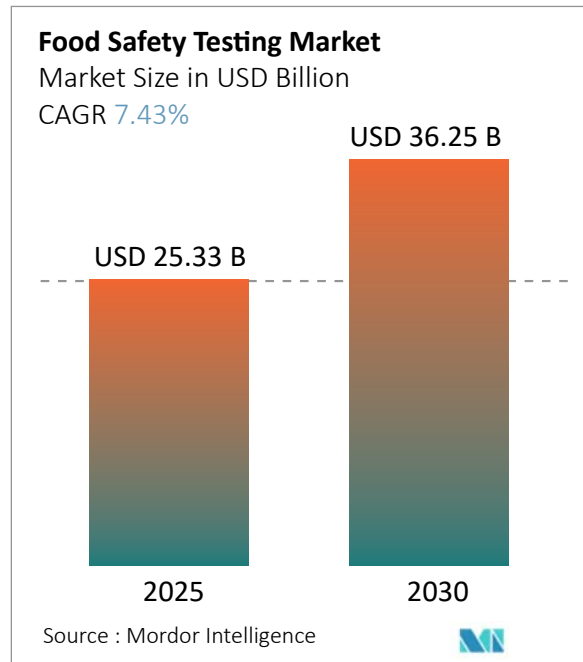
The global food safety testing market is poised for significant growth, with projections indicating an increase from USD 25.33 billion in 2025 to USD 36.25 billion by 2030, reflecting a compound annual growth rate (CAGR) of 7.43% during the forecast period. This expansion is driven by heightened consumer awareness of food quality, stringent regulatory standards, and the globalization of food supply chains, necessitating rigorous testing protocols to ensure food safety and compliance.

**Growth drivers:**

- Technological advancements are playing a pivotal role in transforming the food safety testing landscape.
- The integration of artificial intelligence (AI), machine learning (ML), and blockchain technologies is enhancing diagnostic capabilities, enabling more accurate and efficient detection of contaminants.
- Innovations such as food fingerprinting, which utilizes spectroscopic and spectrometric data, are emerging as powerful tools for food authentication and safety verification.

**Geographical distribution:**

- The Asia Pacific region is anticipated to witness the fastest growth in the food safety testing market, driven by the expansion of the food processing sector and the enforcement of stringent food safety regulations in countries such as India and China.
- The increasing demand for processed foods and the rising awareness of foodborne illnesses are further propelling the need for comprehensive testing solutions in the region.



(Source: [Mordar Intelligence](#), [IMARC](#), [Precedence Research](#), [Allied Market Research](#))

**India**

The India Food Safety Testing Market was valued at approximately USD 831.6 million in 2024 and is projected to reach USD 1,799.4 million by 2033, reflecting a compound annual growth rate (CAGR) of 8.92% during the forecast period from 2025 to 2033. This growth is primarily driven by increasing consumer awareness regarding foodborne illnesses and the rising demand for safe and quality food products. The market's expansion underscores the critical importance of food safety in India's evolving food industry.

**Growth Drivers:**

Several factors contribute to the robust growth of the food safety testing market in India.

- There is a significant rise in consumer awareness about foodborne illnesses, leading to a heightened demand for stringent safety measures.
- Additionally, the implementation of stringent regulatory frameworks has necessitated rigorous testing and compliance, further driving the demand for food safety testing services.

These factors collectively underscore the critical role of food safety testing in ensuring public health and maintaining consumer confidence in food products.

**Trends:**

- The market is witnessing significant advancements in testing technologies, enhancing the efficiency and accuracy of food safety assessments.
- Techniques such as Polymerase Chain Reaction (PCR)-based assays, immunoassay-based methods, and agar culturing are increasingly being employed to detect contaminants and pathogens in food products. These innovations are pivotal in addressing emerging food safety challenges and ensuring compliance with evolving regulatory standards. The Indian government, through the Food Safety and Standards Authority of India (FSSAI), has established comprehensive regulations to ensure food safety across the country. These regulations mandate rigorous testing and compliance, prompting food producers and processors to adopt advanced testing methodologies.

The stringent regulatory environment not only safeguards public health but also fosters a culture of quality assurance within the food industry, thereby driving the demand for food safety testing services.

(Source: [IMARC](#), [astuteanalytics](#), [Precedence Research](#))

**Electrical and Electronics Testing**

**Global**

The EMC and EMI testing services market encompasses various testing types, including emissions testing, immunity testing, and electrostatic discharge (ESD) testing. These services are vital across multiple industries, including automotive, aerospace, telecommunications, healthcare, and consumer electronics, to ensure compliance with international standards and regulatory requirements.

The global Electromagnetic Compatibility (EMC) and Electromagnetic Interference (EMI) testing services market is experiencing significant growth, driven by the increasing complexity of electronic devices and stringent regulatory standards. Valued at approximately USD 2.55 billion in 2023, the market is projected to reach USD 3.99 billion by 2030, reflecting a CAGR of 5.8% during the forecast period from 2024 to 2030.

**Growth drivers:**

- The growth is primarily attributed to the proliferation of smart devices, the Internet of Things (IoT), and advancements in wireless communication technologies such as 5G.
- As electronic systems become more integrated and operate at higher frequencies, ensuring their electromagnetic compatibility is crucial to prevent interference that could lead to device malfunction or failure.

**Geographical distribution:**

- Asia-Pacific region is anticipated to witness substantial growth in the EMC testing services market, owing to rapid

industrialization and the expansion of the electronics manufacturing sector in countries like China, Japan, and South Korea.

- The increasing adoption of electric vehicles (EVs) and renewable energy systems further contributes to the demand for EMC testing services in this region.

The EMC and EMI testing services market is poised for continued expansion, driven by technological advancements, stringent regulatory standards, and the growing demand for reliable and interference-free electronic devices across various industries.

(Source: [Dataintelo](#), [Verified Market Research](#))

**India**

The Electromagnetic Compatibility (EMC) and Electromagnetic Interference (EMI) testing market in India is witnessing robust growth, fuelled by the increasing use of electronic devices across sectors such as telecommunications, automotive, medical equipment, and consumer electronics.

**Growth drivers:**

As compliance with global and domestic regulatory standards becomes essential, industries are prioritizing EMC and EMI testing to ensure product performance, reliability, and safety. The rollout of 5G and expansion of the IT and telecom sectors further drive this demand. Additionally, government initiatives such as “Make in India” and the adoption of Industry 4.0 practices are supporting local manufacturing, enhancing the need for standardized testing to meet international benchmarks.

**Challenges and outlook:**

The market, however, faces challenges such as the requirement for advanced testing infrastructure and specialized technical know-how. Rapid technological changes demand continuous updates in testing methodologies and equipment. The pandemic disrupted operations temporarily, causing project delays, though recovery has been strong with the shift towards digitalization. EMI testing, a critical subset of EMC testing, is increasingly vital in minimizing interference between devices, especially in dense electronic environments like data centres and industrial automation settings.

(Source: [6WResearch](#), [Premium Market Insights](#))

**Environment Testing Industry**

**Global**

The global environmental testing market is anticipated to grow from USD 7.43 billion in 2025 to USD 9.32 billion by 2030, reflecting a compound annual growth rate (CAGR) of 4.6% over the forecast period. This expansion is driven by the implementation of more stringent pollution control regulations, a heightened focus on sustainability, and increasing public health concerns.

Rising levels of air, water, and soil contamination have significantly elevated the demand for accurate and efficient



environmental testing solutions. Technological advancements such as automation, AI-powered analytics, and high-precision sensor technologies are enhancing the speed, accuracy, and reliability of testing processes.

Furthermore, rapid industrialization, urbanization, and infrastructure development particularly in emerging economies continue to bolster the need for comprehensive environmental testing services.

(Source: [Market and Markets](#))

**India**

The Indian environmental testing market is projected to reach USD 460.8 million by 2030, registering a compound annual growth rate (CAGR) of 8.1% during the period from 2024 to 2030. This surge is driven by heightened awareness of environmental degradation, enforcement of stricter regulations, and increasing demand across sectors like pharmaceuticals, consumer goods, and manufacturing. Government initiatives such as the BioE3 policy, along with programs promoting “Net Zero” and a circular bioeconomy, are further encouraging the uptake of environmental testing services, aligning with the nation’s broader sustainable development goals.

**Growth drivers:**

- India faces escalating air, water, and soil pollution, with over two-thirds of its population exposed to air quality worse than national standards. This environmental strain is prompting industries to adopt testing services to meet compliance norms and mitigate reputational risks.
- Public concern over environmental health is also growing, adding pressure on businesses to demonstrate accountability. Regulatory vigilance is intensifying, reinforcing the demand for frequent and reliable environmental monitoring. Technological advancements such as portable kits, remote sensing, and AI-based analytics are making environmental testing faster and more accessible. These innovations are being adopted swiftly, especially in industries driven by environmental compliance.
- The agriculture sector, too, is fuelling demand through increased soil testing, aided by government-backed schemes like the Soil Health Card. As farmers seek to optimize yield and ensure sustainable practices, soil diagnostics are becoming a key growth area.

**Challenges and outlook:**

Key challenges include limited awareness of environmental testing and the high cost of advanced equipment, which limits adoption in smaller labs. Despite this, water and soil testing are expanding rapidly due to rising health and sustainability concerns. Maharashtra, leading in urbanization and industrial activity, exemplifies regional growth, backed by progressive environmental policies and infrastructure. The outsourcing of

testing services is also on the rise, allowing industries to ensure compliance while focusing on core operations.

(Source: [Industryarc](#), [Research and Markets](#))

**2.1 COMPANY OUTLOOK**

Your Company is positive about its growth prospects in clinical, pre-clinical, non-clinical, biopharmaceutical, pharma analytical, and electronics & electrical contract testing and research, all of which have a strong positive outlook despite the current global economic uncertainties, large competition, and stricter regulatory compliance requirements. The Company has a strong customer base, and promising pipelines, which give it good visibility of growth over the medium term. Over the long term, the Company expects it will strategically look at acquisition opportunities or alliances or partnerships to enhance its market reach, capabilities and service portfolio, to gain further market share. The trend in growth of the overseas market for the Company is positive going forward. The domestic market continues to hold immense potential led by economic growth in the country. However, inflationary pressures in terms of cost of manpower, technology and material, and pricing pressures due to proliferation of laboratories in the country could be a risk to watch out for. VIMTA continues to maintain its dominance in the domestic food testing and contract research services to biopharmaceuticals industry. Doubling of the EMC chamber capacity would help the company to meet the growing demand. The Company’s track record in the domestic market and overseas market should help it sustain or better its growth.

**2.2 STRENGTHS & STRATEGIES**

Your Company’s strengths have been its human resources, processes, partnerships, and unparalleled laboratory infrastructure. VIMTA provides services to its customers through processes and procedures that are oriented to deliver strong compliance with regulatory requirements, thereby maintaining the integrity of data and the reports, and minimizing risks to the customers. VIMTA has a track record of strong science and quality over a 40-year history, earning it a reputation as a leading, high-quality, sophisticated contract research and testing organization. Over the years, it has developed a wide range of capabilities and offers high-value, advanced testing services to support product research and development. VIMTA believes it is amongst the leaders in the domestic market for GMP analytical services and GLP nonclinical services. The GMP, GLP and GCP compliant services have been successfully audited 175 times during the year by customers, regulatory agencies, accrediting and certifying bodies.

Similarly, in the food testing business, VIMTA is recognized as the leader not only in its testing expertise, technologies,

and quality, but also in its scale. VIMTA has the largest pan-India network of full-fledged laboratories, positioning it to take more market share within the industry and continue to grow. It is counted as a center of excellence for the country by government organizations as well.

In both food and above-mentioned product development services for biopharmaceutical companies, the broad spectrum of our services, cutting edge instrumentation and facilities with large footprint allows VIMTA to offer a comprehensive set of scientific laboratory services. Further, the scale of services enables us to continuously develop and refine our expertise and enhance our ability to bend the cost and time curve of services to our customers.

Emtac Laboratories Pvt. Ltd., the 100% owned subsidiary of Vimta, stands merged through an NCLT Order dated January 23, 2025, thereby consolidating its presence in the Electronics and Electrical testing. This will help Vimta to serve the defense, industrial, telecom, and medical devices sectors more efficiently and increase its reach in the market.

The environmental monitoring and testing services are strengthened with advanced analytical technologies such as Dioxin Analyzers to serve various segments of our economy.

Your Company has embarked on a strategy of end-to-end digitization to improve productivity and eliminate data integrity risks, and this process is expected to be completed in two years.

Across all its business units, the company believes that the technical and scientific expertise of its dedicated employees provides it with a competitive advantage. With a large pool of scientists holding advanced, masters or equivalent degrees, including PhDs, VIMTA has an edge due to the varied-scientific talent pool. The cross pollination of scientific domain expertise is leveraged often to create innovative as well as comprehensive solutions for customers across industries.

VIMTA has strategically developed and oriented its research and testing laboratory services towards the lucratively growing industries and their outsourcing needs, to position itself to win high value-add business. The service model is focused on providing customers with both stand-alone services as well as a mix of full-service contracts. VIMTA leverages its experience in managing laboratory operations for over 40+ years, to create efficient processes delivering quality outputs that help in maintaining long-term stable customer relationships. Furthermore, your company is focused on continuous operational improvements and prudent cost management. Your company believes that its strong financial profile demonstrates the quality and efficiency of the business model and positions it for continued growth.

## 2.3 KEY FINANCIAL RATIOS

In accordance with SEBI (Listing Obligations and Disclosure Requirements), Regulations as amended in 2018, following are the details of key financial ratios and significant changes (changes of 25% or more as compared to the immediately previous financial year) in key sector specific financial ratio.

Ratio	Financial Year 2024-25	Financial Year 2023-24
Days, Sales Outstanding	103	106
Days, Inventory Outstanding	128	150
Interest Coverage Ratio	57.39	38.36
Current Ratio	2.92	2.91
Debt Equity Ratio	0.02	0.06
Operating Profit Margin*	26.43%	22.39%
Net Profit Margin**	19.41%	16.91%
Price Earnings Ratio	33.46	20.14
Return on Capital Employed	22.73%	18.7%

**Note:** The Above Ratio's are computed for continuing operations only and previous year ratios were regrouped accordingly.

**Brief reasons for significant change in the ratios when compared to previous year are as under:**

**Days, Inventory Outstanding:** Days, Inventory, Outstanding is improved due to increased material consumption, which is in line with the increased operating revenue.

**Interest Coverage Ratio:** The Interest Coverage ratio increased with increased EBIT.

**Price Earnings Ratio:** Price Earnings ratio increased with an increase in market price.

**Return on Capital Employed:** ROCE improved due to increase in EBIT.

**\*Operating Profit Margin:** Operating EBTDA to Revenue from Operations.

**\*\*Net Profit Margin:** Net Profit to Revenue from Operations.

## 2.4 MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS, INCLUDING NUMBER OF PEOPLE EMPLOYED

Vimta has highly talented workforce of 1315 employees out of which 52% are scientists.

During the year, with the commitment to upskill and retain talent, the company continued to provide various trainings as well as other employee engagement activities. We are focused on increasing productivity of our employees and engaging them well for achieving greater connect to



business goals and objectives using various initiatives. The company is using technology effectively to drive some of these employee centric initiatives.

## 2.5 INFRASTRUCTURE

Vimta is one of India's largest Contract Research & Testing Organisations, headquartered in Hyderabad. Vimta has a network of 7 laboratories, including labs related to various divisions located at the headquarters, 1 Electricals & Electronics lab and 6 Food branch labs in India as on 31<sup>st</sup> March, 2025. The total built up area of the labs is ~ 6,00,000 sq.ft.

## 2.6 INVESTMENTS

Your company has consistently been committed to adding and improving its capabilities and service offerings. The broad range of industries that it serves and likewise its wide spectrum of services, are leveraged to stay resilient and pursue long term strategic objectives for growth. Company believes that the contract research and testing industry is constantly evolving, giving rise to newer opportunities. VIMTA is adept at evaluating opportunities in a disciplined manner that is both capital intelligent and growth oriented.

Your company firmly believes that it is on a strong growth path and has made the right investments with a capex outgo to the tune of ₹ 791 Mns including infrastructure expansion at Vimta Life Sciences facility, Genome Valley, Hyderabad, India during the year. The significant investments are a strong reflection of the company's confidence on the market opportunities and its growth strategies.

## 2.7 FORAY INTO BIOLOGICS

Your company has decided to venture into the niche segment of contract research and development of Biologics and Peptides. The Global biologics segment is expected to reach \$730 billion by 2030 with a CAGR of 8.2% from 2023. The global outsourced CRAM market stands at around \$139.9 billion in 2024.

Indian Biologics market is expected to grow up to \$24.6 billion by 2033. India has the highest biosimilar approvals on the globe.

Your company will offer the services such as turnkey biologics projects from clone development to drug product, Clone development & RCB preparation, Development and optimization of upstream, downstream and formulation processes, Titer improvement & impurity control studies, establishment of structure-function relationship, process characterization studies, scale-down model development and qualification, comparability & biosimilarity assessment studies and Stability studies under NBEs, Biosimilar and Peptide services.

## 2.8 RISKS & CONCERNS

Risks are inherent to any business. They are managed by the Company through a risk management process of risk identification and risk mitigation, through risk reduction strategies & plans and continuous monitoring of the effectiveness of the risk mitigation measures to control them.

The Board has formulated a Risk Management Policy for dealing with different kinds of risks attributable to the operations of the Company. Risk Management Policy of the Company outlines different kinds of risks and risk mitigating measures and this is reviewed periodically by the Audit Committee and the Board. The Company has adequate internal control systems and procedures to combat risks.

Vimta continues to strive to stay ahead on the competition curve through creation of new service opportunities, operational excellence and uncompromising commitment to quality, regulatory compliance, and customer service. However, there may be certain risk factors that could adversely impact business.

Quality related risks: Poor performance in regulatory audits and accreditation body audits could adversely impact our business. Maintaining quality and compliance is part of every activity in the organization. The management leads the quality culture, understanding very well that this is critical for business success and survival. However, unforeseen poor or inadequate performance by employees could lead to regulatory risks. There are adequate built in controls and checks to mitigate this risk. Nevertheless, these risks cannot be ruled out.

IT related risks: Our ability to serve customers effectively depends on the reliability of our data & information management and communication systems. We leverage computerized technologies and IT tools to perform many business critical activities hence we depend on the efficient and uninterrupted operation of our data & information management and communication systems, including systems we use in the laboratory, data management systems, systems used to deliver services to our customers, and failures in, breach of, or unauthorized access to or use of these systems or data contained therein may materially limit our operations and result in significant harm to our business. IT risk management is a part of our quality management system and thus the security and operation of our data management systems and communication systems, including data management systems and communication systems. Cyber-attacks could lead to disruption in operations. These are addressed through adequate back-up mechanisms and Disaster recovery process. A dedicated team is set up to constantly

keep upgrading the IT Assets and implement the latest technologies to keep the environment safe and secure. It is decided to begin the walk on 'zero trust security architecture path'. Despite the extensive risk mitigation measures in place, the risk of disruption to our operations and business cannot be completely ruled out.

**Service failure related risks:** We are a scientific services organization and quality of service to the customers is critical for growth of our business. Quality of service is related to our ability to deliver reports and projects with scientifically reliable and accurate information; compliance to contractual requirements, regulations, standards, guidelines as applicable; and service customers with professional and ethical conduct. If we fail to perform our services per these expectations, we could lose confidence of our customers who may choose not to award further work to us or make claims against us for breach of our contractual obligations. Any such action could have a material adverse effect on our reputation, business, results of operations, financial condition and/or cash flows. Our mitigation strategy is directed towards continuously strengthening our capabilities and learning and implementing best practices. Further, stringent review systems and suitable preventive actions are in place.

**Financial risks:** Vimta makes continuous investments in capacity expansion, market reach and new business streams. These investments are based on good business judgement through market study, backed by strong planning and risk mitigation measures. However, time factors and market dynamics could delay results and/or create risks in obtaining returns on such investment. Other financial risks include bad debts from customers for various reasons; and liquidity risks as a result of any poor cash flows that could further lead to non-servicing of loans. Your company has dedicated groups for customer relations management and credit control. There are adequate checks to identify risky customer accounts and control business with them to minimize risks. Nevertheless, these risks cannot be completely ruled out.

**Data risks:** As a third-party provider of services, we often get into various service agreements, with customers including requirements on data confidentiality, data security and IP protection. Given the large scale of human resources involved in our organization, and the inherent vulnerability of IT solutions deployed, we may be at risk as a result of unintentional violations of customer contracts and agreements, which could further lead to significant legal risks for the business. This is mitigated through strong physical security and electronic security systems; trainings to employees, business continuity processes such as electronic data disaster recovery systems; confidentiality oaths from employees; well-propagated whistle blower policies etc. Nevertheless, these risks cannot be completely ruled out.

**Growth and personnel related risks:** Growth if not managed well places a strain on human, operational and financial resources. To manage our growth, we must continue to attract and retain talented staff across the business operations. Management pays strong attention to continuously building and improving operating and administrative systems to enhance productivity of personnel and processes and also to have a stronger administrative control on the businesses spread at various locations across the country. Given the dependency of business on quality of personnel there are inherent risks associated with personnel's abilities and ethical conduct, which may impact adversely customer satisfaction. Thus, if we are unable to manage our growth effectively, we could lose business from our customers. Further, if we are unable to recruit, retain and motivate key personnel, our business could be adversely affected. Our success depends on the collective performance, contribution and expertise of our senior management team and other key personnel throughout our businesses, including qualified management, professional, operational, scientific, technical, and business development personnel. There is significant competition for qualified personnel in all the industries that we operate in, particularly personnel with significant experience and expertise. The loss of any key executive, or our inability to continue to recruit, retain and motivate key personnel in a timely fashion, may adversely impact our ability to compete effectively and grow our business and negatively affect our ability to meet our short and long-term business and financial goals. Company takes several steps to maintain a motivated and engaged team. Initiatives such as ESOPs to attract & retain talent, rewards and recognition programs, personnel competency enlargement programs etc., are among the many best practices followed by the company. Nevertheless, the risks related to growth and personnel cannot be completely ruled out.

**Other risks:** A few more such risks and concerns are, change in regulations and regulatory environment; downturn in economies that our business operates in; steep drop-in service prices from competition; increase in prices of input material; changes in laws such as tax laws etc. External risks also include foreign exchange risks; interest rate risks; risks from terrorism etc. Further there are also risks of critical equipment breakdowns, power breakouts, short supply of any input material or consumable, fire, and other natural calamities. These are handled through a robust business continuity plan where adequate backups are created and tested from time to time for their effectiveness, nevertheless, these risks cannot be completely ruled out.

It is possible that the above list of risks does not cover all risks exhaustively. However, being an experienced organization, the mitigation measures are in-built into the organization, its strategy and processes, which have so far



helped the organization go through, and grow through, various phases of business and the market situations. It will be management's continuous endeavour to develop strategies that would help the organization de-risk its business & grow with opportunities.

**3 DIVIDEND**

Your directors have recommended a dividend of ₹ 2/- per equity share of ₹ 2/- each, for FY 2024-25, subject to approval of members.

Details of the unclaimed dividends and the due dates on which those are liable to be transferred to the Investor Education & Protection Fund are given below:

Year of Dividend – Final	No. of Shareholders who have not claimed	Unclaimed Amount (Rs.)	Date of Declaration	Date of transfer to unpaid account	Last date of transfer to IEPF
2017-18	617	3,41,280	25.08.2018	30.09.2018	29.09.2025
2018-19	495	3,11,536	27.07.2019	01.09.2019	31.08.2026
2019-20	Dividend Not Declared				
2020-21	2,301	5,96,166	05.07.2021	10.08.2021	09.08.2028
2021-22	656	2,92,546	25.06.2022	31.07.2022	30.07.2029
2022-23	961	3,16,410	28.06.2023	03.08.2023	02.08.2030
2023-24	1,683	3,66,951	18.07.2024	22.08.2024	21.08.2031

**4 TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION & PROTECTION FUND (IEPF)**

Members may please note that as per the provisions of Sections 124 & 125 of the Companies Act, 2013, read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, dividends that remain unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account shall be transferred to the Investor Education & Protection Fund.

**5 TRANSFER TO RESERVES**

No amount is proposed to be transferred to reserves.

**6 CORPORATE GOVERNANCE REPORT**

In compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate report on corporate governance along with a certificate from a practicing Company Secretary on its compliance, forms an integral part of this Board's Report.

**7 ANNUAL RETURN**

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 (as amended), a copy of the Annual Return of the Company is uploaded on the website of the Company, which can be accessed at <https://vimta.com/wp-content/uploads/2024-25-Annual>Returns.pdf>

**8 CORPORATE SOCIAL RESPONSIBILITY**

During the year under review, the Company has spent a total sum of ₹ 1,16,21,028/- (One Crore Sixteen Lakh Twenty-One Thousand Twenty-Eight Rupees) on CSR activities as approved by the CSR Committee. Disclosures as per Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is enclosed as **Annexure I** to this report.

**9 MEETINGS OF THE BOARD**

During the year under review, five Meetings of the Board

were convened and held, the details of which are given in the Corporate Governance Report, which forms part of this report. The intervening gap between the Meetings was within the limits prescribed under the Companies Act, 2013.

**10 SHARE CAPITAL**

As at the end of the year, following is the status of share capital:

- \*Authorised share capital: ₹ 11,99,99,500 (Rupees Eleven crore ninety-nine lakh ninety-nine thousand five hundred only) divided into 5,99,99,750 equity share of ₹ 2/- each.
- Paid up capital: ₹ 4,44,69,024 (Rupees Four crore forty-four lakh sixty-nine thousand twenty-four only) divided into 2,22,34,512 equity shares of ₹ 2/- each.
- ESOPs allotted during the year under review: 63,929 equity shares of ₹ 2/- each to the Employees upon exercise of Employee Stock Options under "Vimta Labs Employee Stock Option Plan 2021". Disclosure under Section 67(3)(c) of the Act in respect of voting rights not exercised directly by the employees of the Company is not applicable.

\*Note:- Upon approval of the merger of the wholly owned subsidiary with the Company, by the Hon'ble NCLT, Hyderabad, the authorised share capital has revised to ₹ 11,99,99,500.

## 11 ISSUE OF SHARES

During the year under review, the Company has not:

- i) Issued any shares with differential voting rights pursuant to provisions of Rule 4 of the Companies (Share Capital and Debenture) Rules, 2014.
- ii) Issued any sweat equity shares to any of its employees, pursuant to the provisions of Rule 8 of the Companies (Share Capital and Debenture) Rules, 2014.

The Board of Directors at their meeting held on 28<sup>th</sup> April 2025, has recommended to the shareholders for their approval to issue bonus equity shares in the proportion of 1 : 1, i.e., 1 (One) bonus equity share of ₹ 2/- each for every 1 (One) fully paid-up equity share held as on the record date. The record date for reckoning eligible shareholders entitled to receive bonus shares will be decided by the Board of Directors post approval of Bonus Issue by the Shareholders.

## 12 FINANCING THE PURCHASE OF SHARES OF THE COMPANY

During the year under review, the company has not given, either directly or indirectly, nor by means of a loan, guarantee, the provision of security or otherwise, financial assistance for the purpose of, or in connection with, a purchase or subscription made or to be made, by any person of or for any shares in the company in violation of the provisions of Section 67 of the Companies Act, 2013.

## 13 EMPLOYEE STOCK OPTION PLAN

The members of the Company at their 31<sup>st</sup> Annual General Meeting held on 5<sup>th</sup> July 2021, had granted approval for “Vimta Labs Employee Stock Option Plan 2021” and grant of stock options to the Eligible Employees of the Company under the scheme. The Company has obtained In-principle approval from Stock Exchanges for Vimta Labs Employee Stock Option Plan 2021 for issue of 6,63,234 Options. Out of which Nomination and Remuneration Committee at its meeting granted Options at various stages as mentioned below:

S. No.	Tranche No.	No. of Options Granted	Grant Date
1	I	5,07,769	19 <sup>th</sup> September 2022
2	II	17,961	11 <sup>th</sup> May 2022
3	III	35,702	26 <sup>th</sup> October 2022
4	IV	11,872	30 <sup>th</sup> October 2023
5	V	85,532	17 <sup>th</sup> July 2024
6	VI	9,609	8 <sup>th</sup> November 2024
7	VII	61,174	24 <sup>th</sup> January 2025

Further, during the year under review, the company allotted 63,929 equity shares of ₹ 2/- each to the Employees upon exercise of Employee Stock Options under “Vimta Labs

Employee Stock Option Plan 2021.”

The details of “Vimta Labs Employee Stock Option Plan 2021” form part of the Notes to Accounts of the Financial Statements in this Annual Report.

The disclosures pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 can be accessed at <https://vimta.com/wp-content/uploads/Disclosures-pursuant-to-Regulation-14-of-the-Securities-and-Exchange-Board-of-India-Share-Based-Employee-Benefits-Regulations-2014-2.pdf> and the same are enclosed as **Annexure II** to this report together with a certificate obtained from the Secretarial Auditors confirming compliance with the Companies Act, 2013 and the SEBI (SBEB) Regulations, which is enclosed as **Annexure III** to this report.

## 14 CHANGE IN NATURE OF BUSINESS

There has been no change in the nature of business of the Company during the year under review.

## 15 CHANGES IN MEMORANDUM OF ASSOCIATION

The Board of Directors at their meeting held on 28<sup>th</sup> April 2025, has approved a proposal to foray into the Biologics Contract Research and Development (CDMO) segment, subject to shareholders approval. This strategic initiative aligns with the Company's long-term vision of expanding its service offerings in the biopharmaceutical sector. The proposed business activity encompasses contract development, analytical testing, and other R&D services related to biologics and peptide-based drug development and manufacturing support. This move is expected to open a new revenue stream and enhance long-term shareholder value by leveraging the Company's existing expertise and capitalizing on the growth momentum in the biologics sector. In order to legally undertake this activity, the Company proposes to amend the Object Clause (Clause III – A) of its Memorandum of Association by inserting a clause/(clauses) authorizing engagement in biologics CDMO services.

The resolutions related to the above is being placed at the Annual General Meeting along with the necessary details.

## 16 PARTICULARS OF DEPOSITS

During the year under review, the company has not accepted any deposit pursuant to the provisions of Sections 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. Thus, there is no non-compliance with the requirements of Chapter V of the Companies Act.

## 17 SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

During the year under review, the Scheme of Amalgamation under Section 230 to 232 and other applicable provisions



of the Companies Act, 2013 of EMTAC Laboratories Private Limited, (wholly owned subsidiary) with Vimta Labs Limited (Holding Company) and their respective Shareholders and Creditors was approved by the Hon'ble National Company Law Tribunal ('NCLT'), Hyderabad Bench vide its order dated 23<sup>rd</sup> January 2025. Pursuant to said order EMTAC Laboratories Private Limited got merged with Vimta Labs Limited - w.e.f., 01<sup>st</sup> April 2024.

Copy of the said order can be accessed at <https://vimta.com/wp-content/uploads/2.NCLT-Order.pdf>.

Statement containing the salient features of the financial statements of the wholly owned subsidiary as per sub-section (3) of Section 129 of the Companies Act, 2013 in Form AOC-1 is not applicable to the Company.

During the year, no other company has become or ceased to be a subsidiary or joint venture or associate company of this company.

**18 PARTICULARS OF LOANS AND GUARANTEE GIVEN, SECURITY PROVIDED AND INVESTMENT MADE**

As required under Section 186(4) of the Act, Particulars of Loans, Guarantee given and security provided and investment made details are shown in **Annexure IV** and Notes to the Financial Statements (Refer note no. 44 of Financial Statements).

**19 PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in **Annexure V** to this Report.

If any Member is interested in obtaining information pursuant to Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, such Member may write to the Company Secretary at the Registered Office in this regard.

**20 AUDITORS**

**a) Independent Auditor's Report**

During the year under review, the Company's auditors have not made any qualification, reservation or adverse remark or disclaimer in their Report on the financial statements of the Company and there were no instances of frauds reported by the auditors under Section 143(12) of the Companies Act, 2013.

**b) Statutory Auditors**

Pursuant to the provisions of sections 139,142 and other applicable provisions of the Act read with the rules made thereunder, M/s Gattamaneni & Co., Chartered Accountants (Firm Reg. No. 009303S) were appointed as Statutory Auditors of the Company for a term of five

consecutive years from the conclusion of the 32<sup>nd</sup> Annual General Meeting (AGM) held on 25<sup>th</sup> June 2022 on a remuneration mutually agreed by the Board of Directors and the Auditors. They hold office until the conclusion of the 37<sup>th</sup> Annual General Meeting to be held in the calendar year 2027. The auditors have confirmed that they hold valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India and are eligible to continue to hold the office for rest of their tenure.

**c) Internal Auditors**

Pursuant to the provisions of Section 138 of the Act and based on the recommendations of Audit Committee, the Board of Directors at their meeting held on 28<sup>th</sup> April 2025, have reappointed M/s Chaitanya V & Associates, Chartered Accountants as Internal Auditors of the Company for the financial year 2025-26. M/s Chaitanya V & Associates, Chartered Accountants, have confirmed their willingness to be reappointed as the Internal Auditors of the Company. Further, the Audit Committee in consultation with Internal Auditors, formulated the scope, functioning periodicity and methodology for conducting the Internal Audit.

**d) Cost Auditors**

Pursuant to the provisions of section 148 of the Act read with the Companies (Audit and Auditors) Rules 2014, and based on the recommendations of Audit Committee, Board of Directors at their meeting held on 28<sup>th</sup> April 2025, reappointed M/s Lavanya & Associates Cost Accountants (Firm Registration No. 101257) as Cost Auditors of the Company for the financial year 2025-26. A resolution seeking ratification of remuneration payable to the Cost Auditors to conduct cost audit for the financial year 2025-26 has been included in the notice convening 35<sup>th</sup> AGM of the Company. The necessary consent letter and certificate of eligibility was received from the cost auditors confirming their eligibility to be re-appointed as the Cost Auditors of the Company.

**e) Maintenance of cost records**

The Company has maintained the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

**f) Secretarial Auditors**

Pursuant to the provisions of regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 204 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and based on the recommendations of the Audit Committee, the Board of Directors at their meeting held on 28<sup>th</sup> April 2025 has appointed M/s D Hanumanta Raju & Co., Practicing Company Secretaries as Secretarial Auditors on a remuneration mutually agreed by the Board

of Directors and the Secretarial Auditors for a term of five consecutive years (subject to the approval of Members at the ensuing Annual General Meeting) from the conclusion of the 35<sup>th</sup> Annual General Meeting until the conclusion of the 40<sup>th</sup> Annual General Meeting of the Company to be held in the year 2030. The auditors have confirmed that they hold valid certificate issued by the Peer Review Board of the Institute of Company Secretaries of India and the consent letter and certificate of eligibility was received from M/s D Hanumanta Raju & Co., confirming their eligibility for the appointment.

The Secretarial Auditors' Report for FY 2024-25 does not contain any qualification, reservation or adverse remark. The Secretarial Audit Report for the financial year 2024-25 in the prescribed form MR-3 is enclosed with this Report as **Annexure VI**.

**g) Annual Secretarial Compliance Report**

Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March 2025 on compliance of all applicable SEBI Regulations and circulars/ guidelines issued thereunder, was obtained from M/s D Hanumanta Raju & Co., Practicing Company Secretaries and submitted to both the stock exchanges.

**h) Disclosure as per Section 143(12)**

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor has reported any offence of fraud committed by the Company's officers or employees under Section 143(12) of the Act to the Central Government or to the Audit Committee.

**21 AUDIT COMMITTEE**

The Board has constituted the Audit Committee as per the provisions of Section 177 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The composition, attendance, powers and role of the Audit Committee are included in Corporate Governance Report. All the recommendations made by the Audit Committee were accepted by the Board of Directors.

**22 COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD MEETINGS AND GENERAL MEETINGS**

During the year under review, the Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India as applicable to Board Meetings and General Meetings.

**23 POSTAL BALLOT**

During the financial year under review, no Postal Ballot notices were issued

**24 DIRECTORS' RESPONSIBILITY STATEMENT**

Directors' Responsibility Statement as required under Section 134 (5) of the Companies Act, 2013 (the Act),

Directors of your Company hereby state and confirm that:

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed, along with proper explanation relating to material departures, if any;
- ii. They had selected such accounting policies as mentioned in the notes to the financial statements 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 as at 31<sup>st</sup> March 2025 and of the profit and loss of the Company for the year ended on that date;
- iii. They had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. They had prepared the annual accounts on a going concern basis;
- v. They had laid down proper internal financial controls to be followed by the Company and that such internal financial controls were adequate and were operating effectively; and
- vi. They had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**25 DIRECTORS AND KEY MANGERIAL PERSONNEL**

The Board of Directors of the Company has an optimum combination of Executive, Non-Executive and Independent Directors.

**a) Directors retiring by rotation**

As per the provisions of the Companies Act and the Articles of Association of the Company, Mr. Satya Sreenivas Neerukonda (DIN: 00269814), Executive Director, retires by rotation and being eligible, offered himself for re-appointment. The proposal for the re-appointment of Mr. Satya Sreenivas Neerukonda is being placed at the AGM along with the necessary details. Subject to his reappointment as Director, Mr. Satya Sreenivas Neerukonda will continue to be the Executive Director for the balance period of his tenure.

**b) Changes in Directorship/Committee Position**

During the year under review, there is no change in composition of Board.

Currently, the Board has five committees: The Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate

Social Responsibility Committee and Risk Management Committee. Composition of the committees is given below.

<b>Audit Committee</b>	<b>Position</b>
Mr. G Purnachandra Rao	Chairman
Ms. Y Prameela Rani	Member
Mr. Sanjay Dave	Member

<b>Stakeholders' Relationship Committee</b>	<b>Position</b>
Mr. G Purnachandra Rao (w.e.f., 9 <sup>th</sup> November 2024)	Chairman
Ms. Y Prameela Rani (upto 8 <sup>th</sup> November 2024)	Chairperson
Mr. Sanjay Dave	Member
Mr. Satya Sreenivas Neerukonda (w.e.f., 9 <sup>th</sup> November 2024)	Member

<b>Nomination and Remuneration Committee</b>	<b>Position</b>
Mr. Sanjay Dave	Chairman
Mr. G Purnachandra Rao	Member
Ms. Y Prameela Rani	Member

<b>Corporate Social Responsibility Committee</b>	<b>Position</b>
Ms. Harita Vasireddi	Chairperson
Mr Harriman Vungal	Member
Mr. Sanjay Dave	Member

<b>Risk Management Committee</b>	<b>Position</b>
Mr. Satya Sreenivas Neerukonda	Chairman
Mr. Sanjay Dave	Member
Ms. Harita Vasireddi	Member
Mr. Harriman Vungal	Member
Dr. Upendra Bhatnagar	Member
Mr. Srinivas Prathipati	Member
Mr. Siva Rama Krishna Kambhampati	Member

#### Disclosure by Directors

None of the Directors of the Company are disqualified as per the provisions of Section 164(2) of the Companies Act, 2013. Directors have made necessary disclosures to this effect as required under the Companies Act, 2013. Further, the Company has obtained Certificate pursuant to Regulation 34(3) and Schedule of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 from M/s D Hanumanta Raju & Co., Practicing Company Secretaries, Secretarial Auditors and attached

the same to this report.

#### c) Appointment/ Re-appointment

The Board of Directors in their meeting held on 28<sup>th</sup> April 2025, on recommendation of Nomination and Remuneration Committee has re-appointed Dr. Yadagiri R Pendri (DIN:01966100) as an independent director not liable to retire by rotation, for the second and final term of five years commencing from 10<sup>th</sup> August 2025 to 09<sup>th</sup> August 2030, subject to the approval of the shareholders in ensuring Annual General Meeting.

#### d) Changes in the Key Managerial Personnel and their terms and conditions of appointment

Dr. S P Vasireddi, Executive Chairman, Ms. Harita Vasireddi, Managing Director, Mr. Harriman Vungal, Executive Director – Operations, Mr. Satya Sreenivas Neerukonda, Executive Director, Mr. Siva Rama Krishna Kambhampati, Chief Financial Officer and Ms. Sujani Vasireddi, Company Secretary are Key Managerial Personnel of the Company within the meaning of Section(s) 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

During the year under review, Mr. Rama Narahai Naidu Dodda resigned from the position of Chief Financial Officer w.e.f., 10<sup>th</sup> December 2024 and Mr. Siva Rama Krishna Kambhampati was appointed as Chief Financial Officer w.e.f., 06<sup>th</sup> March 2025.

The Board of Directors on recommendation of Nomination and Remuneration Committee and Audit Committee at their meeting held on 28<sup>th</sup> April 2025, has approved revision in remuneration of Executive Directors i.e., Managing Director and Whole-time Directors (excluding Executive Chairperson) subject to the approval of the shareholders at the ensuing Annual General Meeting. The resolutions related to the revision in remuneration are being placed at the AGM along with the necessary details.

Apart from the aforementioned appointment, resignation and revision in remuneration, there have been no other changes in the Key Managerial Personnel during the financial year under review.

#### e) Declaration by Independent Directors

As per the requirement of Section 149(7) of the Act, all the Independent Directors of the Company have submitted their respective declarations that they fulfil the criteria of independence under Section 149 of the Act, read with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

- g) It is hereby declared that in the opinion of the Board, each independent director appointed is a person of integrity and possesses all the relevant expertise and experience (including proficiency). The Company has imparted necessary familiarization programme to the independent director.
- h) During the year under review, no new Independent Director was appointed.

## **26 POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

Based on the recommendation of Nomination & Remuneration Committee, the Board of Directors approved and adopted a Policy for selection, appointment and remuneration of Directors, Key Managerial Personnel and other employees of the Company as required under Section 178(3) of the Act.

The Nomination and Remuneration Policy and Board Diversity Policy is set out as **Annexure VII**, and the same can be accessed at <https://vimta.com/wp-content/uploads/Nomination-Remuneration-Policy.pdf> and <https://vimta.com/wp-content/uploads/Board-Diversity-Policy.pdf>

## **27 HUMAN RESOURCES**

Our success depends on the collective performance, contribution and expertise of our senior management team and several key personnel throughout our organization, including scientific, technical, administrative, and other business enabling functions such as business development. With an employee base of **1,315**, the company leverages the diverse and abundant skills and domain expertise to build a scientifically strong and quality driven organization. Vimta believes that its Human Resources is the key to achieve business growth. Thus, to ensure employee satisfaction, the Company offers a safe, conducive, and productive environment. Endeavours are continuous to attract new talent and ensure the retention of existing employees. To establish a strong, connect with employees, several employee engagement initiatives are undertaken. Training and skill development programs are continuously delivered to promote a learning culture. Special skill development and training programs are conducted for identified special talent pool. Keeping pace with technological advancements, more and more HR processes are digitalised with substantial investments. The employees are sufficiently empowered and company believes that such work environment propels the team to achieve higher levels of performance. The unflinching commitment of its employees is the driving force behind the Company's profitable growth. Your Company appreciates the spirit and the contributions of its dedicated employees.

## **28 PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All the contracts/ arrangements/ transactions entered by the Company during the year under review with related parties were in the ordinary course of business and at arm's length basis. The particulars of such contracts or arrangements with related parties, pursuant to the provisions of Section 134(3)(h) of the Companies Act, 2013 and Rule 8 of the Companies (Accounts) Rules, 2014, in the prescribed form AOC-2 is enclosed as **Annexure VIII** to this report.

The policy on materiality of related party transactions and on dealing with the related party transactions is uploaded on the website of the Company, which can be accessed at <https://vimta.com/wp-content/uploads/4.Related-Party-Transaction-Policy-V2.pdf>

All the related party transactions are placed before the Audit Committee and also before the Board for their respective approval. Omnibus approval of the Audit Committee is obtained as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the transactions which can be foreseen and are repetitive in nature. The Company has developed a Policy on Related Party Transactions including the latest amendments thereof for the purpose of identification and monitoring of such transactions.

## **29 CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014, is enclosed as **Annexure IX** to this report.

## **30 RISK MANAGEMENT POLICY**

During the year under review, the Risk Management Committee was constituted by the Board of Directors at its meeting held on 24<sup>th</sup> January 2025. The Committee is responsible for overseeing the implementation and effectiveness of the Company's Risk Management Policy, including the identification of key risks, assessment of their potential impact and the formulation of appropriate mitigation strategies. The Board and management support this framework, ensuring that significant risks are regularly reviewed and addressed. Details of the identified risks and the corresponding management perceptions are provided in the Management Discussion and Analysis Report.

## **31 ANNUAL EVALUATION OF BOARD PERFORMANCE AND PERFORMANCE OF ITS COMMITTEES AND OF DIRECTORS**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure



Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own, that of its committees and individual directors.

A structured evaluation is performed 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 aspects.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. All the evaluations had satisfactory outcomes.

**32 CODE OF CONDUCT FOR BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL**

The Company has a comprehensive Code of Conduct (the Code) in place pursuant to Regulation 17(5) of Listing Regulations, applicable to all the senior management personnel and Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code covers duties of Independent Directors and also gives guidance needed for ethical conduct of business and compliance of law. Further, a policy on obligation of Directors and senior management personnel for disclosure of committee positions and commercial transactions pursuant to Regulation 26(2), (5) and (6) of Listing Regulation is in place. All the Directors and senior management confirmed the compliance to the code of conduct. Declaration on compliance with Code of Conduct is annexed as **Annexure X** to the Corporate Governance Report.

**33 PREVENTION OF INSIDER TRADING**

Pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018, the Company has adopted and complied to the Code of Internal Procedures and Conduct for Regulating, monitoring and reporting of trading by designated persons and their immediate relatives along with Code of Fair Disclosures.

**34 PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE**

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The company formed a committee to attend to the complaints and monitor implementation of the above Act. During the financial year ended 31<sup>st</sup> March 2025, the company has not received any complaints from employees regarding sexual harassment. The number of complaints filed, disposed of and pending as of the financial year under review is zero (0).

**35 VIGIL MECHANISM/ WHISTLE BLOWER POLICY**

The Company has a Whistle Blower Policy in place, framed to deal with instances of fraud and mismanagement, if any in the Company. The Policy provides for adequate safeguards against victimization of employees who avail the mechanism and also provides for direct access to the Chairman of the Audit Committee. The details of the Policy are explained in the Corporate Governance Report and also posted on the website of the Company, which can be accessed at <https://vimta.com/wp-content/uploads/Whistle-Blower-Policy.pdf>

**36 INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

A robust internal control mechanism is a prerequisite to ensure that an organisation functions ethically, complies with all legal and regulatory requirements and observes the generally accepted principles of good governance.

Your Company has adequate internal control systems for business processes, efficiency in its operations, and compliance with all the applicable laws and regulations. Regular internal checks and audits ensure that the responsibilities are being effectively executed. In-depth review of internal controls, accounting procedures and policies of Company is conducted. Your Company has adopted adequate internal controls and audit system commensurate with its size and nature of business. Internal financial control with reference to financial statement is adhered.

Internal audit is carried on a quarterly basis. The Internal Audit report directly to the Audit Committee of the Board, which ensures process independence. The Audit Committee reviews the adequacy and efficacy of the internal controls, as well as the effectiveness of the risk management process across the Company. After reviewing the findings and suggestions, the Audit Committee directs the respective departments through Board to implement the same.

**37 CASH FLOW STATEMENT**

In due compliance of the Listing Regulations and in accordance with the requirements prescribed by SEBI, the cash flow statement prepared and is appended to this Annual Report.

**38 ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The company has adequate internal financial controls with reference to the financial statements in place and the same were operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the Internal, Statutory and Secretarial Auditors and the reviews performed by the Management and the relevant Board Committees,

including the Audit Committee, the Board believes that the Company's internal financial controls with reference to the financial statements were adequate and effective during the year ended 31<sup>st</sup> March 2025.

**39 PROCEEDINGS UNDER THE INSOLVENCY & BANKRUPTCY CODE, 2016 (31 OF 2016)**

During the year, the company has not made any applications under the Insolvency and Bankruptcy Code, 2016, nor any proceeding is pending under the said code.

**40 BORROWINGS**

During the year under review, the company has not approached its Bankers/Financial Institutions for one time settlement in respect of its borrowings. Accordingly, no valuation was done during the year under review.

**41 BUSINESS TRANSFER AGREEMENT**

During the year under review, your company has entered into Business Transfer Agreement ("BTA") on 30<sup>th</sup> August 2024 with Thyrocare Technologies Limited ("Thyrocare") for transferring and selling diagnostic and pathological services business as a going concern basis. The said transaction was completed on 11<sup>th</sup> October 2024 and the Company cease to render diagnostic and pathological services w.e.f., 11<sup>th</sup> October 2024.

**42 MATERIAL CHANGES**

No material changes have occurred subsequent to the end of the financial year of the Company to which the financial statements relate and till the date of the report, that have an impact on the financial position of the Company.

**43 PARTICULARS OF SIGNIFICANT/MATERIAL ORDERS PASSED, IF ANY**

During the year under review, there were no significant and material orders passed by any Regulator or Court or Tribunals which would impact the going concern status of the Company's operations in future.

**44 GREEN INITIATIVE IN CORPORATE GOVERNANCE**

The Ministry of Corporate Affairs (MCA) has taken a green initiative in Corporate Governance by allowing paperless compliances by the Companies and permitted the service of Annual Reports and documents to the shareholders through electronic mode subject to certain conditions. Members who have not yet registered their email addresses are requested to register the same with their Depositories in case the shares are held by them in electronic form and with Company's Registrars and Transfer Agents, CIL Securities Limited, in case the shares are held by them in physical form.

**45 ACKNOWLEDGEMENTS**

The Directors record their deep appreciation for the contributions made by the employees at all levels, for their sincerity, hard work, solidarity, and dedicated support to the Company during the year. The Directors also wish to place on record their gratitude to shareholders, customers, vendors, consultants, bankers, and all other stakeholders for their continued support to the Company.

Date: 28<sup>th</sup> April 2025

Place: Hyderabad

For and on behalf of the Board

**Dr. Sivalinga Prasad Vasireddi**

Executive Chairman

(DIN:00242288)



## Annexure - I

### Annual Report on Corporate Social Responsibility as per Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014

#### 1) Brief outline on CSR Policy of the Company:

Vimta believes that CSR plays an important role in an organization's existence and sustained growth. In line with this, Vimta will be carrying out CSR activities aimed at creating a more sustainable and equitable way of life for the underprivileged sections of society. CSR programmes, projects and activities are independent from the normal business activities of Vimta. The core areas of Vimta's CSR activities are:

- Health care including preventive health care to the economically weaker sections and differently abled people of weaker sections.
- Supporting Eradication of extreme hunger and poverty.
- Promotion of education.
- Combating human immuno-deficiency virus, acquired immuno-deficiency syndrome, malaria and other diseases.
- Environmental sustainability.
- Social business projects.
- Providing midday meals to the children at government schools.
- Providing drinking water to weaker sections and to the children at government schools.
- Providing/developing necessary infrastructure at government schools including providing of books, dress material, etc.
- Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government or the State Governments for social economic development and relief and funds for the welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes minorities and women.

#### 2) Composition and Meetings 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	Ms. Harita Vasireddi	Chairperson/ Managing Director	3	3
2	Mr. Harriman Vungal	Member/ Executive Director – Operations		
3	Mr. Sanjay Dave	Member/Non-Executive Independent Director		

3) Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company <https://vimta.com/corporate-social-responsibility-2/>

4) Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules,2014: Not Applicable

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

(₹ In millions)

Particulars	For the Financial year ended 31 <sup>st</sup> March			Amount available for set-off from preceding financial years (in ₹)	Amount required to be setoff for the financial year, if any (in ₹)
	2024	2023	2022		
Net Profit	521.22	660.84	561.09		
Average Net profit for the preceding three financial years	581.05			Nil	Nil

- b) Two percent of average net profit of the company as per sub-section (5) of Section 135 : ₹ 1,16,21,028/-
- c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. : Nil
- d) Amount required to be set off for the financial year, if any : Nil
- e) Total CSR obligation for the financial year [(b)+(c)-(d)] : ₹ 1,16,21,028/-

Annexure - I contd.,

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

Sl. No.	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 ₹)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
			State	District			Name	CSR registration number
1	Promoting education, including special education and employment enhancing vocation skill especially among children, women, elderly and the differently abled and livelihood enhancement projects	Yes	Andhra Pradesh	Krishna	20,00,000/-	No	Vidya Bharathi	CSR00023955
2	Promoting health care including preventive health care.	Yes	Telangana	Medchal-Malkajgiri	10,00,000/-	No	Narsingh Swain Memorial Trust	CSR00006138
3	Eradicating hunger, poverty and malnutrition	Yes	Telangana	Sanga Reddy	10,00,000/-	No	The Akshaya Patra Foundation	CSR00000286
4	Promoting education, including special education and employment enhancing vocation skill especially among children, women, elderly and the differently abled and livelihood enhancement projects	Yes	Andhra Pradesh	Chittoor	3,00,000/-	No	Venkata Subbareddy Memorial Foundation	CSR00024413
5	Promoting education, including special education and employment enhancing vocation skill especially among children, women, elderly and the differently abled and livelihood enhancement projects	Yes	Telangana	Hyderabad	2,00,000/-	No	Deaf Enabled Foundation	CSR00003268
6	Promoting education, including special education and employment enhancing vocation skill especially among children, women, elderly and the differently abled and livelihood enhancement projects	Yes	Andhra Pradesh	West Godavari	1,00,000/-	No	Wisdom Educational Trust	CSR00072790
7	Promoting education, including special education and employment enhancing vocation skill especially among children, women, elderly and the differently abled and livelihood enhancement projects	Yes	Telangana	Nagarkurnool	5,00,000/-	No	Paravasthu Creative Foundation	CSR00067654
8	Eradicating hunger, poverty and malnutrition	Yes	Andhra Pradesh	Guntur	3,00,000/-	No	Amma Charitable Trust	CSR00019256
9	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water	Yes	New Delhi	New Delhi	2,00,000/-	No	People For Animals	CSR00001927

Sl. No.	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 ₹)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
			State	District			Name	CSR registration number
10	Promoting education, including special education and employment enhancing vocation skill especially among children, women, elderly and the differently abled and livelihood enhancement projects	Yes	Telangana	Hyderabad	8,21,028/-	No	Aashyam Parents Association	CSR00036064
11	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Yes	Telangana	Hyderabad	2,00,000/-	No	Andhra Mahila Sabha	CSR00016213
12	Disaster management, including relief, rehabilitation and reconstruction activities.	Yes	Andhra Pradesh	* Districts of Andhra Pradesh	30,00,000/-	No	Smart Andhra Pradesh Foundation	CSR00008366
13	Disaster management, including relief, rehabilitation and reconstruction activities.	Yes	Telangana	* Districts of Telangana	20,00,000/-	No	TG Disaster Management	NA

Note: \* w.r.t., point no.12 & 13, districts refer to the areas affected by floods.

(b) Amount spent in Administrative Overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: Not applicable

(d) Total amount spent for the Financial Year: ₹ 1,16,21,028/-

(e) CSR Amount spent or unspent for the financial year :

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)			
	Total Amount transferred to Unspent CSR Account as per sub Section (6) of Section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub Section (5) Section 135.	
	Amount	Date of transfer	Name of the Fund	Amount
₹ 1,16,21,028/-	Nil	NA	NA	Nil

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

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per sub-section (5) of Section 135	1,16,21,028/-
(ii)	Total amount spent for the Financial Year	1,16,21,028/-
(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



## Annexure - I contd.,

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

(1)	(2)	(3)	(4)	(5)	(6)			(7)	(8)
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Amount Spent in the reporting Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of Section 135, if any			Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Name of the Fund	Amount (in ₹)	Date of transfer		
1	FY-2023-24	-	-	-	-	-	-	-	-
2	FY-2022-23	-	-	-	-	-	-	-	-
3	FY-2021-22	-	-	-	-	-	-	-	-

8) Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year (Yes/No) : **No**

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

Details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Not applicable

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount (CSR amount spent)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
Not applicable							

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

**Responsibility Statement:**

The CSR committee of the company hereby confirms that implementation and monitoring of CSR policy is in compliance with CSR objective and policy of the company.

For Vimta Labs Limited

Place: Hyderabad  
Date : 28<sup>th</sup> April 2025

**Harita Vasireddi**  
MD & Committee Chairperson  
DIN: 00242512

**Harriman Vungal**  
ED- Operations  
DIN: 00242621



## Annexure - II

### Disclosures pursuant to Regulation 14 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI form part of the notes to the financial statements provided in this Annual Report.

Sl.No.	Description	Year ended 31 <sup>st</sup> March 2025
1	Date of shareholders' approval	"Vimta Labs Employee Stock Option Plan- 2021", approved on 05 <sup>th</sup> July 2021.
2	Total number of options approved under ESOPs	6,63,234
3	Vesting requirements	The minimum vesting period shall be at least 1 (one) year from the date of Grant Vesting of the options shall take place over three to seven years from the date of Grant
4	Exercise price or pricing formula	₹ 2 - Exercise price per option
5	Maximum term of options granted	10 years
6	Source of shares (primary, secondary or combination)	Primary
7	Variation of terms of options	Nil
8	Method used to account for ESOPs - Intrinsic or fair value	The company has calculated the employee compensation cost using the fair value of the stock options
9	Difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options	Nil
10	The impact of this difference on profits and on EPS of the company on the current year profits (for the year grants)	Nil

#### Details of ESOPs during the financial year

Sl. No.	Description	Year ended 31 <sup>st</sup> March 2025
1	Number of options outstanding at the beginning of the year (un-granted)	2,64,768 Options
2	Number of options granted during the year	85,532 Options in Tranche V; 9,609 Options in Tranche VI; 61,174 Options in Tranche VII, out of the Total Grant of 6,63,234 Options
3	Number of options forfeited/lapsed during the year	1,14,230 Options
4	Number of options vested during the year	54,268 Options
5	Number of options exercised during the year	63,929 Options
6	Number of shares arising as a result of exercise of options	63,929 shares
7	Amount realized by exercise of options (₹)	₹ 1,27,858
8	Loan repaid by the Trust during the year from exercise price received	NA
9	Number of options outstanding at the end of the year (out of total number of options approved under ESOPs)	3,08,539 Options
10	Number of options exercisable at the end of the year (out of total number of options approved under ESOPs)	33,166 Options
11	<b>Weighted-average exercise</b>	

Annexure - II contd.,

Sl. No.	Description	Year ended 31 <sup>st</sup> March 2025	
		Weighted average exercise price (in ₹)	Weighted average Fair value (in ₹)
	Stock Options granted on		
	19.09.2021	2.00	286.12
	11.05.2022	2.00	344.40
	26.10.2022	2.00	400.04
	30.10.2023	2.00	505.39
	17.07.2024	2.00	559.61
	08.11.2024	2.00	581.26
	24.01.2025	2.00	863.62
12	<b>Employee wise details of options granted to</b>		
	a. Key managerial personnel	Narahai Naidu D R (Chief Financial Officer upto 10 <sup>th</sup> December 2024) - Total options granted - 11,119 Options (out of the above grant, 3,669 Options were exercised during the financial year under review).	
	b. Any other employee who receive a grant of options in any one year of option amounting to 5% or more of option granted during the year	Nil	
	c. Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants & conversions) of the Company at the time of grant	Nil	
13	Description of the method and significant assumptions used during the year to estimate the fair value of the options, including the following weighted average information	The Black Scholes option-pricing model was developed for estimating fair value of traded options that have no vesting restrictions and are fully transferable. Since option-pricing models require use of substantive assumptions, changes therein can materially affect fair value of options. The option pricing models do not necessarily provide a reliable measure of fair value of options.	
14	<b>The main assumptions used in the Black Scholes option-pricing model during the year were as follows:</b>		
	(i) Weighted average values of share price	Refer point no. 11	
	(ii) Exercise price	Refer point no.11	
	(iii) Weighted Average Risk free interest rate	6%	
	(iv) Weighted Average expected Life of Options	2.22 years	
	(v) Weighted Average Expected Volatility	54.31%	
	(vi) Weighted average expected dividend	80%	
15	The method used and the assumptions made to incorporate the effects of expected early exercise	Nil	
16	How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility	We have considered the historical price of the company at the stock exchange, where the trading volume is high. The average closing price on weekly basis was taken to calculate the volatility of the shares.	
17	Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition	No	

Place: Hyderabad  
Date: 28<sup>th</sup> April 2025

**Dr. Sivalinga Prasad Vasireddi**  
Executive Chairman  
DIN: 00242288



## Annexure - III

### COMPLIANCE CERTIFICATE

[Pursuant to Regulation 13 of the Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021]

To,  
The Members,  
**Vimta Labs Limited.**

We D.Hanumanta Raju & Co, Company Secretary in practice, have been appointed as the Secretarial Auditor by a resolution passed at its meeting held on 18<sup>th</sup> May, 2024 by the Board of Directors of Vimta Labs Limited (hereinafter referred to as '**the Company**'), having CIN: **L24110TG1990PLC011977** and having its registered office at 141/2 & 142, IDA Phase II, Cherlapally, RR Dist, Hyderabad – 500 051. This certificate is issued under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as '**the Regulations**'), for the year ended 31<sup>st</sup> March, 2025.

#### Management Responsibility:

It is the responsibility of the Management of the Company to implement the Scheme(s) including designing, maintaining records and devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

#### Verification:

The Company has implemented Vimta Labs Employee Stock Option Plan, 2021 viz Employee Stock Option Scheme in accordance with the Regulations and as per the Special Resolution passed by the members at the 31<sup>st</sup> Annual General Meeting of the Company held on Monday, 5<sup>th</sup> July, 2021. Relevantly, during the period under review the Company has allotted 63,929 Equity Shares towards the exercise of the options by the employees to whom Options were granted under Vimta Labs Employee Stock Option Plan, 2021.

For the purpose of verifying the compliance of the Regulations, We have examined the Scheme, Resolutions passed at General Meeting and the meeting of the Board of Directors, ESOP Allotment Committee, Disclosure by the Board of Directors and other relevant documents made available to us and the explanations provided by the Company.

#### Certification:

In our opinion and to the best of our knowledge and according to the verifications as considered necessary and explanations furnished to us by the Company and its Officers, we certify that, the Company has implemented the Vimta Labs Employee Stock Option Plan, 2021, Employee Stock Option Scheme in accordance with the applicable provisions of the Regulations as per the Special Resolution passed by the members at the 31<sup>st</sup> Annual General Meeting of the Company held on Monday, 5<sup>th</sup> July, 2021 and during the period under review, allotted 63,929 Equity Shares towards the exercise of the options by the employees to whom Options were granted under Vimta Labs Employee Stock Option Plan, 2021 by passing resolution at ESOP Allotment Committee.

#### Assumption & Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. Our responsibility is to give certificate based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. 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.
4. This certificate is solely for your information and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

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

**CS DATLA HANUMANTA RAJU**  
PARTNER

Place: Hyderabad  
Date: 28.04.2025

FCS: 4044, CP NO: 1709  
UDIN: F004044G000221085  
PR NO: 6326/2024

## Annexure - IV

**Details of Loans and Guarantees given, Security provided and Investment made by the Company pursuant to Section 186(4) of the Companies Act, 2013:**

**Corporate Guarantee given during the year:**

Name and Address of the person or body corporate to whom the guarantee is given	Amount (in millions)
Nil	

**Loans given during the year:**

Name and Address of the person or body corporate to whom it is made or given	Amount (in millions)
Nil	

**Investment made during the year:**

Name and Address of the person or body corporate in which the investment is made	Amount (in millions)
Nil	

The company has not provided security to any person/body corporate during the year.

Place : Hyderabad  
Date : 28<sup>th</sup> April 2025

**Dr Sivalinga Prasad Vasireddi**  
Executive Chairman  
(DIN:00242288)

## Annexure - V

### Details pertaining to Employees as required under Section 197(12) of the Companies Act, 2013.

Statement of Particulars of Employees Pursuant to provisions of Section 197(12) of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

Sl. No	Name	Designation	Gross Remuneration*	Nature of Employment	Qualification	** Date of Joining	Age	Experience	% of Equity Shares held	Whether relative of Director	Name of relative Director	Previous Employment
1	Dr. S P Vasireddi	Executive Chairman	1,80,00,000	Contractual	Ph.D in Chemistry	16.11.1990	76	47 years	11.69%	Yes	Harita Vasireddi	Promoter
2	Ms. Harita Vasireddi	Managing Director	1,20,00,000	Contractual	B.Pharm, MBA	26.10.2002	50	27 years	0.76%	Yes	Dr. Sivalinga Prasad Vasireddi	Vimta Rostest Private Limited. Hyderabad, India
3	Mr. Harriman Vungal	Executive Director - Operations	1,20,00,000	Contractual	D.Tech	16.11.1990	73	46 years	7.97%	No	-	Promoter
4	Mr. Satya Sreenivas Neerukonda	Executive Director	1,20,00,000	Contractual	B.Pharm, MBA	14.07.2019	49	25 years	Nil	No	-	Impac Medical Systems, Mountain View, CA, USA

\*Gross Remuneration does not include Contributions to Funds, Perquisites, Allowances, Perks and Commission.

\*\* The date of joining is as recorded as per the Corporate Governance report submitted to Stock Exchanges on quarterly basis.

In accordance with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, details of the top ten employees of the Company who were employed throughout the financial year 2024-25 are available. Any Member interested in obtaining this information may request the same by writing to the Company Secretary at [shares@vimta.com](mailto:shares@vimta.com).

Place : Hyderabad  
Date : 28<sup>th</sup> April 2025

**Dr Sivalinga Prasad Vasireddi**  
Executive Chairman  
(DIN:00242288)



## Annexure - V contd.,

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2024-25, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2024-25, and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sl. No.	Name of Director/ KMP and Designation	Ratio of the remuneration paid to Directors to the median remuneration of the employee excluding managerial remuneration (#)	Percentage increase in remuneration during the year	Comparison of remuneration against performance of the Company	
				Remuneration paid (in Millions)	Performance of the Company for the year (Net Profit ₹ in Millions)
1	Dr. S P Vasireddi Executive Chairman w.e.f. 01 <sup>st</sup> July 2023	53 : 1	-	20.16	667.55
2	Harita Vasireddi Managing Director	35 : 1	-	13.44	667.55
3	Vungal Harriman Executive Director-Operations	35 : 1	-	13.44	667.55
4	Satya Sreenivas Neerukonda Executive Director	35 : 1	-	13.44	667.55
5	Y Prameela Rani Independent Director	NA	NA	NA	NA
6	Gutta Purnachandra Rao Independent Director	NA	NA	NA	NA
7	Sanjay Dave Independent Director	NA	NA	NA	NA
8	Dr. Yadagiri R Pendri Independent Director	NA	NA	NA	NA
9	D R Narahai Naidu (upto 10 <sup>th</sup> December, 2024) Chief Financial Officer	14 : 1	21%	5.19	667.55
10	Siva Rama Krishna Kambhampati (w.e.f., 06 <sup>th</sup> March, 2025) Chief Financial Officer	15 : 1	NA	0.36	667.55
11	Sujani Vasireddi Company Secretary	12 : 1	25%	4.50	667.55

# Median working is on monthly CTC.

- There was no variable component (except commission on profits) of remuneration availed by the Directors.
- The remuneration paid to the Key Managerial Personnel was as per the remuneration policy of the Company.
- There were 1,315 employees on the rolls of the Company as on 31<sup>st</sup> March 2025.
- The percentage increase in the median remuneration of employees in the financial year was 6.51%.
- The average increase in the salaries/remuneration of the employees during the year was 7.7%.
- We herewith affirm that the remuneration is as per the remuneration policy of the Company.

Place : Hyderabad  
Date : 28<sup>th</sup> April 2025

**Dr Sivalinga Prasad Vasireddi**  
Executive Chairman  
(DIN:00242288)



## Annexure - VI

### Form No. MR-3

#### SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2025

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014].

To  
The Members,  
**VIMTA LABS LIMITED**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **VIMTA LABS LIMITED** having CIN: **L24110TG1990PLC011977** and having registered office at 141/2 & 142, IDA Phase II, Cherlapally, RR Dist, Hyderabad – 500 051 (hereinafter called the “**Company**”). Secretarial Audit was conducted in accordance with the guidance note issued by the Institute of Company Secretaries of India and in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information, confirmations, clarifications provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> 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<sup>st</sup> March, 2025, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings - **(Not applicable to the company during the period under review)**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **(Not applicable to the company during the period under review)**;
  - (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - (e) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (f) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **(Not applicable to the company during the period under review)**;
  - (g) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **(Not applicable to the company during the period under review)**; and
  - (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (vi) Other laws **specifically** applicable to the Company as amended from time to time as per the representations made by management include:
  - A. The Drugs and Cosmetic Act, 1940
  - B. Narcotic Drugs and Psychotropic Substances Act, 1985 and Narcotic Drugs and Psychotropic Substances (Regulation of Controlled Substances) Order, 2013
  - C. Good Laboratory Practices as laid down in Schedule L-1 of Drugs and Cosmetic Rules, 1945

## Annexure - VI contd.,

- D. Food Safety and Standards Act, 2006
- E. The Pathology and Laboratory Act, 2007
- F. Bio-Medical Waste (Management and Handling) Rules, 1998
- G. Hazardous Waste (Management, Handling and Transboundary Movement) Rules, 2008
- H. The Manufacture, Storage and Import of Hazardous Chemicals Rules, 1989
- I. Explosives Act, 1884 read with Gas Cylinder Rules, 2004
- J. Selection, installation and maintenance of First-aid Fire Extinguishers – Code of Practice

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

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

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

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There are no changes in the composition of the Board of Directors during the period under review.

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

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

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

**We further report that during the period under review,**

- the Company has allotted 63,929 equity shares upon conversion of stock options which were granted under 'Vimta Labs Employee Stock Option Plan 2021' and necessary listing / trading approvals were received from National Stock Exchange of India Limited and BSE Limited.
- The Board of Directors of Vimta Labs Limited and Emtac Laboratories Private Limited, which is a wholly owned subsidiary of Vimta Labs Limited have considered the proposal of Amalgamation of the two Companies at their meetings held on 30<sup>th</sup> March 2024, and approved the Scheme of Amalgamation under the provisions of Section 230 to 232 of the Companies Act, 2013 subject to necessary statutory and regulatory approvals under the applicable laws including approval from jurisdictional National Company Law Tribunal. The Company has received approval from the Hon'ble National Company Law Tribunal vide order No.24/230/HDB/2024 dated 23.01.2025 which was filed with Registrar of Companies, Hyderabad and the Scheme of Amalgamation is effective from 19.02.2025 with an appointed date of 01.04.2024.

**Place: Hyderabad**  
**Date: 28.04.2025**

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

**CS DATLA HANUMANTA RAJU**  
**PARTNER**  
**FCS: 4044, CP NO: 1709**  
**UDIN: F004044G000220931**  
**PR NO: 6326/2024**

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



**Annexure A**  
**(part of Annexure VI)**

To  
The Members,  
**VIMTA LABS LIMITED.**

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**Place: Hyderabad**  
**Date: 28.04.2025**

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

**CS DATLA HANUMANTA RAJU**  
**PARTNER**  
**FCS: 4044, CP NO: 1709**  
**UDIN: F004044G000220931**  
**PR NO: 6326/2024**

## Annexure - VII

### NOMINATION AND REMUNERATION POLICY

#### Introduction

The Company's ("Company" or "Vimta Labs Limited") has adopted this policy on the appointment and remuneration of Directors, Key Managerial Personnel and Senior Management and provides a framework for payment of suitable remuneration to harmonize the aspirations of human resources consistent with the goals of the Company. The nomination and remuneration policy provided herewith is in line with the requirements of Section 178(4) of the Companies Act ("Act") read with rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations") and other applicable laws (hereinafter referred to as "Relevant laws").

#### Objective and purpose of the policy

##### The objectives and purpose of this policy are,

- To evaluate the performance of the members of the Board.
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director.
- To formulate and recommend remuneration principles for the Directors, Key Managerial personnel and other Senior Management of the Company to the Board of Directors.
- To ensure that the level and composition of remuneration is reasonable and sufficient to retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage

#### The committee

The Board has constituted the nomination and remuneration committee of the Board on 10th October, 2014. This is in line with the requirements of Companies Act, 2013 ('the Act') and the listing agreement entered in to with Stock Exchanges.

The Board has authority to reconstitute this committee or desirable amendments from time to time as necessary.

#### Definitions

'Act' means the Companies Act, 2013.

'The Board' means Board of Directors of the Company.

'Directors' means Directors of the Company.

'The Committee' means the nomination and remuneration committee of the Company as constituted or reconstituted by the Board, in accordance with the Act and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

'The Company' means Vimta Labs Limited.

'Independent Director' means a director referred to in Section 149(6) of the Companies Act, 2013 and rules made thereunder

and SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

**Key Managerial Personnel (KMP)** means as defined in Section 2(51) of the Act:

The Managing Director or the Chief Executive Officer and Whole-time Director;

The Company Secretary and

The Chief Financial Officer and

Such other person as defined under the Act from time to time.

'Senior Management' means personnel of the Company who are members of its core management team excluding the Board of Directors. This would include all members of management one level below the Executive Directors, including all functional heads as defined in the Companies Act, 2013

'Other employees' means all the employees other than the Directors, KMPs and the Senior Management Personnel

Remuneration means any money, or its equivalent, given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.

Unless the context otherwise requires, words and expressions used in this policy, and not defined herein but defined in the Companies Act, 2013 and Listing Agreement/ SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 as may be amended from time to time, shall have the same meaning respectively assigned to them therein.

#### Composition of the Committee:

The composition of the Committee is / shall be in compliance with the Act, Rules made there under and the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, as amended from time to time.

#### Role of the Committee:

The Committee shall:

- Formulate the criteria for determining qualifications, positive attributes and independence of a Director;
- Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this Policy;
- Lay down the evaluation criteria for performance evaluation of Independent Director and the Board;
- Recommend to the Board, appointment, remuneration and removal of Director, KMP and Senior Management;
- To devise a Policy on Board diversity.



## Annexure - VII contd.,

### The Policy

This policy is divided into three parts as mentioned below:

Part - A: Covers the matters to be dealt with and to recommend to the Board

Part - B: Covers the appointment and nomination; and

Part - C: Covers remuneration and perquisites etc.

#### Part-A:

The following matters to be dealt with and recommended to the Board by the committee.

#### Structure of the Board

Formulate the criteria determining qualifications, positive attributes and independence of a director and recommending candidates to the Board, when circumstances warrant the appointment of a new director, having regard to the range of skills, experience and expertise, on the Board and who will best complement the Board in order to make appropriate decisions in the best interests of the Company as a whole. The committee is to assist the Board in ensuring that diversity of gender, thought, experience, knowledge and perspective is maintained in the Board nomination process, in accordance with the Board diversity requirements of the Company.

#### Succession plans

Establishing and reviewing Board, KMP and Senior Management's succession plans to ensure and maintain an appropriate balance of skills, experience and expertise.

#### Evaluation of performance

Make recommendations to the Board on appropriate performance criteria for the Directors. Formulate the criteria and framework for evaluation of performance of every Director on the Board of the Company.

Identify ongoing training and education programs for the Board and in particular to the new incumbents, as and when required and to ensure that non-executive Directors are provided with adequate information regarding nature of the business, the industry and their legal responsibilities and duties.

#### Remuneration framework

The committee is responsible for reviewing and making recommendations to the Board on

- (a) Remuneration of the Managing Director, Whole-time Directors and
- (b) The remuneration for KMPs, employees at Senior Management and other employees.

The structure of the remuneration to be made keeping the best

interest of the Company in order to attract and motivate talent to pursue the Company's long-term plans.

#### PART-B

#### Appointment criteria and qualifications

The criteria for the appointment of directors, KMPs and Senior Management employees are as follows:

The committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as director, KMP or Senior Management and recommend to the Board his/ her appointment.

A person to be appointed as Director, KMP or at Senior Management should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.

A person, to be appointed as Director should possess impeccable reputation for integrity, deep expertise and insights in sectors / areas relevant to the Company, ability to contribute to the Company's growth, and complementary skills in relation to the other Board members.

As per regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Appointment of a person on the board of directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

As per Regulation 25(6) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 any vacancy of an Independent Director, as a result of resignation or removal from the board of directors to be filled within three months from the date of such vacancy.

The Company shall not appoint or continue the employment of any person who has attained the age of 70 years as Managing Director / Executive or Whole time Director. Provided that the term of the person holding this position may be extended beyond the age of 70 years with the approval of shareholders by passing a special resolution as per section 196 of Companies Act, 2013

As per regulation 17 (1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy- five years unless a special resolution is passed to that effect.

A whole-time KMP of the Company shall not hold office in more than one company except in it's subsidiary company at the

## Annexure - VII contd.,

same time. However, a whole-time KMP can be appointed as a non-executive director in any Company.

As per regulation 25 (2A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution.

As per regulation 6 (1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Any vacancy in the office of the Compliance Officer shall be filled by the listed entity at the earliest and in any case not later than three months from the date of such vacancy. Provided that the Company shall not fill such vacancy by appointing a person in interim capacity, unless such appointment is made in accordance with the laws applicable in case of a fresh appointment to such office and the obligations under such laws are made applicable to such person.

### Criteria of Independence

The NRC shall assess the independence of Directors at the time of appointment / re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interests or relationships are disclosed by a Director.

The criteria of independence, as per provisions of section 149 of Companies Act, 2013 and regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

An independent director in relation to a company, means a director other than a Managing Director or a whole-time director or a nominee director:

- a) who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience:
- b) who is or was not a promoter of the company or its holding, subsidiary or associate company:
- c) who is not related to promoters or directors in the company, its holding, subsidiary or associate company:
- d) who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year:
- e) none of whose relatives has or had pecuniary relationship or transaction with the company its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount

as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year:

- f) who, neither himself nor any of his relatives holds or has held the position of a Key Managerial Personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company
- g) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm holds together with his relatives two per cent or more of the total voting power of the company; or is a Chief Executive or director, by whatever name called, of any nonprofit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company
- h) shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations, corporate social responsibility or other disciplines related to the Company's business.
- i) shall possess such other qualifications as may be prescribed, from time to time, under the Companies Act, 2013.
- j) who is not less than 21 years of age.

The Independent Directors shall abide by the "Code for Independent Directors" as specified in Schedule IV to the Companies Act, 2013

### Other directorships / committee memberships

The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as directors of the Company. The Committee shall take into account the nature of, and the time involved in a Director's service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.



## Annexure - VII contd.,

As per regulation 17A and 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 165 of Companies Act, 2013 and rules thereto:

- a) A Director shall not serve as Director in more than 20 companies of which not more than 10 shall be Public Limited Companies
- b) A Director shall not serve as an Independent Director in more than 7 Listed Companies and not more than 3 Listed Companies in case he is serving as a Whole-time Director in any Listed Company.
- c) A Director shall not be a member in more than 10 Committees or act as Chairman of more than 5 Committees across all companies in which he holds directorships. For the purpose of considering the limit of the Committees, Audit Committee and Stakeholders' Relationship Committee of all Public Limited Companies, whether listed or not, shall be included and all other companies including Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013 shall be excluded.

### Term /Tenure

#### Chairman, Managing Director / Whole-time Director

The Company shall appoint or re-appoint any person as its Managing Director or Whole-time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of the term.

#### Independent Director

As per the provisions of section 149 of the Companies Act, 2013, An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for reappointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after the expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of an Independent Director, it should be ensured that the number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director, and three listed companies as an Independent Director in case such person is serving as a whole-time (executive) Director of a listed company.

### Removal

Where any of the Director becomes disqualified to be a Director of the Company due to any of the reasons of disqualifications as mentioned in the Companies Act, 2013 and rules made thereunder or under any other applicable Acts, rules and regulations, the committee may recommend to the Board, with reasons recorded in writing the removal of such Director, KMP or Senior Management subject to the provisions and compliance of the said Act, rules and regulations under which such disqualification arises.

### Retirement

The Whole-time Directors, KMP and Senior Management personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Whole-time Directors, KMP and Senior Management personnel in the same position or otherwise, even after attaining the retirement age, for the benefit of the Company subject to such approvals as may be required under the provisions of the Companies Act, 2013.

### PART -C

#### Remuneration of Directors, KMPs and Senior Management

Remuneration to Managing Director; Whole-time Directors:

The remuneration / compensation / commission to Directors will be determined by the committee and recommended to the Board for approval.

The remuneration and commission to be paid to the Managing Director and the Whole-time Directors shall be in accordance with the provisions of the Companies Act, 2013, and the rules made thereunder. Increments to the existing remuneration / compensation structure may be recommended by the committee to the Board which should be within the limits approved by the shareholders.

Where any insurance is taken by the Company on behalf of its Managing Director and / or of its Whole-time Directors for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that, if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

#### Minimum remuneration to Managing Director and Whole-time Directors

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay minimum remuneration to its Managing Director and the Whole-time Directors in accordance with the provisions of Schedule V of the Companies Act, 2013, including any statutory modifications or amendments thereof.

## Annexure - VII contd.,

### Remuneration to Non-executive / Independent Directors

The remuneration payable to each Non-Executive Director is based on the remuneration structure as determined by the Board, and is revised from time to time, depending on individual contribution, the Company's performance, and the provisions of the Companies Act, 2013 and the rules made thereunder. Such remuneration to Non-executive/Independent Directors may be paid within the monetary limits approved by shareholders, subject to the limits not exceeding 1% of the profits of the Company computed as per section 197 of Companies Act, 2013.

### Remuneration of other KMPs and Senior Management

At the time of appointment, the Remuneration Committee shall fix the remuneration and reward structure for other KMPs (i.e., CFO & CS) and Senior Management based on their qualifications and expertise and forward its recommendations to the Board for its approval. The annual increments to these employees to be decided and awarded by the Managing Director based on their performance and Caliber to retain the talent in a competitive environment.

### Remuneration to other employees

Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience, and prevailing remuneration levels for equivalent jobs.

### Eligibility of Employee Stock Option Scheme

A Stock Option Grant made pursuant to the Plan may be Granted only to an individual who, at the time of Grant is a permanent employee of the Company working in India or out of India is a Director of the Company. An employee of a subsidiary, in India or outside India, or a holding company of company. The Committee however is authorized to change the eligibility criteria from time to time, subject to approval of the Board. Each Grant shall be evidenced by a written instrument duly executed by or on behalf of the Company.

Following individuals are not eligible as per regulation 2(i) of definition of Employee under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021:

- An Employee who is a Promoter or belongs to the Promoter Group;
- A Director who either by himself or through his relative(s) or through any body corporate, directly or indirectly holds more than 10% of the outstanding equity Shares of the Company;
- An Independent Director

The Nomination & Remuneration Committee will determine the specific employees or class of employees who will be eligible for award of stock options based on the performance criteria and such other criteria as may be decided.

### Policy review

This policy is framed in the best interest of the Company based on the provisions of the Section 178 of Companies Act, 2013 and rules made thereunder and requirements of Regulation 19 and Schedule II, Part D of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In case of any subsequent changes in the provisions of the Companies Act, 2013 or any other regulations which makes any of the provisions in the policy inconsistent with the Act or regulations, the provisions of the Act or regulations so amended would prevail over the policy, and the provisions in the policy would be modified in due course to make it consistent with the law.

This policy shall be reviewed by the nomination and remuneration committee as and when changes need to be incorporated in the policy due to changes in regulations or as may be felt appropriate by the committee. Any change or modification in the policy as recommended by the committee requires approval of the Board.



## Annexure - VII contd.,

### BOARD DIVERSITY POLICY

Pursuant to Part D(A)(3) of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

#### 1. PURPOSE

The Board Diversity Policy ('the Policy') sets out the approach to diversity in the Board of Vimta Labs Limited (the Company').

Building a Board of diverse and inclusive culture is integral to the success of VIMTA Labs Ltd. Age, gender and professional diversity are areas of strategic focus to the composition of our Board. The Board considers that its diversity, including gender diversity, is a vital asset to the business.

The Company believes that a diverse Board will contribute to the achievements of its vision and strategic objectives, including to:

- Drive business results;
- Make corporate governance more effective;
- Enhance quality and responsible decision making capability;
- Ensure sustainable development; and
- Enhance the reputation of the Company.

Company has approved and adopted this Policy as formulated in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and provisions of the Companies Act, 2013 ("the Act"), at its meeting held on 12<sup>th</sup> May 2022, being the effective date of the Policy.

#### 2. SCOPE

The Policy applies specifically to the Board and excludes diversity in relation to employees of the Company.

#### 3. POLICY STATEMENT

Company recognizes and embraces the benefits of having a diverse Board and sees increasing diversity at Board level as an essential element in achieving a sustainable development and a competitive advantage.

A truly diverse Board will include and make good use of differences in the skills, industry experience and expertise, background, gender and other distinctions among Directors. These differences shall be considered in determining the optimum composition of the Board and when possible, shall be balanced appropriately on need basis.

The Nominations and Remuneration Committee ('the Committee') reviews and assesses Board's composition on behalf of the Board and recommends the appointment of Directors as follows:

- In reviewing Board composition, the Committee will consider the benefits of all aspects of diversity including, but not limited to, those described above, to enable the Board to discharge its duties and responsibilities effectively.
- In identifying suitable candidates for appointment to the Board, the Committee will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board.

#### 4. MEASURABLE OBJECTIVES

The Board shall have an optimum combination of Executive, Non-Executive and Independent directors in accordance with requirements of the Articles of Association of the Company, the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the statutory, regulatory and contractual obligations of the Company.

Selection of candidates will be based on a range of diversity perspectives, including but not limited to gender, age, educational background, professional experience, skills and knowledge. The ultimate decision will be based on merit and contribution that the selected candidates will bring to the Board.

#### 5. MONITORING AND REPORTING

Nomination and Remuneration Committee shall monitor and report compliance to this policy to the Board and ensure compliance with Section 178 of the Companies Act, 2013 read along with applicable rules thereto and Clause 49 under Listing Agreement effective from 1st October, 2014. This committee is (among other things) responsible for:

- Formally assessing the appropriate mix of diversity, skills, experience and expertise required on the Board and assessing the extent to which the required skills are represented on the Board;

## Annexure - VII contd.,

- Making recommendations to the Board in relation to Board succession, including the succession of the Chairman, to maintain an appropriate mix of Diversity, skills, experience and expertise on the Board;
- To recommend to the Board the appointment and removal of Senior Management;
- To recommend to the Board on (i) policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management and (ii) Executive Directors remuneration and incentive and
- Reviewing and reporting to the Board in relation to Board Diversity.

As part of the annual performance evaluation of the effectiveness of the Board, Board Committees and individual Directors, the balance of skills, experience, independence, knowledge and how the Board works together as a unit, and other factors relevant to its effectiveness would be considered.

The Nomination and Remuneration Committee will report to the Board on any initiatives undertaken and progress made by the Committee in relation to Board Diversity and to achieve the measurable objectives.

The Nomination and Remuneration Committee will report annually, in the Corporate Governance Report, on the Board's composition under diversified perspectives, and monitor the implementation of the Policy.

The effective implementation of this policy requires that shareholders are able to judge for themselves whether the Board as constituted is adequately diverse. To this end, Company shall continue to provide sufficient information to shareholders about the size, qualifications and characteristics of each Board Member.

### 6. REVIEW OF THE POLICY

The Committee will review the Policy as may be deemed necessary, discuss any revisions that may be required and recommend the same to the Board for approval.

### 7. DISCLOSURE OF THE POLICY

The Policy will be published on the Company's website for public information. The Policy together with the composition of the Board and the size, qualifications and characteristics of each Board Member will be disclosed in the Corporate Governance Report annually.

### 8. POLICY GOVERNANCE

Approved by: The Board

Responsibility for document management: Managing Director & Company Secretary.

**Dr Sivalinga Prasad Vasireddi**

Executive Chairman  
(DIN:00242288)

Place : Hyderabad  
Date : 28<sup>th</sup> April 2025



## Annexure – VIII

### Form No. AOC-2

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

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

#### 1. Details of contracts or arrangements or transactions not at arm's length basis.

Sl. No.	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	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188
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There were no contracts or arrangements or transactions entered into during the financial year ended 31<sup>st</sup> March 2025, which were not at arm's length basis.

#### 2. A. Details of material contracts or arrangements or transactions at arm's length basis.

Sl. No.	Name of the related party and nature of relationship	Nature of Contracts/ arrangements/ transactions	Duration of Contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value; if any;	Date of approval by the Board/ Shareholders, if any.	Justification For entering into Contract/ Arrangement
1	Mr. Sireesh Chandra Vungal Son of Executive Director– Operations of the Company.	Appointment to office or place of profit: Present capacity as, Vice President- Information Technology Group.	w.e.f., 1 <sup>st</sup> October 2019	Approval given by the Shareholders by Special Resolution to pay not exceeding ₹ 7,00,000/- per month	Shareholders' Approval Dated 27 <sup>th</sup> July 2019	Commensurate with Qualification and experience an amount of ₹ 6,27,612 /- p.m. including Perquisites is being paid within the limits approved by Shareholders.

## Annexure - VIII contd.,

### B. Details of contracts or arrangements or transactions at arm's length basis.

(₹ in millions)

Sl. No.	Name of the related party and nature of relationship	Nature of Contracts/ arrangements/ transactions	Duration of Contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value ; if any;	Date of approval by the Board/ Shareholders, if any.	Justification For entering into Contract/ Arrangement
1	Bloomedha Info Solutions Private Limited  Relative of Managing Director & Chairman of the Company.	IT Services	Ongoing, w.e.f., 18 <sup>th</sup> May 2024	Services received for ₹ 0.42 million during the year	18 <sup>th</sup> May 2024	Commensurate with market
2	Escientia Biopharma Private Limited  Dr. Yadagiri R Pendri is the Director of the Company.	Testing Services	Ongoing, w.e.f., 18 <sup>th</sup> May 2024	Services provided for ₹ 0.11 million during the year.	18 <sup>th</sup> May 2024	Commensurate with market.
3	Escientia Advanced Sciences Private Limited  Dr. Yadagiri R Pendri is the Director of the Company.	Testing Services	Ongoing, w.e.f., 18 <sup>th</sup> May 2024	Services provided for ₹ 4.85 million during the year	18 <sup>th</sup> May 2024	Commensurate with market.
4	Eurofins Analytical Services India Private Limited  Entity holding 10% or more Equity Shares	Testing Services	Ongoing, w.e.f., 18 <sup>th</sup> May 2024	Services received for ₹ 3.36 million during the year	18 <sup>th</sup> May 2024	Commensurate with market.
5	Eurofins DiscoverX Products, LLC  Entity holding 10% or more Equity Shares	Testing Services	Ongoing, w.e.f., 18 <sup>th</sup> May 2024	Services received for ₹ 27.61 million during the year	18 <sup>th</sup> May 2024	Commensurate with market.
6	Avantel Limited  Ms. Harita Vasireddi is the Independent Director of the Company.	IT Services	Ongoing, w.e.f., 18 <sup>th</sup> May 2024	Services provided for ₹ 3.37 million during the year.	18 <sup>th</sup> May 2024	Commensurate with market.



## Annexure - VIII contd.,

Sl. No.	Name of the related party and nature of relationship	Nature of Contracts/ arrangements/ transactions	Duration of Contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value ; if any;	Date of approval by the Board/ Shareholders, if any.	Justification For entering into Contract/ Arrangement
7	Avanti Feeds Limited Ms. Y Prameela Rani is the Independent Director of the Company.	Testing Services	Ongoing, w.e.f., 09 <sup>th</sup> August 2024	Services provided for ₹ 0.40 million during the year	08 <sup>th</sup> November 2024	Commensurate with market.
8	Ms. Praveena Vasireddi Daughter of Executive Chairman of the Company and sister of Managing Director of the Company	Appointment to office or place of profit: Present capacity as: General Manager– Infrastructure Planning & Development.	Ongoing, w.e.f., 28 <sup>th</sup> June 2023	Appointed on a Monthly remuneration not exceeding ₹ 3,50,000/- per month An amount of ₹ 2,64,607/- p.m. Including perquisites is being paid.	28 <sup>th</sup> June 2023	Commensurate with Qualification and experience.
9	Ms. Sudeshna Vungal Daughter of Executive Director– Operations of the Company	Appointment to office or place of profit: Present capacity as: General Manager– Quality Assurance.	w.e.f., 28 <sup>th</sup> June 2023	Appointed on a Monthly remuneration not exceeding ₹ 3,50,000/- per month An amount of ₹ 2,96,987/- p.m. including perquisites is being paid.	28 <sup>th</sup> June 2023	Commensurate with Qualification and experience

Place : Hyderabad  
Date : 28<sup>th</sup> April 2025

**Dr Sivalinga Prasad Vasireddi**  
Executive Chairman  
(DIN:00242288)

## Annexure - IX

### Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

Information on Conservation of Energy, Technology Absorption, Foreign Exchange earnings and outgo (forming part of the Board's Report for the year ended 31<sup>st</sup> March 2025).

#### A. Conservation of energy

The Company is engaged in testing of various products and materials and different types of techno-scientific tests are carried out depending on the nature of material as per required specifications and standards. Testing is performed using different instruments. It may be that a particular material needs to be tested on different instruments for various parameters simultaneously as required by the customer. Most of the test equipment are microprocessor based and draw only requisite power. Power is drawn by different equipment from a common source in the Lab. Besides this, generator and UPS are used as back-up sources.

##### a) Energy Conservation Measures Taken:

Designed and installed an efficient power distribution system to utilize the power at optimum level of requirement;

The Laboratory buildings are designed in such a way that during daytime no artificial lighting is needed in most areas in the labs. Further, energy conservation is effected through replacement of light fixtures with LED lights.

- b) On Siemens Environment Management System (EMS) and Building Management System (BMS), old Air Handling Units are being replaced by energy efficient AHUs.
- c) Impact of the measures in (a) and (b) above for the reduction of energy consumption and consequent impact on the cost of production of goods: The energy consumption is reduced to the barest minimum with the current infrastructure.

- d) Total energy consumption and energy consumption per unit of production: Furnishing of this particular is not applicable to the Company.
- e) Green building certification: The preclinical research building at Life Sciences facility at Genome Valley, Hyderabad of the Company was awarded gold rating by Indian Green Building Council (IGBC). The award testifies to the Company's efforts for reduction of energy consumption, reduced water consumption and limited waste generation. Application is made to IGBC with respect to new buildings constructed.
- f) Capital investment made on energy conservation equipment during the year is ₹ 21.79 million.

#### B. Technology Absorption

The tests/studies are carried out as per the prescribed National/International Standards and Regulations. The Company undertakes contract research projects for the sponsors as per national and international standards, guidelines and regulations such as ISO, ICH, GCP, GLP and cGMP.

#### C. Foreign exchange earnings and outgo

During the financial year, the Company has earned foreign exchange of ₹ 1214.55 Million (previous year ₹ 844.99 Million). The Company's foreign exchange outgo was of ₹ 243.54 Million (previous year ₹ 154.02 Million) on import of capital goods, software, chemicals, consumables & reference standards, travel expenditure, professional charges etc

**Dr Sivalinga Prasad Vasireddi**

Executive Chairman  
(DIN:00242288)

Place : Hyderabad  
Date: 28<sup>th</sup> April 2025



# CORPORATE GOVERNANCE REPORT

[Pursuant to Schedule V (C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations')]

## I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Vimta Labs Limited's ("Vimta" or "the Company") Corporate Governance philosophy stems from the belief that Corporate Governance is a key element in improving efficiency and growth as well as enhancing investor confidence. Company also believes that Corporate Governance goes beyond regulatory requirement, and has laid strong emphasis on transparency, accountability, responsibility, fairness, integrity, consistent value systems and delegation across all of its operations.

## II. BOARD OF DIRECTORS

### i. Composition

The Company's Board has an optimum combination of executive and non-executive Independent Directors. Out of the total strength of the Board, currently four members are Executive and other four members are Non-Executive Independent Directors. The Independent Directors on the Board are senior, competent and highly qualified from different fields. Two of the Board members are Women Directors. Active participation of the Independent Directors does add value in the decision-making process of the Board.

### ii. Attendance and other Directorships

During the year ended 31<sup>st</sup> March 2025, the Board of Directors met five times. These meetings were held on 18<sup>th</sup> May 2024; 17<sup>th</sup> July 2024; 30<sup>th</sup> August 2024; 08<sup>th</sup> November 2024 and 24<sup>th</sup> January 2025 with a gap not exceeding one hundred and twenty days between any two meetings.

The details of the Board of Directors including their attendance at the meetings of Board and Shareholders, directorships / chairmanships / memberships on the Boards/Committees of other Companies and names of the listed entities where the person is a Director and the category of directorship as required under Regulation 34 read with Schedule V of Listing Regulations are as below:

### iii. Particulars of Attendance and other Directorships

Name	Category	No. of Board Meetings		Attendance at the last AGM 18 <sup>th</sup> July 2024	No. of Directorships in other Companies		*Chairmanships / memberships in other Companies		Name of other listed entities where he/she is a director and the category of directorship
		Held	Attended		**Others	Public	Chairmanship	Membership	
Dr. S P Vasireddi	Promoter, Executive Chairman	5	4	Yes	-	-	-	-	-
Ms. Harita Vasireddi	Managing Director	5	5	Yes	-	1	-	1	Avantel Limited - Independent Director
Mr. Harriman Vungal	Promoter & Executive Director – Operations	5	5	Yes	2	-	-	-	-
Mr. Satya Sreenivas Neerukonda	Executive Director	5	5	Yes	-	-	-	-	-
Ms. Y Prameela Rani	Independent Non-Executive Director	5	5	Yes	6	3	5	9	Krishna Institute of Medical Sciences Limited and Avanti Feeds Limited - Independent Director

Name	Category	No. of Board Meetings		Attendance at the last AGM 18 <sup>th</sup> July 2024	No. of Directorships in other Companies		*Chairmanships / memberships in other Companies		Name of other listed entities where he/she is a director and the category of directorship
		Held	Attended		**Others	Public	Chairmanship	Membership	
Mr. Gutta Purnachandra Rao	Independent Non-Executive Director	5	5	Yes	-	-	-	-	-
Mr. Sanjay Dave	Independent Non-Executive Director	5	5	Yes	-	-	-	-	-
Dr. Yadagiri R Pendri	Independent Non-Executive Director	5	5	Yes	3	-	-	-	-

**Notes:**

\*Chairmanships / memberships in other Companies include only in Audit and Stakeholders Relationship committees as required under regulation 26(1)(b) of SEBI (LODR) Regulations, 2015.

\*\*Other Companies includes Section 8 companies, Private Limited Companies and LLPs.

None of the Directors on the Board are a member on more than 10 Committees, and Chairman of more than 5 Committees, across all the companies in which they are Directors. None of the Directors hold office in more than 10 Public Companies, and none of the Directors serve as Independent Director in more than seven listed companies and none of the director hold the Chairman's or Chairperson's position on any other companies Board Composition.

**iv. Disclosure of relationships between Directors inter-se**

- Dr. Sivalinga Prasad Vasireddi, Executive Chairman: Ms. Harita Vasireddi, Managing Director is daughter of Dr. Sivalinga Prasad Vasireddi.
- Ms. Harita Vasireddi, Managing Director: Dr. Sivalinga Prasad Vasireddi, Executive Chairman is father of Ms. Harita Vasireddi.

Except as mentioned above, none of the Directors are related to each other.

**v. Number of Shares and convertible instruments held by Non-Executive Directors:**

None of the Non-Executive Directors of the Company are holding any equity shares or convertible instruments as on 31<sup>st</sup> March 2025.

**vi. Familiarization programmes imparted to Independent Directors:**

Board based on the recommendation of the Nomination and Remuneration Committee conducts familiarization programme for Independent Directors to provide them

an opportunity to familiarize with the Company, its management and its operations so as to gain a clear understanding of their roles and responsibilities in relation to the business of the Company. They have full opportunity to interact with Senior Management personnel and are provided all documents required and sought by them for enabling them to have a good understanding of the Company its various operations and the industry of which it is a part. The initiatives undertaken by the Company in this respect have been disclosed on the website of the Company, which can be accessed at <https://vimta.com/wp-content/uploads/Familiarization-Programmes-imparted-to-Independent-Directors-up-to-2024-2025.pdf>

**vii. List of core skills/expertise/competencies identified for the Board of Directors are as under:**

1. Knowledge of the industry and environment(s) in which the Company is doing business. Ability to assess and manage strategic and operational risks including but not limited to regulatory and legal risks.
2. Ability to communicate expectations and concerns in a constructive manner and develop meaningful interpersonal relationships with other Board members and executive management.
3. Experience and knowledge of Board governance practices. Clear understanding of roles and responsibilities of the Board of a Company and responsibilities as a Director of the Company.
4. Good understanding of financial reporting and the accounting and control practices required to manage financial risks.
5. Technology expertise with knowledge of current and emerging technologies.
6. Commitment to the Company, its culture, values and people; displaying a commitment to the Board and the role individual Directors play in ensuring overall Board effectiveness.



Competency Matrix of Board of Directors as on 31<sup>st</sup> March 2025

Name of the Director	Core Skills/ Expertise/Competency
Dr. Sivalinga Prasad Vasireddi	Founder, visionary leadership, domain expertise in CRO & TIC industries, management & strategy, financial acumen and corporate governance.
Ms. Harita Vasireddi	Business planning, management & strategy delivery, quality management systems, operations management & planning, corporate governance.
Mr. Harriman Vungal	Operational management, planning and general management & regulatory, corporate governance.
Mr. Satya Sreenivas Neerukonda	Business development and Strategy, creative, strong communication and negotiation skills, problem solving skills, corporate governance.
Ms. Y Prameela Rani	Banking, credit management, general management, foreign exchange, strong financial acumen, corporate governance.
Mr. Purnachandra Rao Gutta	Chartered accountant, internal and statutory auditing, incorporation matters, project financing, internal financial controls and MIS, corporate governance.
Mr. Sanjay Dave	Expert on food safety standards, public sector policy, strategy and administration, strong scientific and policy level influence with national and international bodies, corporate governance.
Dr. Yadagiri R Pendri	Science & engineering domain expertise in pharmaceutical manufacturing, pharma industry domain expertise, researcher, strategist, business management & leadership, financial acumen, corporate governance.

viii. Confirmation of Independence

Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, the Independent Directors fulfil the conditions of Independence criteria as specified in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent from the management.

III. DETAILS OF DIRECTORS PROPOSED FOR APPOINTMENT AND REGULARISATION OF APPOINTMENT AT THE ANNUAL GENERAL MEETING

Mr. Satya Sreenivas Neerukonda (DIN 00269814), Executive Director

Mr. Satya Sreenivas Neerukonda, Executive Director shall retire by rotation and being eligible, seeks re-appointment.

Dr. Yadagiri R Pendri (DIN 01966100), Independent Director

The Board of Directors on recommendations of the Nomination and Remuneration Committee has recommended re-appointment of Independent Director for the Second term of 5 year at the ensuing Annual General Meeting.

The complete details and brief profile of both the directors are enclosed to the notice of Annual General Meeting.

IV. COMMITTEES OF THE BOARD

Currently, there are five Board Committees – The Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee. The terms of reference of the Board Committees are determined by the Board from time to time. Meetings of each Board, Committee is convened by the Chairperson of the respective Committees.

The terms of reference, role and composition of these Committees, including the number of meetings held during the financial year and the related attendance is provided below:

i. Audit Committee

a) Terms of Reference

The terms of reference of the Audit Committee are as per the guidelines set out in Regulation 18 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013. The Committee is mainly responsible for:

- Monitoring of the Company’s financial reporting process, disclosure of its financial information and to ensure the correctness & credibility of the financial statements;
- Recommending the appointment, remuneration and terms of appointment of statutory, secretarial, internal and cost auditors of the Company;
- Reviewing with the Management, the quarterly and annual financial statements and auditor’s report thereon before submission to the board for its approval;
- Reviewing and monitoring the auditor’s independence and performance, and effectiveness of audit process;

- Reviewing and providing its recommendations to the board w.r.t., transactions of the Company with related parties;
- Evaluation of internal financial controls and risk management systems;
- Reviewing with the Management, performance of statutory and internal auditors and the adequacy of the internal control systems;
- 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;
- Discussing 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; and
- Reviewing the functioning of the Whistle Blower mechanism.

**b) Composition**

The Committee comprises of three members who are non-executive Independent Directors of the Company. Composition of the Committee: Mr. Purnachandra Rao Gutta is the Chairman, Ms. Prameela Rani Yalamanchili and Mr. Sanjay Dave are members of the Committee for the year under review.

**c) Meetings and Attendance**

During the year ended 31<sup>st</sup> March 2025, the Audit Committee met five times. These meetings were held on 18<sup>th</sup> May 2024; 17<sup>th</sup> July 2024; 30<sup>th</sup> August 2024; 08<sup>th</sup> November 2024 and 24<sup>th</sup> January 2025.

Name of the member	Meetings held	Attendance
Mr. G Purnachandra Rao	5	5
Ms. Y Prameela Rani		
Mr. Sanjay Dave		

All the members of the Audit Committee are financially literate and have expertise in accounting/financial management.

Dr. Yadagiri R Pendri, Independent Director, Dr. Sivalinga Prasad Vasireddi, Executive Chairman, Ms. Harita Vasireddi, Managing Director, Mr. Satya Sreenivas Neerukonda, Executive Director, Mr. Harriman Vungal, Executive Director – Operations, Mr. D.R. Narahai Naidu, Chief Financial Officer (upto 10<sup>th</sup> December 2024), Mr. Siva Rama Krishna Kambhampati, Chief Financial Officer w.e.f., 06<sup>th</sup> March 2025 and Mr. G Srinivasa Rao, Partner of M/s Gattamaneni & Co, Statutory Auditors and Mr. Chaitanya V, Partner of M/s Chaitanya V & Associates, Internal Auditors of the Company are invitees to the meetings of the Audit Committee.

Ms. Sujani Vasireddi, Company Secretary of the Company acts as the Secretary of the said Committee.

**ii. Nomination and Remuneration Committee**

**a) Terms of Reference**

The role of the Committee is to formulate criteria for determining qualifications, positive attributes and independence of an Independent Director and recommend to the Board, a policy relating to the remuneration of the Directors, key managerial personnel and other senior level employees of the Company. The Company Secretary of the Company acts as the Secretary of the said Committee.

**b) Composition**

The Committee comprises of three non-executive Independent Directors. Composition of the Committee: Mr. Sanjay Dave is the Chairman, Mr. G Purnachandra Rao and Ms. Y Prameela Rani are Members of the Committee.

**c) Meetings & Attendance**

During the year ended 31<sup>st</sup> March 2025, the Nomination and Remuneration Committee met four times. These meetings were held on 18<sup>th</sup> May 2024; 17<sup>th</sup> July 2024; 08<sup>th</sup> November 2024 and 24<sup>th</sup> January 2025.

Name of the member	Meetings held	Attendance
Mr. Sanjay Dave	4	4
Mr. G Purnachandra Rao	4	4
Ms. Y Prameela Rani	4	3

Ms. Harita Vasireddi, Managing Director is invitee to the meetings of the Nomination and Remuneration Committee. Ms. Sujani Vasireddi, Company Secretary of the Company acts as the Secretary of the said Committee.

**d) Remuneration Policy**

The Committee has laid down a policy on the Nomination and Remuneration of Directors, key managerial personnel and other employees of the Company at senior level. The said policy is in line with the provisions of Section 178(4) of the Companies Act, 2013 read with rules made thereunder, and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The objectives and purpose of this policy are;

- To formulate the criteria for determining qualifications, positive attributes of a Director, key managerial personnel and other senior level employees of the company and
- To formulate remuneration principles for the Directors, key managerial personnel and other senior level employees of the Company.

**e) Selection of new Directors**

Based on recommendations of the Nomination and



Remuneration Committee, the Board will select new Directors for induction to the Board. Before its recommendations, the committee will carry out the screening and selection process for new Directors.

**f) Performance evaluation mechanism**

It is the responsibility of the Board to monitor and review the board evaluation framework. The nomination and remuneration committee formulates the criteria of performance evaluation procedure of the Directors and the Board as a whole. Each Board member is required to evaluate the effectiveness of the Board in terms of its dynamics and relationships, information flow, decision making, relationship to stakeholders, Company performance, Company strategy and the effectiveness of the whole Board and its various committees. The performance indicators for broadly evaluating the individual/independent Directors are:

- Their ability to contribute and monitor the implications of Company’s corporate governance practice.
- Their ability to contribute by introducing best practices of the industry and to address top-management issues.
- Their active participation in long-term strategic planning.
- Their commitment to the fulfilment of obligations as a Director, fiduciary responsibilities and participation in Board and committee meetings.

**g) Performance Evaluation Criteria for Independent Directors**

The key areas of evaluation of individual Directors, including Independent Directors are knowledge of business, diligence and preparedness, effective interaction with others, constructive contribution to discussion and strategy, concern for stakeholders, attentiveness to the internal control’s mechanism and ethical conduct.

**h) Details of remuneration paid to the Directors during the year**

(₹ In Millions)

Name of the Director	Salary	Commission	Sitting Fee	Total
Dr. Sivalinga Prasad Vasireddi	20.16	2.40	Nil	22.56
Ms. Harita Vasireddi	13.44	3.60	Nil	17.04
Mr. Harriman Vungal	13.44	2.40	Nil	15.84
Mr. Satya Sreenivas Neerukonda	13.44	3.60	Nil	17.04
Ms. Prameela Rani Yalamanchili	Nil	Nil	0.23	0.23
Mr. Purnachandra Rao Gutta	Nil	Nil	0.26	0.26
Mr. Sanjay Dave	Nil	Nil	0.26	0.26
Dr. Yadagiri R Pendri	Nil	Nil	Nil	Nil

**Note:**

1. Salary includes Basic Salary, Contribution to Funds, Perks and Allowances. During the year the whole-time Directors were paid remuneration under the provisions of Schedule V Part II Section II of the Companies Act, 2013 as amended to date.
2. During the Financial Year 2024-25 there are no pecuniary relationships or transactions of the Non- Executive Directors vis-à-vis the Company.
  - No payments were made to Non-Executive/ Independent Directors other than sitting fee as detailed herein above.
  - None of the Independent Directors are holding shares of the Company.
  - Sitting fees for each Committee and Board Meetings viz., ₹ 10,000/- (Rupees Ten Thousand Only) and ₹ 25,000/- (Rupees Twenty-Five Thousand Only) respectively, are paid to Non- Executive Independent Directors.

**iii. Stakeholders’ Relationship Committee**

**a) Terms of Reference**

The terms of reference of the Stakeholders’ Relationship Committee are as under:

1. Redressal of grievances of shareholders.
2. Transfer and transmission of securities;
3. Dealing with complaints related to transfer of shares, non-receipt of declared dividend, non-receipt of Balance Sheet etc.;
4. Issuance of duplicate share certificates (i.e., Letter of Confirmation)
5. Review of dematerialization of shares and related matters; and
6. Performing various functions relating to the interests of shareholders/investors of the Company as may be required under the provisions of the Companies Act, 2013, Listing Regulations/guidelines issued by the SEBI or any other regulatory authority. In order to expedite the process and for effective resolution of grievances/ complaints, the Committee has delegated powers to the Registrar and Share Transfer Agents i.e., M/s. CIL Securities Limited, to redress all complaints/ grievances/ enquiries of the shareholders/investors. It redresses the grievances/ complaints of shareholders/ investors under the supervision of Company Secretary & Compliance Officer of the Company.

**b) Composition**

During the year under review, the committee was reconstituted and the existing committee comprises of two

Non Executive Independent Directors and one Executive Director. Mr. G Purnachandra Rao, Chairman (w.e.f., 09<sup>th</sup> November 2024), Mr. Sanjay Dave and Mr. Satya Sreenivas Neerukonda are the Members of the Committee.

Ms. Y Prameela Rani acted as Chairperson of this committee upto 08<sup>th</sup> November 2024 and Mr. Satya Sreenivas Neerukonda is Member of the Committee from 09<sup>th</sup> November 2024.

**c) Meetings & Attendance**

During the year ended 31<sup>st</sup> March 2025, the Stakeholder Relationship Committee met four times. These meetings were held on 18<sup>th</sup> May 2024; 17<sup>th</sup> July 2024; 08<sup>th</sup> November 2024 and 24<sup>th</sup> January 2025.

Committee Members attendance till 08<sup>th</sup> November 2024.

Name of the member	Meetings held	Attendance
Ms. Y Prameela Rani	3	2
Mr. G Purnachandra Rao	3	3
Mr. Sanjay Dave	3	3

Post change in constitution, Committee Members attendance from 24<sup>th</sup> January 2025

Name of the member	Meetings held	Attendance
Mr. G Purnachandra Rao	1	1
Mr. Sanjay Dave		
Mr. Satya Sreenivas Neerukonda		

Ms. Sujani Vasireddi is the Company Secretary and Compliance Officer of the Company. The Board has authorised her to approve share transfers/transmission/ issue of duplicate shares certificate (i.e., the Letter of Confirmation) and comply with other formalities in relation thereto.

The details of shareholders' complaints received and resolved during the financial year ended 31<sup>st</sup> March 2025 are given in the table below:

Particulars	No. of Complaints
Number of shareholders' complaints received during the Financial Year	Nil
Number of shareholders' complaints resolved to the satisfaction of shareholders during the Financial Year	Nil
Number of pending shareholders' complaints as at 31 <sup>st</sup> March 2025	Nil

The Company is in compliance with the Master Circular on the redressal of investor grievances through the SEBI Complaints Redress System SCORES platform, which was initiated by SEBI for processing investor complaints through centralized web-based redressal system and online redressal of all the shareholders' complaints. There were no outstanding complaints as on 31<sup>st</sup> March 2025.

As mandated by SEBI, the quarterly reconciliation audit of Share Capital, highlighting the reconciliation of total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) vis-à-vis the total issued and listed capital is being carried out by a Practicing Company Secretary. This Audit confirms that the total issued and paid-up capital is in agreement with the total number of shares held in physical and dematerialized form with NSDL and CDSL.

As on 31<sup>st</sup> March 2025, 2,20,60,338 Equity Shares of ₹ 2/- each representing 99.22% of the total no. of shares are in dematerialized form.

**iv. Corporate Social Responsibility (CSR) Committee**

**a) Terms of Reference – Philosophy**

Vimta believes that business enterprises are economic organs of society and to be a truly value adding organization, Vimta should not only deliver quality scientific services but also directly nurture the society and its environment in a scale that is appropriate to its economics. In line with this belief, Vimta carries out CSR activities to build a better, sustainable way of life for the weaker/ needy sections of society. Programmes, projects and activities (collectively known as "CSR Programmes") are independent of the normal business activities of Vimta.

**b) Composition**

The Committee comprises of two Executive Directors and one Non Executive Independent Director. Composition of the Committee: Ms. Harita Vasireddi is the Chairperson, Mr. Harriman Vungal and Mr. Sanjay Dave are the Members of the Committee.

**c) Meetings & Attendance**

During the year ended 31<sup>st</sup> March 2025 the Corporate Social Responsibility Committee met three times. These meetings were held on 17<sup>th</sup> July 2024, 12<sup>th</sup> September 2024 and 11<sup>th</sup> February 2025.

Name of the member	Meetings held	Attendance
Ms. Harita Vasireddi	3	3
Mr. Harriman Vungal		
Mr. Sanjay Dave		



V. Risk Management Committee

During the year under review, the Risk Management Committee was constituted by the Board of Directors in their meeting held on 24<sup>th</sup> January 2025. The Committee is composed of an optimal combination of Non Executive Independent Directors, Executive Directors, Key Managerial Personnel (KMPs), and other business leaders

a) Terms of Reference

- 1. To formulate a detailed risk management policy which shall include:
a. A framework for identification of internal and external risks specifically faced by the Company, 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.

b) Composition

The Committee comprises of one non-executive Independent Director and Three Executive Directors and One KMP and two senior employees. Composition of the Committee: Mr. Satya Sreenivas Neerukonda is the Chairman, Mr. Sanjay Dave, Ms. Harita Vasireddi, Mr. Harriman Vungal, Dr. Upendra Bhatnagar, Mr. Srinivas Prathipati and Mr. Siva Rama Krishna Kambhampati are Members of the Committee.

The Committee was constituted on 24<sup>th</sup> January 2025, and hence, no committee meetings were held during the financial year under review.

VI. SENIOR MANAGEMENT

Particulars of Senior Management including the changes therein since the close of the previous Financial Year till the date of reporting.

Table with 4 columns: Sr. No., Name, Designation, Resignation. Row 1: 1, S. Suresh Kumar, President, w.e.f., 01.02.2025

VII. GENERAL BODY MEETINGS

a) Location and time, of previous three Annual General Meetings:

The previous three Annual General Meetings were held through Video Conference which are deemed to be held at Registered Office of the Company i.e., Plot No. 142, IDA Phase-II, Cherlapally, Hyderabad, Telangana - 500051 as detailed below:

Table with 5 columns: Sl. No., For F/Y, AGM Details, Date, Time. Rows: 1. 2023-24, 34th AGM, 18.07.2024, 10:00 a.m.; 2. 2022-23, 33rd AGM, 28.06.2023, 10:00 a.m.; 3. 2021-22, 32nd AGM, 25.06.2022, 10:00 a.m.

b) Special resolutions passed in the previous three Annual General Meetings:

During the previous AGM held on 18<sup>th</sup> July 2024, no special resolution was passed.

During the 33<sup>rd</sup> AGM held on 28<sup>th</sup> June 2023, passed a special resolution for the approval of the appointment of Dr. S.P. Vasireddi (DIN: 00242288) as Executive Chairman of the Company for a period of 3 years.

During the 32<sup>nd</sup> AGM held on 25<sup>th</sup> June 2022, passed special resolutions for the approval of the re-appointment of Ms. Y. Prameela Rani (DIN: 03270909) as an Independent Director of the Company; approval for payment of remuneration to Ms. Harita Vasireddi (DIN: 00242512), Managing Director of the Company; and approval of the revision of payment of remuneration to Mr. Satya Sreenivas Neerukonda (DIN: 00269814), Executive Director of the Company.

c) Postal Ballot conducted during the year:

No Postal Ballot was conducted during the year 2024-25.

During the previous financial year 2023-24, the following resolutions were approved as special resolutions through postal ballot: re-appointment of Mr. Purnachandra Rao Gutta (DIN: 00876934) as an Independent Director of the Company; re-appointment of Mr. Sanjay Dave (DIN: 08450232) as an Independent Director of the Company; re-appointment of Ms. Harita Vasireddi (DIN: 00242512) as

Managing Director of the Company; re-appointment of Mr. Harriman Vungal (DIN: 00242621) as Executive Director – Operations of the Company; and re-appointment of Mr. Satya Sreenivas Neerukonda (DIN: 00269814) as Executive Director of the Company. The notice for postal ballot dated 31<sup>st</sup> January 2024 was dispatched to the shareholders, and the resolutions were approved by the requisite majority on 26<sup>th</sup> March 2024.

**d) Whether any special resolution is proposed to be conducted through postal ballot:**

No special resolution is proposed to be conducted through postal ballot on or before the ensuing Annual General Meeting.

**VIII. MEANS OF COMMUNICATION**

The quarterly, half-yearly and annual results of the Company were published by the Company in the newspapers within 48 hours from the conclusion of the Board meeting.

Annual reports with audited financial statements are sent to the shareholders through permitted mode.

**a) Newspapers:**

The results have been published by the Company in Financial Express in English version (in all editions), and in Andhra Prabha until 31<sup>st</sup> May 2024, w.e.f., 01<sup>st</sup> June 2024 the company changed vernacular language publication to Nava Telangana.

**b) Analyst/Investor Conference call:**

During the year Analyst/Investor Conference call were held on 21<sup>st</sup> May 2024, 18<sup>th</sup> July 2024 and 08<sup>th</sup> November 2024.

**c) Official news releases:**

The Quarterly results, Shareholding Patterns, Official News releases, analysis and information to investors, etc. are displayed on the company’s website: [www.vimta.com](http://www.vimta.com) as well as on the website of the Stock Exchanges where the shares of the Company are listed.

**d) Presentations made to institutional investors or to the analysts:**

During the year under review, institutional investor meet were held on 29<sup>th</sup> May 2024, 28<sup>th</sup> August 2024, 18<sup>th</sup> December 2024, 13<sup>th</sup> February 2025.

**e) Website:**

The results are displayed on the Company’s website at <https://vimta.com/investors/financial-statements/>

**IX. GENERAL SHAREHOLDER INFORMATION**

The 35<sup>th</sup> Annual General Meeting of the Company will be held on 06<sup>th</sup> June 2025 at 10:00 A.M through Video Conference mode.

- Financial Calendar: 1<sup>st</sup> April 2025 to 31<sup>st</sup> March 2026
- First quarter results: On or before 14<sup>th</sup> August 2025
- Half yearly results: On or before 14<sup>th</sup> November 2025
- Third quarter results: On or before 14<sup>th</sup> February 2026
- Fourth quarter/Annual Results: On or before 30<sup>th</sup> May 2026
- Date of dividend payment: 16<sup>th</sup> June 2025
- Listing on Stock Exchanges:

Name of the Stock Exchange	Security Code/ Symbol	Address
BSE Limited	524394	P J Towers Dalal Street Mumbai - 400 001, India.
National Stock Exchange of India Limited	VIMTALABS	“Exchange Plaza”, Bandra Kurla Complex Bandra (E) Mumbai - 400051, India
The ISIN for both NSDL & CDSL is “INE579C01029”		

The Listing fees for the financial year 2025-26 has been paid to both the above Stock Exchanges.

**a) Distribution of Shareholding**

Shareholding distribution as on 31<sup>st</sup> March 2025

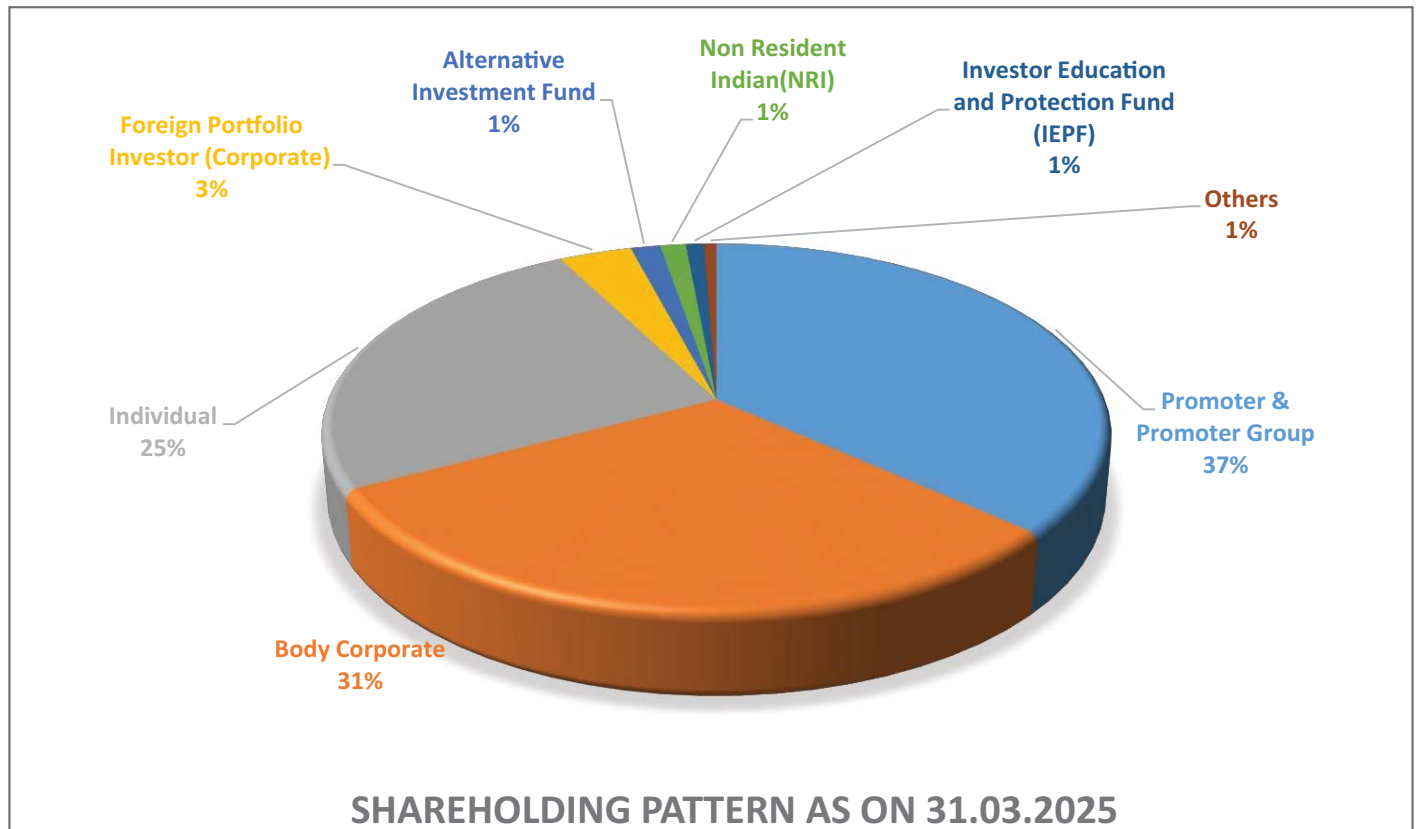
Sl. No.	Nominal value	Amount in ₹	No of Shares	% of Total Capital	No. of Share-holders	% of Total Holders
1	Up to 5000	69,20,770	34,60,385	15.56	25,849	98.72
2	5001 to 10000	11,55,474	5,77,737	2.60	160	0.61
3	10001 to 20000	12,82,420	6,41,210	2.88	85	0.32
4	20001 to 30000	6,49,658	3,24,829	1.46	25	0.10
5	30001 to 40000	6,09,970	3,04,985	1.37	17	0.06
6	40001 to 50000	3,62,760	1,81,380	0.82	8	0.03
7	50001 to 100000	11,99,396	5,99,698	2.70	17	0.06
8	100001 and above	3,22,88,576	1,61,44,288	72.61	22	0.08
<b>TOTAL</b>		<b>4,44,69,024</b>	<b>2,22,34,512</b>	<b>100</b>	<b>26,183</b>	<b>100</b>



Categories of Shareholders as on 31<sup>st</sup> March 2025

Sl. No.	Category of Shareholders	No. of Shares	Percentage
1	Promoter & Promoter Group	81,60,176	36.70
2	Body Corporate	67,91,205	30.54
3	Individual	55,96,429	25.17
4	Foreign Portfolio Investor (Corporate)	7,74,472	3.48
5	Alternative Investment Fund	3,16,186	1.42
6	Non Resident Indian(NRI)	2,70,899	1.22
7	Investor Education and Protection Fund (IEPF)	1,94,714	0.88
8	Individual - Employee	49,764	0.22
9	Foreign Portfolio Investor Individual	40,262	0.18
10	Hindu Undivided Family (HUF)	21,911	0.10
11	Clearing Member	15,419	0.07
12	Financial Institution(FI)	2,500	0.01
13	Trust	309	0.00
14	Mutual Fund	266	0.00
<b>TOTAL</b>		<b>2,22,34,512</b>	<b>100</b>

Figure : Shareholding pattern as on 31<sup>st</sup> March 2025.



**b) Registrar and Share Transfer Agent**

M/s CIL Securities Ltd.  
214, Raghava Ratna Towers, Abids,  
Hyderabad - 500001, India.  
Phone : 040-23203155; Fax : 040-66661267  
E-mail: [rta@cilsecurities.com](mailto:rta@cilsecurities.com)

**c) Share Transfer Systems**

SEBI vide its notification No. SEBI/LAD-NRO/GN/2018/24 dated 08<sup>th</sup> June, 2019 notified that except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository and the rule came into effect from 01<sup>st</sup> April, 2019.

In line with the Securities and Exchange Board of India (SEBI) circular dated January 25, 2022, the issuance of securities in physical form for investor service requests has been discontinued. The circular mandates that all service requests—such as issuance of duplicate securities certificates, claims from the unclaimed suspense account, renewal or exchange of certificates, endorsement, sub-division or splitting of certificates, consolidation of certificates or folios, transmission, and transposition—must now be processed only in dematerialized form. In compliance with this directive, the company has adopted the practice of issuing a Letter of Confirmation in lieu of physical share certificates for all such requests, thereby promoting transparency, ease of transaction, and enhanced security in securities handling.

The Board has delegated the authority for approving Investor Service Requests as mentioned above of the Company's securities to the share transfer sub-committee. A summary of transmission of securities of the Company so approved by the share transfer sub-committee are placed at every Stakeholder's Relationship Committee.

In accordance with the recent amendments to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is no longer required to obtain a certificate from a Practicing Company Secretary under Regulation 40(9), which previously pertained to the verification of transfer of securities in physical form.

**d) Dematerialization of Shares and Liquidity**

The shares of the Company are under compulsory demat trading. The Company has made necessary arrangements with NSDL and CDSL for demat facility, and 99.22% of the Company's Shares are dematerialized as on 31<sup>st</sup> March 2025.

**e) Outstanding GDRs/ADRs/Warrants or Convertible Instruments**

No GDRs/ ADRs/Warrants or Convertible Instruments were issued by the Company.

**f) Commodity price risk or foreign risk and hedging activities**

The Company does not have commodity price risk nor does the Company engage in hedging activities.

**g) Laboratory/ Office Locations**

The Company's Central Laboratory is at Plot 141/2 & 142, IDA, Phase-II, Cherlapally, Hyderabad, Telangana – 500051.

The Company has its Life Sciences Facility at Plot No.5, Neovantage Science & Technology Park, Genome Valley, Shamirpet, Telangana - 500101, India. Following are the cities in which Vimta had its office/laboratories as on 31<sup>st</sup> March 2025:

**Lab Locations:**

- |              |                      |
|--------------|----------------------|
| 1. Ahmedabad | 2. Bengaluru         |
| 3. Nellore   | 4. Navi Mumbai (NFL) |
| 5. Nashik    | 6. Noida             |

**Collection Center**

- |                  |                |          |
|------------------|----------------|----------|
| 1. Visakhapatnam | 2. Bhubaneswar | 3. Kochi |
|------------------|----------------|----------|

**Liaison Office:**

- |               |            |
|---------------|------------|
| 1. Kolkata    | 2. Lucknow |
| 3. Jamshedpur |            |

**h) Address for correspondence and any query on Annual report Vimta Labs Limited**

Plot No.142 IDA, Phase-II, Cherlapally,  
Hyderabad, Telangana – 500051, India  
Phone: 040-27264141  
E-Mail: [shares@vimta.com](mailto:shares@vimta.com)

**i) Transfer of unpaid/unclaimed dividend amounts to Investor Education and Protection Fund (IEPF)**

Members are requested to claim any unclaimed dividends for the financial year 2017–2018 on or before 29<sup>th</sup> September 2025. If the dividend remains unclaimed as of that date, it will be transferred to the Investor Education and Protection Fund (IEPF), in accordance with Section 124(5) of the Companies Act, 2013 and the applicable rules mentioned in the Board's Report.

**j) List of Credit Ratings**

Following is the credit rating obtained by the Company from CARE Ratings Limited as on 29<sup>th</sup> July 2024:

Facilities	Amount (₹ Crore)	Rating	Rating Action
Long Term Bank Facilities	51.62	CARE A; Stable	Reaffirmed
Long Term / Short Term Bank Facilities	34.00	CARE A; Stable / CARE A1	Reaffirmed
Short Term Bank Facilities	1.78	CARE A1	Reaffirmed
<b>Total Bank Facilities</b>	<b>87.40</b>	<b>(Rupees Eighty-Seven Crores Forty Lakhs Only)</b>	



## k) Compliance Certificate

Certificate from M/s D Hanumanta Raju & Co., practicing Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith as **Annexure XI** to the Corporate Governance Report.

## X. DISCLOSURES

### a) Related Party Transactions (RPTs)

The Company has not entered into any materially significant transactions with any related parties that may have potential conflict with the interests of the Company at large. Transactions with related parties at arm's length are being disclosed in the Notes to Accounts forming part of the Annual Report and are transacted after obtaining applicable approval(s), wherever required. The Audit Committee and the Board of Directors of the Company have formulated a revised Policy on dealing with RPTs including Policy on materiality of RPTs which is disclosed on website of the Company. The transactions with any person or entity belonging to the promoter/promoter group which hold(s) 10% or more shareholding in the listed entity are set out in Notes to financial statements.

The policy is also uploaded on the Company's website which can be accessed <https://vimta.com/wp-content/uploads/4.Related-Party-Transaction-Policy-V2.pdf>

### b) Non-Compliances by the Company

During the last three years, there were no strictures or penalties imposed on the Company either by the Stock Exchanges or SEBI, or any other statutory authority for noncompliance of any matter related to capital markets.

### c) Vigil Mechanism and Whistle Blower Policy

The Company is committed to conducting its business ethically and in accordance with applicable laws, rules and regulations. The Company promotes ethical behaviour in its operations and has a Vigil mechanism which is overseen through the Audit Committee. Under the Vigil Mechanism, employees are free to report violations of applicable laws and regulations and the Code of Conduct. During the year under review, no employee was denied access to the Audit Committee and were periodically communicated on the policy and its salient features. The policy on Vigil Mechanism and Whistle Blower Policy have been posted on the website of the Company.

### d) Details of compliance with mandatory requirements on Corporate Governance under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has complied with the mandatory requirements on Corporate Governance under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## e) Subsidiary Companies

As part of our strategic objectives to enhance operational efficiency and strengthen our market position, we are pleased to announce the successful merger of our wholly owned subsidiary, EMTAC Laboratories Private Limited, with Vimta Labs Limited. This merger, approved by the Hon'ble National Company Law Tribunal (NCLT), Hyderabad Bench, under Section 232 of the Companies Act, 2013, was ordered on 23<sup>rd</sup> January 2025, with the signed copy received on 24<sup>th</sup> January 2025. The merger brings notable financial benefits through cost savings and improved synergies by eliminating redundant administrative functions. We have also initiated a comprehensive operational integration plan to ensure seamless service delivery and have complied with all necessary regulatory requirements, including stamp duty and applicable fees.

### f) Loans and advances to the Subsidiary

As on the date of this report, there are no subsidiary or associate companies. Therefore, this provision is not applicable to the Company.

### g) Policy on Material Subsidiary

The Board, at its meeting held on 15<sup>th</sup> June 2020, adopted the Material Subsidiary Policy in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for determining material subsidiaries. The policy is available on the Company's website and the same can be accessed on the link given below:-

<https://vimta.com/wp-content/uploads/Policy-for-Determining-Material-Subsidiaries-1.pdf>

### h) Practicing Company Secretary Certification

A certificate from M/s D. Hanumanta Raju & Co., Practicing Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors by the Securities and Exchange Board of India, the Ministry of Corporate Affairs, or any other statutory authority as on 31<sup>st</sup> March 2025, is annexed as **Annexure XII** to this Report as an integral part thereof.

### i) Statutory Audit Fee

The consolidated fee paid by the Company and its subsidiary, to the statutory auditor for all the services during the Financial Year 2024-25 is ₹ 2.72 million.

### j) Policy On Prevention, Prohibition and Redressal of Sexual Harassment of women at Workplace

Included in Board Report.

### k) Detail of compliance with the corporate governance requirements specified in Regulations 17 to 27 and clause (b) to (i) of sub - regulation (2) of Regulation 46 of SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015

The Company is in compliance with the applicable corporate governance requirements specified in Regulations 17 to 27 and clause (b) to (i) of Regulation 46 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, securities of the Company have not been suspended for trading, at any point of time during the financial year ended 31<sup>st</sup> March 2025.

**l) Disclosures with respect to demat suspense account/unclaimed suspense account**

There are no shares which are lying in demat suspense account/unclaimed suspense account.

**m) Board Procedures**

The Board meets at least once in a quarter to review financial results and the operations of the Company. Further, the Board also meets as and when necessary to address specific issues concerning the business of the Company. The tentative annual calendar of Board Meetings for the ensuing year is decided in advance by the Board. The Board Meetings are governed by a structured agenda. The agenda, detailed explanatory notes and supporting material are circulated in advance, to all the Directors for facilitating effective discussion and decision-making during meetings. The Board has access to any information within the Company which includes the information as specified in Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**n) Independent Directors' Meeting**

In accordance with the provisions of Schedule IV (Code for Independent Directors) of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a meeting of the Independent Directors of the Company was held on 11<sup>th</sup> March 2025.

**o) Agreements Binding Listed Entities**

Company and Promoters of the Company (viz., Dr. S P Vasireddi, Mr. Vungal Harriman and Mr. V. Veerabhadra Prasad) entered into an Investment Agreement with Andhra Pradesh Industrial Development Corporation

(“APIDC”) dated 27<sup>th</sup> June 1991 at the time of Initial Public Offer (IPO) and categorized APIDC as Promoter Body Corporate. The significant terms of the agreement and details are disclosed to stock exchanges on 13<sup>th</sup> August 2023.

**p) Discretionary requirements**

The Company has adopted the following discretionary disclosure requirements on Corporate Governance:

- Information on Shareholders' rights  
All the quarterly, half yearly and annual financial results are placed on the Company's website apart from publishing the same in the Newspapers.
- Modified opinion(s) in audit report  
There are no modified opinions in the Audit Reports.
- Reporting of Internal Auditor  
The Internal Auditors of the Company i.e., M/s Chaitanya V & Associates, Chartered Accountants directly reports to the Audit Committee of the Company.
- Risk Management  
The Company has constituted Risk Management Committee during the financial year under review.

**XI. Managing Director/ CFO Certification**

In compliance with Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a certificate from Managing Director and Chief Financial Officer of the Company to the Board of Directors as specified in Part B of Schedule II of the said regulations is annexed herewith as **Annexure - XIII** to the Corporate Governance Report.

Date: 28<sup>th</sup> April 2025  
Place: Hyderabad

For and on behalf of the Board  
**Dr. Sivalinga Prasad Vasireddi**  
Executive Chairman  
(DIN: 00242288)



## Annexure - X

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

In terms of SEBI (LODR) Regulations, 2015, I hereby confirm that all the Board members and Senior Management Personnel of the Company have affirmed compliance with the respective Code of Conduct, as applicable to them for the year ended 31<sup>st</sup> March, 2025.

for Vimta Labs Limited

**Harita Vasireddi**  
Managing Director  
(00242512)

Date: 28<sup>th</sup> April 2025  
Place: Hyderabad

## Annexure - XI

### CERTIFICATE

To,  
The Members,  
**VIMTA LABS LIMITED.**

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

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 by the Directors, officers and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations.

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 D.HANUMANTA RAJU & CO**  
COMPANY SECRETARIES

**CS DATLA HANUMANTA RAJU**  
PARTNER  
FCS: 4044, CP NO: 1709  
UDIN: F004044G000220975  
PR NO: 6326/2024

Place: Hyderabad  
Date: 28.04.2025



## Annexure - XII

### CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,  
The Members,  
**VIMTA LABS LIMITED.**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **VIMTA LABS LIMITED** having **CIN: L24110TG1990PLC011977** and having registered office at 141/2 & 142, IDA Phase II, Cherlapally, RR District, Hyderabad – 500 051 (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V, Para-C, Sub clause 10(i) of the Securities 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<sup>st</sup> 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.	Dr. Sivalinga Prasad Vasireddi	00242288	01/04/2005
2.	Mrs. Harita Vasireddi	00242512	01/04/2005
3.	Mr. Harriman Vungal	00242621	16/11/1990
4.	Mr. Satya Sreenivas Neerukonda	00269814	14/07/2019
5.	Mrs. Prameela Rani Yalamanchili	03270909	01/12/2017
6.	Mr. Purnachandra Rao Gutta	00876934	11/05/2019
7.	Mr. Sanjay Dave	08450232	11/05/2019
8.	Mr. Yadagiri R Pendri	01966100	10/08/2020

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is only to express an opinion on this as per 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 D.HANUMANTA RAJU & CO**  
**COMPANY SECRETARIES**

**CS DATLA HANUMANTA RAJU**  
**PARTNER**  
**FCS: 4044, CP NO: 1709**  
**UDIN: F004044G000221052**  
**PR NO: 6326/2024**

**Place: Hyderabad**  
**Date: 28.04.2025**

## Annexure - XIII

### MANAGING DIRECTOR /CFO CERTIFICATION

- A. We have reviewed financial statements and cash flow statements for the financial year 2024-25, and that to the best of our knowledge and belief:
1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  2. These statements together present a true and fair view of the Company's affairs and are in compliance with 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 we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting, and deficiencies in the design and operation of such internal controls, if any, of which we are aware, have been disclosed to the Auditors and Audit Committee and steps have been taken to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit committee that during the year:
1. there were no significant changes in internal controls over financial reporting,
  2. there were no significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements, and
  3. we are not aware of any instances of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

**For Vimta Labs Limited**

**Siva Rama Krishna Kambhampati**  
Chief Financial Officer

Date: 28<sup>th</sup> April 2025  
Place: Hyderabad

**Harita Vasireddi**  
Managing Director  
(00242512)



# INDEPENDENT AUDITOR’S REPORT

To the Members of Vimta Labs Limited

Report on the Audit of the Financial Statements

## Opinion

We have audited the accompanying financial statements of Vimta Labs Limited (“the Company”), which comprise the Balance Sheet as at 31 March 2025, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of the Material Accounting Policies and other explanatory information (hereinafter referred to as “the financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

## Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) 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 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made 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 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 financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the Key Audit Matters to be communicated in our report.

S. No	Key Audit Matter	How the matter was addressed in our audit
1	<p><i>Provision for impairment loss in accounts receivables.</i></p> <p><i>The credit loss provision in respect of account receivables represent management’s best estimate of the credit losses incurred on the receivables at the balance sheet date.</i></p> <p><i>We have considered provisioning for credit loss as a key audit matter because of the significance of balance of trade receivables to the balance sheet and because of the the calculation of credit loss provision is a complex area and requires management to make significant assumptions on customer payment behaviour and estimating the level and timing of expected future cash flows.</i></p> <p><i>Refer to Note No.11 to the Financial statements.</i></p>	<p>In view of significance of the matter, we applied the following audit procedures in respect of this area, among others to obtain sufficient appropriate audit evidence:</p> <ul style="list-style-type: none"> <li>Understand and assess the management’s estimate and related policies used in the credit loss analysis.</li> <li>Obtained an understanding of and assessed the design, implementation and operating effectiveness of key controls relating to collection monitoring process, credit control process and estimation of expected credit losses.</li> <li>Reviewed the data flows from source systems to spreadsheet-based models to test their completeness and accuracy.</li> <li>For Expected Credit Loss (ECL) of trade receivables assessed on individual level by the management, examined on a test check basis, the objective evidence relating to the impairment of trade receivables and the key assumptions used in the estimate of the cash shortfalls and reviewed whether amounts have been recovered after the end of reporting period.</li> <li>For samples selected, circularized independent confirmations and where confirmations were not received, performed alternate testing procedures. This includes testing, on sample basis, subsequent collections for the outstanding receivables.</li> </ul>

S. No	Key Audit Matter	How the matter was addressed in our audit
		<ul style="list-style-type: none"> <li>Obtained debtors’ credit information on sample basis to ascertain whether the classification of debtors is in compliance with the company’s policy.</li> <li>Reviewed the management’s ageing analysis based on days past due by examining the original documents (such as invoices and bank deposit advices).</li> <li>Verified the calculation of ECL of each type of trade receivables according to the provision matrix.</li> </ul>

### Information other than the Financial Statements and Auditor’s Report thereon

The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor’s report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Management’s Responsibility for the 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 financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application

of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, 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.

The Board of Directors are responsible for overseeing the Company’s financial reporting process.

### Auditor’s Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with the SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The financial statements dealt with by this Report are in agreement with the relevant books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
- (e) On the basis of the written declarations received from the directors as on 31 March 2025, and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025, from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls with reference to financial statements.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended we report that:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) 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, as detailed in Note No.33 to the financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2025.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2025.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor

Education and Protection Fund by the Company during the year ended 31 March 2025.

- iv.(A) The management has represented that, to the best of its knowledge and belief, as disclosed in Note No.45 to the 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 Note No.45 to the 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 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 that we have 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) above contain any material mis-statement.

- (v) The dividend declared or paid during the year by the company is in compliance with section 123 of the Companies Act, 2013.
- (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. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government in terms of section 143 (11) of the Act, we give in "Annexure-B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For GATTAMANENI & CO.,**  
Chartered Accountants  
(Firm.Regn.No:009303S)

**G. SRINIVASARAO**  
Partner  
(ICAI Ms. No. 210535)  
UDIN: 25210535BMYLI8770

Place: Hyderabad  
Date: 28-04-2025



### Annexure – A to the Independent Auditor's Report

(Referred to in paragraph 1(f) under "Report on Other Legal and Regulatory Requirements" section of our report of even date to the Members of Vimta Labs Limited)

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

We have audited the Internal Financial Controls with reference to financial statements of **VIMTA LABS LIMITED** ("the Company") as of 31 March 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company is responsible for establishing and maintaining Internal Financial Controls based on the internal controls with reference to financial statements 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 ("The Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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.

#### Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an

understanding of internal financial controls with reference to 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

#### Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial controls with reference to 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 financial statements includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) 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 (iii) 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 financial statements

Because of the inherent limitations of internal financial controls with reference to 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 over financial reporting to future periods are subject to the risk that the internal financial controls with reference to 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2025, based on the internal controls with reference to financial statements criteria established by the Company considering the essential components of Internal Financial Controls stated in the Guidance Note.

**For GATTAMANENI & CO.**  
Chartered Accountants  
(Firm Regn. No.009303S)

**G.SRINIVASARAO**  
Partner

Place: Hyderabad  
Date: 28-04-2025

(ICAI Ms. No.210535)  
UDIN: 25210535BMYLI8770



## Annexure – B to Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the Members of Vimta Labs Limited)

### Statement on the matters specified in Paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2020 ("CARO")

Based on the audit procedure performed for the purpose of reporting a true and fair view on the financial statements of Vimta Labs Limited ("*the company*") and taking into consideration the information and explanations given to us and the books of account and other records examined by us in a normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of its intangible assets.
- (b) The company's Property, Plant and Equipment have been physically verified by the management at reasonable intervals as per a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. The company has reported that no material discrepancies were noticed on such verification made during the year.
- (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) disclosed in the financial statements are held in the name of the company as at the balance sheet date.
- (d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) We have not noticed nor have we been informed of initiating any proceedings or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- (ii) (a) The company's inventory has been physically verified by the management at reasonable intervals and in our opinion, the coverage and procedures of such verification is appropriate. No material discrepancies were noticed between the physical stocks and the book stocks on such verification made during the year.
- (b) During the year, in respect of the working capital limits sanctioned in excess of five crore rupees, in aggregate, by the Banks on the basis of security of current assets, the quarterly returns / statements filed by the company with such Banks are in agreement with the Books of account of the company.
- (iii) The Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties during the year and accordingly paragraph 3(iii) of the Order is not applicable, at present.
- (iv) The company has complied with the provisions of section 186 of the Act in respect of loans given, guarantee stood and investments made. The company has not entered into any transaction covered under section 185 of the Act.
- (v) The Company has not accepted deposits or amounts which are deemed to be deposits during the year. Hence, compliance with the directives issued by the RBI and the relevant provisions of Companies Act and the Rules made thereunder is not applicable.
- (vi) Maintenance of Cost records has been specified by the Central Government U/s.148(1) of the Act for this company and the prescribed accounts and records have been made and maintained by the company. However, we have not conducted any audit of the same.
- (vii) (a) The company has generally been regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.  
There were no undisputed amounts in respect of the above statutory dues as at 31 March 2025 outstanding for a period of more than six months from the date they became payable.

- (b) There were no material dues referred to in sub-clause (a) except Provident Fund and Goods and Service Tax dues, which have not been deposited on account of any dispute. Dues of Provident Fund and Goods and Service Tax, which have not been deposited on account of disputes are as under:

Name of the Statue	Nature of the dues	Amount (Rs. In millions)	Period to which the amount relates	Forum where dispute is pending	Amount paid under protest (Rs. In millions)
Employees Provident Fund & Miscellaneous Provisions Act,1952	Additional demand of Provident Fund dues	8.70	September, 2014 to June 2016	Employees Provident Fund Appellate Tribunal, Bengaluru	1.74
Goods and Service Tax Act, 2017	Penalty and Interest under Goods and Service Tax Act	4.95	FY: 2017-18	Filed online application under the Amnesty Scheme for waiver of penalty and interest.	Nil

- (viii) There were no transactions which are not recorded in the Books of account but which have been surrendered or disclosed as income during the year in the Tax assessments under the Income Tax Act, 1961.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowing or in the payment of interest thereon to any lender.
- (b) The company is not a declared wilful defaulter by any Bank or Financial institution or other lender.
- (c) The term loans were applied for the purpose for which the loans were obtained.
- (d) The funds raised on short term basis were not utilized for long term purposes.
- (e) 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.
- (x) (a) The company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- (xi) (a) No fraud by the company or any fraud on the company has been noticed or reported during the year.
- (b) No report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) The company has not received any whistle – Blower complaints during the year.
- (xii) The Company is not a Nidhi company and hence compliance with the requirements applicable to Nidhi companies is not applicable.
- (xiii) All transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and the details have been disclosed in 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) We have considered the Internal Audit reports of the company issued till date, for the period under audit.
- (xv) The company has not entered into any non-cash transactions with its Directors or persons connected with them. Hence, compliance with the provisions of Section 192 of the Companies Act, 2013 is not applicable.
- (xvi)(a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) The company has not conducted any non-Banking Financial or Housing Finance activities during the year.
- (c) The company is not a Core Investment Company (CIC) as defined in the Regulations made by the RBI.
- (d) The company's Group Companies has no CIC as part of the Group.
- (xvii) The company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the Statutory Auditors of the company during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the



auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

- (xx) (a) The company is not required to transfer any amount to a fund specified in Schedule VII to the Companies Act in compliance with Second proviso to Sub-section (5) of Section 135 of the Act.
- (b) There are no amounts remaining unspent U/s.135(5) of the Act, pursuant to any ongoing project, which is required to be transferred to a special account in compliance with the provisions of Section 135(6) of the Act.

**For GATTAMANENI & CO.**  
Chartered Accountants  
(Firm Regn. No.009303S)

**G.SRINIVASARAO**  
Partner

Place: Hyderabad  
Date: 28-04-2025

(ICAI Ms. No.210535)  
UDIN: 25210535BMYLI8770

## Balance Sheet as at March 31, 2025

(Amount in INR millions, unless otherwise stated)

Particulars	Note No	As at 31 Mar 2025	As at 31 Mar 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, Plant and Equipment	5A	2,235.69	1,564.44
(b) Capital work-in-progress	6	380.97	585.71
(c) Intangible Assets	5B	64.19	90.88
(d) Financial Assets			
(i) Other Financial Assets	13A	24.24	27.97
(e) Deferred Tax Assets (Net)	8A	61.61	77.98
(f) Other non-current assets	9A	20.46	21.75
<b>Total Non-Current assets</b>		<b>2,787.16</b>	<b>2,368.73</b>
<b>Current assets</b>			
(a) Inventories	10	250.56	246.91
(b) Financial assets			
(i) Trade receivables	11	1,062.43	869.95
(ii) Cash and cash equivalents	12A	158.36	134.41
(iii) Bank balances other than (ii) above	12B	171.07	123.48
(iv) Loans	7	0.81	0.83
(v) Other financial assets	13B	17.85	18.11
(c) Other current assets	9B	217.08	182.28
<b>Total Current assets</b>		<b>1,878.16</b>	<b>1,575.97</b>
<b>TOTAL ASSETS</b>		<b>4,665.32</b>	<b>3,944.70</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	14	44.47	44.34
(b) Other equity	15	3,744.01	3,096.82
<b>Total equity</b>		<b>3,788.48</b>	<b>3,141.16</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	16A	32.24	90.74
(b) Provisions	17A	118.76	118.05
(c) Deferred tax liabilities (Net)	8B	-	0.78
(d) Other non-current liabilities	18	82.17	53.27
<b>Total Non Current Liabilities</b>		<b>233.17</b>	<b>262.84</b>
<b>Current Liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	16B	52.91	101.15
(ii) Trade payables	19		
- Outstanding dues of micro enterprises and small enterprises		38.89	24.42
- Outstanding dues of creditors other than micro enterprises and small enterprises		66.04	57.88
(iii) Other financial liabilities	20	331.42	241.32
(b) Other current liabilities	21	121.71	81.91
(c) Provisions	17B	32.70	34.02
<b>Total Current Liabilities</b>		<b>643.67</b>	<b>540.70</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>4,665.32</b>	<b>3,944.70</b>

The accompanying material accounting policies and explanatory notes form an integral part of the financial statements.

Per our report of even date attached.

**For Gattamaneni & Co**  
Chartered Accountants  
Firm Registration No. 0093035

**For and on behalf of the Board of Directors**

**Dr. S. P. Vasireddi**  
Executive Chairman  
DIN : 00242288

**Harita Vasireddi**  
Managing Director  
DIN: 00242512

**Harriman Vungal**  
ED-Operations  
DIN : 00242621

**G. Srinivasa Rao**  
Partner  
Membership No. 210535

**G Purnachandra Rao**  
Director  
DIN : 00876934

**K. Siva Rama Krishna**  
Chief Financial Officer

**Sujani Vasireddi**  
Company Secretary

Place: Hyderabad  
Date : April 28, 2025

Place: Hyderabad  
Date : April 28, 2025



## Statement of Profit and Loss for the year ended March 31, 2025

(Amount in INR millions, unless otherwise stated)

Particulars	Note No.	Year Ended 31 March 2025	Year Ended 31 March 2024
<b>I. Income</b>			
Revenue from Operations	22	3,439.82	2,885.95
Other Income	23	42.40	37.10
<b>Total Income</b>		<b>3,482.22</b>	<b>2,923.05</b>
<b>II. Expenses</b>			
Cost of material consumed and testing expenditure	24A	710.17	573.17
Cost of lab setup	24B	4.30	2.36
Changes in inventories of work-in-progress	25	-	1.04
Employee benefits expense	26	970.18	891.76
Finance costs	27	19.00	21.01
Depreciation & Amortisation expense	5	352.89	331.44
Other expenses	28	535.68	477.23
<b>Total Expenses</b>		<b>2,592.22</b>	<b>2,298.01</b>
<b>Profit before tax and exceptional item</b>		890.00	625.04
<b>Exceptional item</b>		-	-
<b>III. Profit before tax from continuing operations [I-II]</b>		<b>890.00</b>	<b>625.04</b>
<b>IV. Tax expense related to continuing operations</b>	29		
(a) Current tax		212.14	163.30
(b) Prior year tax adjustments		(2.35)	5.42
(c) Deferred tax (benefit)/expense		12.66	(31.79)
<b>Total Tax Expense</b>		<b>222.45</b>	<b>136.93</b>
<b>V. Profit for the year from continuing operations [III-IV]</b>		<b>667.55</b>	<b>488.11</b>
<b>VI. Profit/(Loss) before tax from discontinued operations</b>		<b>14.05</b>	<b>(80.23)</b>
<b>VII. Tax expense related to discontinued operations</b>		<b>8.18</b>	<b>(2.21)</b>
<b>VIII. Profit/(Loss) for the year from discontinued operations [VI-VII]</b>		<b>5.87</b>	<b>(78.02)</b>
<b>IX. Profit for the year from continued &amp; discontinued operations [V+VIII]</b>		<b>673.42</b>	<b>410.09</b>
<b>X. Other comprehensive Income</b>			
Items that will not be reclassified to profit or loss			
(a) Re-measurement of the net defined liability		(0.50)	(3.11)
(b) Income tax relating to the above item		0.13	0.78
<b>Total other comprehensive income/(loss), net of tax</b>		<b>(0.37)</b>	<b>(2.33)</b>
<b>XI. Total Comprehensive income for the year [IX+X]</b>		673.05	407.76
<b>XII. Earnings per share from continuing operations</b>			
Basic (INR)		30.02	22.04
Diluted (INR)		29.60	21.72
<b>XII. Earnings per share from discontinued operations</b>			
Basic (INR)		0.26	(3.52)
Diluted (INR)		0.26	(3.47)
<b>XII. Earnings per share from continuing &amp; discontinued operations</b>	30		
Basic (INR)		30.28	18.51
Diluted (INR)		29.86	18.24

The accompanying material accounting policies and explanatory notes form an integral part of the financial statements.

Per our report of even date attached.

**For Gattamaneni & Co**  
Chartered Accountants  
Firm Registration No. 0093035

**For and on behalf of the Board of Directors**

**Dr. S. P. Vasireddi**  
Executive Chairman  
DIN : 00242288

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**K. Siva Rama Krishna**  
Chief Financial Officer

**Sujani Vasireddi**  
Company Secretary

Place: Hyderabad  
Date : April 28, 2025

Place: Hyderabad  
Date : April 28, 2025

## Statement of Cash Flows

for the year ended March 31, 2025

(Amount in INR millions, unless otherwise stated)

Particulars	Year Ended 31 March 2025	Year Ended 31 March 2024
<b>Cash flow from operating activities</b>		
Profit before tax including Discontinued Operations	904.05	544.81
<u>Adjustments to reconcile profit before tax to net cash flows:</u>		
- Depreciation & Amortisation expense	357.33	341.95
- Interest Cost	15.85	16.84
- Impairment loss on receivables	14.44	9.42
- Bad Debts written off	18.00	29.54
- Equity settled share-based payment expenses	18.50	15.53
- Loss/ (Gain) on sale of assets	(0.28)	(5.65)
- Profit on sale of business	(50.27)	-
- Liabilities no longer required written back	(2.24)	(8.94)
- Interest Income	(15.69)	(13.38)
- Income from Government Grants	(12.04)	(10.19)
- Unrealised foreign exchange gains and losses (net)	(1.47)	(2.48)
<u>Adjustments for changes in working capital:</u>		
- (Increase)/decrease in inventories	(3.66)	(20.68)
- (Increase)/decrease in trade receivables	(218.01)	(107.30)
- (Increase)/decrease in loans and financial assets	2.13	2.06
- (Increase)/decrease in other financial assets	(0.38)	-
- (Increase)/decrease in other assets	(30.14)	10.59
- Increase/(decrease) in employee benefit obligations	(1.20)	21.50
- Increase/(decrease) in trade payables	17.18	(61.36)
- Increase/(decrease) in other financial liabilities	73.35	2.05
- Increase/(decrease) in other current liabilities	80.83	(0.67)
<b>Cash generated from/(used in) operations</b>	<b>1,166.28</b>	<b>763.64</b>
Income tax paid	(220.15)	(154.72)
<b>Net cash flows generated from/(used in) operating activities (A)</b>	<b>946.13</b>	<b>608.92</b>
<b>Cash flow from Investing activities</b>		
Payment for property, plant and equipment and capital work-in-progress	(790.64)	(763.34)
Proceeds from sale/disposal of property, plant and equipment	28.74	20.93
Sale consideration from sale of business	70.00	-
Net Assets transferred on Sale of business	(19.73)	-
Income tax paid on profit on sale of business	(5.12)	-
Payments for Purchase of Intangible Assets	(4.30)	(2.36)
Redemption/(Investment) in fixed deposits (Net)	(47.59)	(30.72)
Interest Income received	13.27	15.01
<b>Net cash flow generated from/(used in) investing activities (B)</b>	<b>(755.37)</b>	<b>(760.48)</b>
<b>Cash flow from Financing activities</b>		
Payment of Dividend	(44.34)	(44.28)
Repayment of Long term Borrowings	(116.50)	(51.74)
Proceeds from Long term Borrowings	58.68	40.31



## Statement of Cash Flows contd., for the year ended March 31, 2025

(Amount in INR millions, unless otherwise stated)

Particulars	Year Ended 31 March 2025	Year Ended 31 March 2024
Proceeds from/ (repayment of) short-term borrowings	(51.44)	51.44
Proceeds from issuance of Share Capital	0.13	0.08
Interest Cost paid	(13.34)	(14.84)
<b>Net cash flow generated from/(used in) financing activities (C)</b>	<b>(166.81)</b>	<b>(19.03)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>23.95</b>	<b>(170.59)</b>
Cash and cash equivalents at the beginning of the year	134.41	305.00
Cash and cash equivalents at the end of the year	<b>158.36</b>	<b>134.41</b>
<b>Cash and cash equivalents comprise</b>		
Balances with banks in current & deposit accounts	155.46	131.92
Cash on hand	2.90	2.49
<b>Total cash and cash equivalents at the end of the year</b>	<b>158.36</b>	<b>134.41</b>

**Notes:**

Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities.

Particulars	Year Ended 31 March 2025	Year Ended 31 March 2024
<b>(i) Non-Current Borrowings #</b>		
<b>Balance at the beginning of the year</b>	140.45	149.88
Repayment of Long term Borrowings	(116.50)	(51.74)
Proceeds from Long term Borrowings	58.68	40.31
Non-Cash Changes due to		
- Variation in Exchange Rates	1.94	1.59
- Fair Value Adjustments	0.58	0.41
<b>Balance at the end of the year</b>	<b>85.15</b>	<b>140.45</b>
# Includes current maturities of non-current borrowings		
<b>(ii) Current Borrowings</b>		
<b>Balance at the beginning of the year</b>	51.44	-
Net Cash flow during the year	(51.44)	51.44
<b>Balance at the end of the year</b>	<b>-</b>	<b>51.44</b>

The accompanying material accounting policies and explanatory notes form an integral part of the financial statements.

Per our report of even date attached.

**For Gattamaneni & Co**

Chartered Accountants

Firm Registration No. 009303S

**For and on behalf of the Board of Directors****Dr. S. P. Vasireddi**

Executive Chairman

DIN : 00242288

**Harita Vasireddi**

Managing Director

DIN: 00242512

**Harriman Vungal**

ED-Operations

DIN : 00242621

**G. Srinivasa Rao**

Partner

Membership No. 210535

**G Purnachandra Rao**

Director

DIN : 00876934

**K. Siva Rama Krishna**

Chief Financial Officer

**Sujani Vasireddi**

Company Secretary

Place: Hyderabad

Date : April 28, 2025

Place: Hyderabad

Date : April 28, 2025

## Statement of changes in equity for the year ended March 31, 2025

(Amount in INR millions, unless otherwise stated)

### (A) Equity share capital

Particulars	No. of Shares	Amount
<b>Equity shares of ₹ 2/- each issued, subscribed and fully paid</b>		
Balance as at April 1, 2023	2,21,28,989	44.26
Add/Less: Changes during the year	41,594	0.08
Balance as at March 31, 2024	2,21,70,583	44.34
Add/Less: Changes during the year	63,929	0.13
Balance as at March 31, 2025	<b>2,22,34,512</b>	<b>44.47</b>

### (B) Other equity

Particulars	Securities Premium	General Reserve	Retained Earnings	Share based payment reserve	Other Comprehensive Income	Total
<b>Balance as at April 1, 2023</b>	779.86	86.40	1,834.05	63.58	(18.75)	2,745.15
Add: Profit for the year	-	-	410.09	-	-	410.09
Less: Dividend on Equity Shares	-	-	44.28	-	-	44.28
Less: Amount adjusted on Amalgamation (Refer Note No. 43)	-	-	27.33	-	-	27.33
Add: Expense arising from equity-settled share-based payment transactions (Refer note 26)	-	-	-	15.53	-	15.53
Add/Less: Transfer on account of Exercise of Options	12.04	-	-	(12.04)	-	-
Add: Other comprehensive income/(loss) for the year	-	-	-	-	(2.33)	(2.33)
<b>Balance as at March 31, 2024</b>	<b>791.90</b>	<b>86.40</b>	<b>2,172.53</b>	<b>67.07</b>	<b>(21.08)</b>	<b>3,096.82</b>
<b>Balance as at April 1, 2024</b>	791.90	86.40	2,172.53	67.07	(21.08)	3,096.82
Add: Profit for the year	-	-	673.42	-	-	673.42
Less: Dividend on Equity Shares	-	-	44.34	-	-	44.34
Add: Expense arising from equity-settled share-based payment transactions (Refer note 26)	-	-	-	18.50	-	18.50
Add/Less: Transfer on account of Exercise of Options	18.51	-	-	(18.51)	-	-
Add: Other comprehensive income/(loss) for the year	-	-	-	-	(0.38)	(0.38)
<b>Balance as at March 31, 2025</b>	<b>810.41</b>	<b>86.40</b>	<b>2,801.60</b>	<b>67.06</b>	<b>(21.46)</b>	<b>3,744.01</b>

The accompanying material accounting policies and explanatory notes form an integral part of the financial statements.

Per our report of even date attached.

**For Gattamaneni & Co**

Chartered Accountants

Firm Registration No. 009303S

**For and on behalf of the Board of Directors**

**Dr. S. P. Vasireddi**

Executive Chairman  
DIN : 00242288

**Harita Vasireddi**

Managing Director  
DIN: 00242512

**Harriman Vungal**

ED-Operations  
DIN : 00242621

**G. Srinivasa Rao**

Partner

Membership No. 210535

Place: Hyderabad

Date : April 28, 2025

**G Purnachandra Rao**

Director

DIN : 00876934

Place: Hyderabad

Date : April 28, 2025

**K. Siva Rama Krishna**

Chief Financial Officer

**Sujani Vasireddi**

Company Secretary



## Notes

### forming part of the financial statements

#### 1 General Information

Vimta Labs Limited (the Company) is a public limited company domiciled in India was incorporated on November 16, 1990 under the provisions of the Companies Act, 1956. The registered office of the Company is situated at 141/2 & 142, IDA Phase II, Cherlapally, Hyderabad – 500 051. The Company is a leading contract research and testing services provider in India. The Company's equity shares are listed at Bombay Stock Exchange and National Stock Exchange of India Limited.

The financial statements are approved for issue by the Board of Directors at its meeting held on April 28, 2025.

#### 2 Material accounting policies

##### 2.1 Basis of Preparation of Financial Statements

###### (a) Statement of Compliance with Ind AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016, as amended from time to time and other relevant provisions of the Act.

Accounting policies have been consistently applied to all the years presented except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The financial statements have been prepared as a going concern on the basis of relevant Ind AS that are effective at the annual reporting date.

###### (b) Basis of measurement

The financial statements have been prepared on historical cost convention on accrual basis, except for the following items in the balance sheet:

- i) Certain financial assets and liabilities measured either at fair value or at amortised cost depending on the classification;
- ii) Defined employee benefit liabilities are recognised at the present value of defined benefit obligation adjusted for fair value of plan assets;

###### (c) Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle

and other criteria set out in the Schedule III to the Act. Based on the nature of services and the time between the rendering of service and their realization in cash and cash equivalents, the Company has fixed its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is classified as current when it is:

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

A liability is classified as current when:

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

Current assets / liabilities include the current portion of non-current assets / liabilities respectively. All other assets / liabilities including deferred tax assets and liabilities are classified as non-current.

###### (d) Use of estimates

The preparation of financial statements in conformity with Ind AS requires the management of the Company to make judgments, estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of financial statements, disclosure of contingent liabilities as at the date of the financial statements, and the reported amounts of income and expenses during the reported period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised.

**(e) Fair value measurement**

The Company’s accounting policies and disclosures require the measurement of fair values, for certain financial and non-financial assets and liabilities based on their classification.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

In estimating the fair value of an asset or liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Fair values are categorized 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 as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

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

For the purpose of fair value disclosures, the company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

**2.2 Property, plant and equipment**

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost comprises of purchase price, freight, non-refundable taxes and duties, specified foreign exchange gains or losses and any other cost attributable to bring the asset to its working condition for its intended use.

Subsequent costs are included in the asset’s carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to Statement of Profit and Loss during the year in which they are incurred.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as “capital advances” and the cost of assets not ready to use before such date are disclosed under ‘Capital work-in-progress’ and not depreciated.

**Depreciation methods, estimated useful lives**

Depreciable amount for assets is the cost of an asset or other amount substituted for cost, less its estimated residual value. Depreciation on property, plant and equipment is provided on straight-line method over their estimated useful lives which are the same as prescribed in Schedule II to the Act, except for the following:

Particulars	Useful Life as per Management Estimate	Useful Life as per Schedule II of the Act
Plant and Equipment	6.67-10 years	10-15 years
Computer Servers	3 Years	6 years

Based on the technical experts assessment of useful life, certain items of property plant and equipment are being depreciated over useful lives different from the prescribed useful lives under Schedule II to the Act. The management has assessed the useful life of such assets on the basis of technical expert advice and past experience in the industry as it believes that such estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation on addition to property plant and equipment is provided on pro-rata basis from the date of acquisition. Depreciation on sale/deduction from property plant and equipment is provided up to the date of sale/deduction, as the case may be. Gains and losses on disposals are determined by comparing proceeds with carrying amount and are included in Statement of Profit and Loss.

**Assets held for sale**

Non-current assets held for sale are measured at the lower of their carrying value and fair value of the assets less costs to sale. Assets and liabilities



classified as held for sale are presented separately in the balance sheet. Property, plant and equipment once classified as held for sale are not depreciated/amortised.

### 2.3 Intangible Assets

Intangible assets are stated at cost less accumulated amortisation and impairment. Intangible assets are amortised over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, other economic factors etc. Amortisation methods and useful lives are reviewed periodically including at each financial year end.

#### Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

#### Amortisation

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period, with the effect of any change in the estimate being accounted for on a prospective basis. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

#### Operating rights                      3-10 Years

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

### 2.4 Impairment of non-financial assets

At each reporting date, the Company assesses whether there is any indication that an asset may be impaired, based on internal or external factors. If any such indication exists, the Company estimates the recoverable amount of the asset or the cash generating unit. If such recoverable amount of the asset or cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The

reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If, at the reporting date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. Impairment losses previously recognised are accordingly reversed in the Statement of Profit and Loss.

### 2.5 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### (a) Financial assets

##### Initial recognition and measurement

All financial assets are recognised in balance sheet when, and only when, the entity becomes party to the contractual provisions of the instrument and initially measured at fair value except for trade receivables which are initially measured at transaction price. In the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset or liability are added to or deducted from the fair value.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

##### Subsequent measurement

For purposes of subsequent measurement, financial assets are classified into four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments and equity instruments at fair value through profit or loss (FVTPL) and
- Equity instruments measured at FVTOCI

##### Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category covers Trade Receivables, Loans, Cash & Bank Balances and Other Receivables.

#### **Debt instruments at fair value through other comprehensive income (FVTOCI)**

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified to the Statement of Profit and Loss. Interest earned while holding FVTOCI debt instrument is reported as interest income using the EIR method.

#### **Debt instruments and equity instruments at fair value through profit or loss (FVTPL)**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortised cost or as FVTOCI, is classified as at FVTPL.

Debt and Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

#### **Equity instruments measured at FVTOCI**

All equity investments in the scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL. The Company

makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

#### **De-recognition**

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

#### **Impairment of financial assets**

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for the following financial assets and credit risk exposures:

- Financial assets that are debt instruments and are measured at amortised cost e.g., loans, deposits and bank balance.
- Trade Receivables that result from transactions that are within the scope of Ind AS 115.

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. It recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.



As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward looking estimates are analysed.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12 quarter ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a 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 quarter ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 quarter ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date. ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive.

When estimating the cash flows, the Company is required to consider:

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

### (b) Financial Liabilities

#### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings.

#### Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

#### Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

This category generally applies to interest-bearing loans and borrowings.

#### Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per agreed terms. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

#### De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

#### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## 2.6 Taxes

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year.

### (a) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the year end date.

The Company recognises interest levied and penalties related to income tax assessments in interest expense.

### (b) Deferred tax

Deferred tax is provided using the Balance Sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside the statement of Profit and Loss is recognised outside the Statement of Profit and Loss (either in other comprehensive income or in equity). Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

## 2.7 Inventories

Inventories consist of chemicals and consumables,

stores and spares, are measured at the lower of cost and net realisable value. Cost includes purchase price, duties and taxes (other than those subsequently recoverable by the Company from the concerned revenue authorities), freight inwards and other expenditure incurred in bringing such inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. In determining the cost, First In First Out (FIFO) method is used. The carrying cost of inventories are appropriately written down when there is a decline in replacement cost of such materials.

Work in progress are valued at the lower of cost and net realisable value. Cost of work in progress is determined on the basis of cost and on the cost which comprises direct material consumed and human resource cost.

## 2.8 Provisions and contingent liabilities

Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the year end.

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 recognized as a finance cost.

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

Contingent liabilities and assets are not recognised in financial statements. A disclosure of the contingent liability is made when there is a possible or a present obligation that may, but probably will not, require an outflow of resources.

## 2.9 Revenue Recognition

### Rendering of services

The Company primarily earns revenue from Contract research and testing services.



Revenue is recognised upon transfer of control of promised services to customers in an amount that reflects the consideration the Company expect to receive in exchange for those services.

Revenue from providing services is recognised in the accounting period in which such services are rendered.

At contract inception, the Company assesses its promise to transfer services to a customer to identify separate performance obligations. The Company applies judgment to determine whether each service promised to a customer is capable of being distinct, and are distinct in the context of the contract, if not, the promised services are combined and accounted as a single performance obligation. The Company allocates the arrangement consideration to separately identifiable performance obligation based on their relative stand-alone selling price or residual method.

In case of fixed-price contracts, the customer pays the fixed amount based on a payment schedule. If the services rendered by the Company exceed the payment, a contract asset is recognised. If the payments exceed the services rendered, a contract liability is recognised.

Revenues in excess/short of invoicing are classified as assets/liabilities, as the case may be.

### **Export incentives**

Export incentives are recognised when the right to receive the credit is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds and utilization of export incentives within its validity period.

### **Interest**

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

### **Service Concession Arrangements**

The Company constructs or upgrades infrastructure (construction or upgrade services) used to provide a public service and operates and maintains that infrastructure (operation services) for a specified period of time. These arrangements may include

Infrastructure used in a public-to-private service concession arrangement for its entire useful life.

Under Appendix C to Ind AS 115 – Service Concession Arrangements, these arrangements are accounted for based on the nature of the consideration. The intangible asset model is used to the extent that the operator receives a right (i.e. a concessionaire) to charge users of the public service.

The financial model is used when the operator has an unconditional contractual right to receive cash or other financial assets from or at the direction of the grantor for the construction service. When the unconditional right to receive cash covers only part of the service, the two models are combined to account separately for each component. If the operator performs more than one service (i.e. construction, upgrade services and operation services) under a single contract or arrangement, consideration received or receivable is allocated by reference to the relative fair values of the service delivered, when the amount are not separately identifiable.

The intangible asset is amortised over the shorter of the estimated period of future economic benefits which the intangible assets are expected to generate or the concession period, from the date they are available for use.

An asset carried under concession arrangements is derecognised on disposal or when no future economic benefits are expected from its future use or disposal.

The Company recognises a financial asset to the extent that it has an unconditional right to receive cash or another financial asset from or at the direction of the grantor. In case of annuity based carriageways, the Company recognises financial asset.

### **2.10 Government grants**

Grants from the government are recognized 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 recognized 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 liabilities as deferred income and are credited to the Statement of Profit and Loss on a straight-line basis over the expected lives of the related assets and presented within other income.

## 2.11 Foreign Currency Transactions

### (a) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

### (b) Transactions and balances

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the transaction. Gains/Losses arising out of fluctuation in foreign exchange rate between the transaction date and settlement date are recognised in the Statement of Profit and Loss.

All monetary assets and liabilities in foreign currencies are restated at the year end at the exchange rate prevailing at the year end and the exchange differences are recognised in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

## 2.12 Retirement and other Employee Benefits

### (a) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the year in which the employees render the related service are recognized in respect of employees' services up to the end of the year and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

### (b) Other long-term employee benefit obligations

#### (i) Defined contribution plan

Provident Fund: Contribution towards provident fund is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis which are charged to the Statement of Profit and Loss.

Employee's State Insurance Scheme: Contribution towards employees' state insurance scheme is made

to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis which are charged to the Statement of Profit and Loss.

#### (ii) Defined benefit plans

The Company has gratuity as defined benefit plan where the amount that an employee will receive on retirement is defined by reference to the employee's length of service and final salary. The Company has subscribed to gratuity scheme of Life Insurance Corporation of India ('LIC') to which the Company makes periodic Funding. Under the said policy, the eligible employees are entitled for gratuity upon their resignation, retirement, incapacitation, termination or in the event of death in lump sum after deduction of necessary taxes, as applicable. The liability in respect of defined benefit plans is calculated using the projected unit credit method consistent with the advice of qualified actuaries. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms of maturity approximating to the terms of the related defined benefit obligation.

The current service cost of the defined benefit plan, recognised in the statement of profit and loss under employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements.

Past Service costs are recognised in statement of profit and loss in the period of plan amendment. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and fair value of plan assets. The cost is included in the employee benefit expenses in the statement of profit and loss. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise.

Compensated Absences (Leave Encashment): The Company's current policy permits employees to accumulate and carry forward a portion of their unutilised compensated absences and utilise/encash them in future periods in accordance with the terms of such policies. The Company measures the expected cost of accumulated absences as the additional amount that the Company incurs as a result



of the unused entitlements that has accumulated at the balance sheet date and charge to Statement of Profit and loss. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Such measurement is based on actuarial valuation at the balance sheet date carried out by a qualified actuary. Actuarial losses/gains are recognized in the statement of profit and loss in the year in which they arise.

**(c) Share-based payment arrangements**

The stock options granted to employees in terms of the Employee Stock Options Schemes, are measured at the fair value of the options at the grant date. The fair value of the options is treated as discount and accounted as employee compensation cost over the vesting period on a straight-line basis. The amount recognised as expense in each year is arrived at based on the number of grants expected to vest. If a grant lapses after the vesting period, the cumulative discount recognised as expense in respect of such grant is transferred to the general reserve within equity.

**2.13 Leases (as a lessee)**

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following: –

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under a residual value guarantee; and
- The exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in the Statement of Profit and Loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

**Short-term leases and leases of low-value assets**

The Company has elected not to recognise right-of-use assets and lease liabilities for short term leases of real estate properties that have a lease term of 12 months. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

**2.14 Borrowing Costs**

Borrowing costs consist of interest, ancillary costs and other costs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to interest costs.

Borrowing costs attributable to acquisition and/or construction of qualifying assets are capitalised as a part of the cost of such asset, up to the date such assets are ready for their intended use. Other borrowing costs are charged to the Statement of Profit and Loss.

### 2.15 Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Earnings considered in ascertaining the Company's earnings per share is the net profit or loss for the year after deducting preference dividends and any attributable tax thereto for the year. The weighted average number of equity shares outstanding during the year and for all the years presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year is adjusted for the effects of all dilutive potential equity shares.

### 2.16 Dividend Distribution

The Company recognizes a liability to make the payment of dividend to owners of equity, 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.

### 2.17 Cash Flows

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

### 2.18 Segment Reporting

The management has assessed and identified the reportable segments in accordance with the requirements of Ind AS 108 'Operating Segment' and the Company has only one reportable segment namely "Contract Research and Testing Services".

### 2.19 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks, cash on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

### 2.20 Prior Period Items

Material prior period errors are corrected retrospectively by restating the comparative amounts for prior period presented in which the error occurred or if the error occurred before the earliest period presented, by restating the opening statement of financial position.

## 3. Significant accounting judgments, estimates and assumptions

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future years.

### 3.1 Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the year end date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

#### (a) Leases

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).



### (b) Deferred Taxes

The assessment of the probability of future taxable profit in which deferred tax assets can be utilised is based on the Company's latest approved forecast, which is adjusted for significant non-taxable profit and expenses and specific limits to the use of any unused tax loss or credit. The tax rules in the jurisdiction in which the Company operates are also carefully taken into consideration. If a positive forecast of taxable profit indicates the probable use of a deferred tax asset, especially when it can be utilised without a time limit, that deferred tax asset is usually recognised in full.

### (c) Defined benefit plans (gratuity benefits and leave encashment)

The cost of the defined benefit plans such as gratuity and leave encashment are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future due to changing market and economic conditions, regulatory events, judicial rulings, higher or lower withdrawal rates, or longer or shorter participant life spans.

The assumptions include determination of the discount rate, salary growth rate, mortality rate, retirement age and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each year end."

### (d) Fair value of financial instruments

Management uses valuation techniques in measuring the fair value of financial instruments where active market quotes are not available. In applying the valuation techniques, management makes maximum use of market inputs and uses estimates and assumptions that are, as far as possible, consistent with observable data that market participants would use in pricing the instrument. Where applicable data is not observable, management uses its best estimate about the assumptions that market participants would make. These estimates may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

### (e) Impairment of financial assets

The impairment provisions of financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

### (f) Impairment of non-financial assets

An impairment loss is recognised for the amount by which an asset's or cash-generating unit's carrying amount exceeds its recoverable amount to determine the recoverable amount, management estimates expected future cash flows from each asset or cash generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. In the process of measuring expected future cash flows, management makes assumptions about future operating results. These assumptions relate to future events and circumstances. The actual results may vary, and may cause significant adjustments to the Company's assets.

In most cases, determining the applicable discount rate involves estimating the appropriate adjustment to market risk and the appropriate adjustment to asset-specific risk factors."

### (g) Research and Developments Costs

Management monitors progress of internal research and development projects by using a project management system. Significant judgment is required in distinguishing research from the development phase. Development costs are recognised as an asset when all the criteria are met, whereas research costs are expensed as incurred. Management also monitors whether the recognition requirements for development costs continue to be met. This is necessary due to inherent uncertainty in the economic success of any product development.

### (h) Property, Plant and Equipment

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted prospectively, as appropriate.

### (i) Current income taxes

Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods. The recognition of taxes that are subject to certain legal or economic limits or uncertainties is assessed individually by management based on the specific facts and circumstances.

### (j) Provision for expected credit losses (ECL) of trade receivables and contract assets

The Company uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on days past due across all divisions. The provision matrix is initially based on the Company's historical observed default rates.

The Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

**(k) Significant judgements**

In the process of applying the Company's accounting policies, the management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements

Determination of applicability of Appendix C of Service Concession Arrangement ('SCA'), under Ind AS - 115 'Revenue from contracts with customers'

The Company, has entered into concession agreement with Food Safety and Standards Authority of India ('FSSAI') to setup, operate and transfer (SOT) a National food Testing Laboratory (NFL) in JNPT, Mumbai. The management of the Company conducted detailed

analysis to determine applicability of SCA. The concession agreements of these entities, have significant non-regulated revenues, this arrangement has been considered as a "Service Concessionaire Arrangement" (SCA) and accordingly, revenue and costs are allocatable between those relating to lab setup services and those relating to operation and maintenance services. Further, the Company has acquired the right to charge the customer for the services to be rendered which has been assessed as an intangible asset.

**4. Standards (including amendments) issued but not yet effective**

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. For the year ended March 31, 2025, MCA has issued a notification on August 12, 2024 issuing a new Ind AS -117 "Insurance Contracts" for accounting of Insurance contracts by replacing current Ind AS 104 "Insurance Contracts". Additionally amendments have been made to Ind AS 101, Ind AS 103, Ind AS 105, Ind AS 107, Ind AS 109, Ind AS 115 to align them with Ind AS 117, These amendments are applicable from August 12, 2024. However, there is no impact of these amendments on the company."



**5A Property Plant and Equipment**

(Amount in INR millions, unless otherwise stated)

Particulars	Gross Carrying Value			Accumulated Depreciation			Net Carrying Value	
	As at 1 April 2024	Additions/ Adjustments	Deductions/ Adjustments	As at 31 March 2025	Charge for the Year	Deductions/ Adjustments	As at 31 March 2025	As at 31 March 2024
Land	21.88	-	-	21.88	-	-	21.88	21.88
Buildings	660.34	215.46	-	875.80	18.54	-	748.44	551.52
Furniture & Fixtures	139.51	104.69	6.21	237.99	15.07	2.55	138.15	52.19
Plant & Equipment	1,978.27	566.57	40.21	2,504.64	231.63	30.62	1,162.25	836.89
Electrical Installation	32.30	57.06	-	89.36	3.10	-	55.02	1.06
Office Equipment	32.28	5.73	3.92	34.09	3.45	2.87	11.95	10.72
Computers	253.70	61.60	9.29	306.01	51.46	7.63	87.63	79.15
Vehicles	32.79	2.47	0.67	34.59	3.08	0.62	10.37	11.03
<b>Total-5A</b>	<b>3,151.07</b>	<b>1,013.58</b>	<b>60.30</b>	<b>4,104.36</b>	<b>326.33</b>	<b>44.29</b>	<b>2,235.69</b>	<b>1,564.44</b>

**5B Intangible Assets**

(Amount in INR millions, unless otherwise stated)

Particulars	Gross Carrying Value			Accumulated Amortisation			Net Carrying Value	
	As at 1 April 2024	Additions/ Adjustments	Deductions/ Adjustments	As at 31 March 2025	Charge for the Year	Deductions/ Adjustments	As at 31 March 2025	As at 31 March 2024
Operating rights	160.65	4.30	-	164.95	31.00	-	64.19	90.88
<b>Total-5B</b>	<b>160.65</b>	<b>4.30</b>	<b>-</b>	<b>164.95</b>	<b>31.00</b>	<b>-</b>	<b>64.19</b>	<b>90.88</b>

**Note:**

- (i) Title deeds of all the immovable properties are held in the name of the company.
- (ii) The company has not held / dealt in investment property during the year.
- (iii) The company has not revalued its Property, Plant and Equipment (including the Right of use assets) and intangible assets during the year under review
- (iv) Refer Note No. 16 for disclosures relating to property, plant and equipment pledged as security by the Company.
- (v) Refer Note No. 33B for disclosures relating to contractual commitments for acquisition of property, plant and equipment.
- (vi) The company has no intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.

(Amount in INR millions, unless otherwise stated)

**5A Property Plant and Equipment**

Particulars	Gross Carrying Value			Accumulated Depreciation			Net Carrying Value	
	As at 1 April 2023	Additions/ Adjustments	Deductions/ Adjustments	As at 31 March 2024	Charge for the Year	Deductions/ Adjustments	As at 31 March 2024	As at 31 March 2023
Land	21.88	-	-	21.88	-	-	21.88	21.88
Buildings	657.47	2.87	-	660.34	16.65	-	551.52	565.30
Furniture & Fixtures	138.47	10.32	9.28	139.51	11.37	5.71	52.19	56.81
Plant & Equipment	1,725.68	276.26	23.67	1,978.27	229.58	11.95	836.89	801.93
Electrical Installation	32.30	-	-	32.30	0.29	-	1.06	1.35
Office Equipment	27.45	6.08	1.25	32.28	3.14	1.25	10.72	7.78
Computers	231.19	22.51	-	253.70	44.27	-	79.15	100.91
Vehicles	32.79	-	-	32.79	3.21	-	11.03	14.24
<b>Total-5A</b>	<b>2,867.23</b>	<b>318.04</b>	<b>34.20</b>	<b>3,151.07</b>	<b>308.51</b>	<b>18.91</b>	<b>1,586.63</b>	<b>1,570.20</b>

(Amount in INR millions, unless otherwise stated)

**5B Intangible Assets**

Particulars	Gross Carrying Value			Accumulated Amortisation			Net Carrying Value	
	As at 1 April 2023	Additions/ Adjustments	Deductions/ Adjustments	As at 31 March 2024	Charge for the Year	Deductions/ Adjustments	As at 31 March 2024	As at 31 March 2023
Operating rights	158.29	2.36	-	160.65	33.44	-	69.77	121.96
<b>Total-5B</b>	<b>158.29</b>	<b>2.36</b>	<b>-</b>	<b>160.65</b>	<b>33.44</b>	<b>-</b>	<b>69.77</b>	<b>121.96</b>

**Note:**

- (i) Title deeds of all the immovable properties are held in the name of the company.
- (ii) The company has not held / dealt in investment property during the year.
- (iii) The company has not revalued its Property, Plant and Equipment (including the Right of use assets) and intangible assets during the year under review
- (iv) Refer Note No. 16 for disclosures relating to property, plant and equipment pledged as security by the Company.
- (v) Refer Note No. 33B for disclosures relating to contractual commitments for acquisition of property, plant and equipment.
- (vi) The company has no intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

### 6 Capital work-in-progress

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Property, Plant &amp; Equipment (under erection/ installation)</b>		
Opening balance	585.71	123.06
Add: Additions during the year	568.98	677.70
Less: Capitalised during the year	773.72	215.05
<b>Closing Balance</b>	<b>380.97</b>	<b>585.71</b>

#### 31 March 2025

Particulars	Amount in CWIP for a period of				Total
	< 1 Year	1-2 Years	2-3 Years	> 3 Years	
Projects in progress	243.08	137.89	-	-	380.97
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>243.08</b>	<b>137.89</b>	<b>-</b>	<b>-</b>	<b>380.97</b>

#### 31 March 2024

Particulars	Amount in CWIP for a period of				Total
	< 1 Year	1-2 Years	2-3 Years	> 3 Years	
Projects in progress	489.07	96.64	-	-	585.71
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>489.07</b>	<b>96.64</b>	<b>-</b>	<b>-</b>	<b>585.71</b>

Details of Project that is delayed whose completion is overdue or has exceeded its estimated cost compared to the original plan.

The CWIP completion schedule is as follows:

#### 31 March 2025

CWIP	To be completed in				Total
	< 1 Year	1-2 Years	2-3 Years	> 3 Years	
Project - Capacity Expansion	212.86	-	-	-	212.86
<b>Total</b>	<b>212.86</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>212.86</b>

#### 31 March 2024

CWIP	To be completed in				Total
	< 1 Year	1-2 Years	2-3 Years	> 3 Years	
Project - Capacity Expansion	538.19	-	-	-	538.19
<b>Total</b>	<b>538.19</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>538.19</b>

### 7 Financial Assets

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Loans: Current - considered good, unsecured</b>		
Loans to Employees	0.81	0.83
<b>Total</b>	<b>0.81</b>	<b>0.83</b>

(Amount in INR millions, unless otherwise stated)

**8 Deferred tax Assets/(liabilities) (Net)**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>(A) Deferred Tax Asset (Net)</b>		
(a) Deferred tax liability on account of		
- Property, plant and equipment	6.18	-
<b>(b) Deferred tax asset on account of</b>		
- Property, plant and equipment	-	1.96
- Gratuity	26.47	25.44
- Compensated absences	11.65	12.53
- Other employee benefits	9.29	12.11
- Impairment loss on trade receivables	20.38	22.92
- Others	-	3.02
	<b>67.79</b>	<b>77.98</b>
<b>Total</b>	<b>61.61</b>	<b>77.98</b>
<b>(B) Deferred Tax Liabilities (Net) - Subsidiary Company:</b>		
(a) Deferred tax liability on account of		
- property, plant and equipment	-	0.92
<b>(b) Deferred tax asset on account of</b>		
- Gratuity	-	0.12
- Compensated absences	-	0.02
	-	0.14
<b>Total</b>	-	<b>(0.78)</b>

**Movement in the Deferred Tax Assets/(Liabilities):**

Particulars	Employee benefit expenses	Property, plant and equipment	Impairment loss on trade receivables	Others	Total
<b>(A) Deferred Tax Asset (Net)</b>					
Opening balance as of April 1, 2023	38.59	(16.03)	20.56	-	43.12
<u>(Charged)/credited</u>					
- to profit	10.71	17.99	2.36	3.02	34.08
- to OCI	0.78	-	-	-	0.78
<b>Closing balance as at March 31, 2024</b>	<b>50.08</b>	<b>1.96</b>	<b>22.92</b>	<b>3.02</b>	<b>77.98</b>
Opening balance as of April 1, 2024	50.08	1.96	22.92	3.02	77.98
<u>(Charged)/credited</u>					
- to profit	(2.80)	(8.13)	(2.55)	(3.02)	(16.50)
- to OCI	0.13	-	-	-	0.13
<b>Closing balance as at March 31, 2025</b>	<b>47.41</b>	<b>(6.17)</b>	<b>20.37</b>	-	<b>61.61</b>
<b>(B) Deferred Tax Liabilities (Net) - Subsidiary Company:</b>					
Opening balance as of April 1, 2023	0.12	(0.81)	-	-	(0.69)
<u>(Charged)/credited</u>					
- to profit	0.02	(0.11)	-	-	(0.09)
- to OCI	-	-	-	-	-
<b>Closing balance as at March 31, 2024</b>	<b>0.14</b>	<b>(0.92)</b>	-	-	<b>(0.78)</b>
Opening balance as of April 1, 2024	0.14	(0.92)	-	-	(0.78)
<u>(Charged)/credited</u>					
- to profit	(0.14)	0.92	-	-	0.78
- to OCI	-	-	-	-	-
<b>Closing balance as at March 31, 2025</b>	-	-	-	-	-



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

### 9 Other Assets

Particulars	As at 31 March 2025	As at 31 March 2024
<b>(A) Other Non-Current assets (Unsecured, considered good)</b>		
Capital advances	5.72	17.38
Income tax assets (Net)	14.74	4.37
<b>TOTAL</b>	<b>20.46</b>	<b>21.75</b>
<b>(B) Other Current Assets (Unsecured, Considered good)</b>		
Prepaid expenses	54.20	30.43
Advances for services and supplies	35.07	28.85
Balance with government authorities*	17.76	15.24
Export incentives	100.79	100.79
Advance for Expenses	9.26	6.97
<b>TOTAL</b>	<b>217.08</b>	<b>182.28</b>
* Balance with government authorities includes PF paid under Protest aggregating to ₹ 1.74 Million as at March 31, 2025 and ₹ 1.74 Million as at March 31, 2024		
Note: Due by Directors or other officers of the company or any of them either severally or jointly with any other persons or due by firms / private companies in which any Director is a Partner or a Director or a Member.	Nil	Nil

### 10 Inventories

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Valued at the lower of cost and net realisable value</b>		
Chemicals and consumables	228.46	225.02
Stores and spares	22.10	21.89
<b>TOTAL</b>	<b>250.56</b>	<b>246.91</b>

(Amount in INR millions, unless otherwise stated)

**11 Trade Receivables**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Unsecured:</b>		
Trade Receivables - considered good	1,062.43	869.95
Trade Receivables - credit impaired	80.98	91.08
<b>Gross Trade receivables</b>	<b>1,143.41</b>	<b>961.03</b>
Less : Impairment allowance for trade receivables - credit impaired	80.98	91.08
<b>TOTAL</b>	<b>1,062.43</b>	<b>869.95</b>

**Note:**

- (i) Debts due by private companies in which any director is a director or a member ₹ 1.03 Mn (Previous year ₹ 2.40 Mn).
- (ii) Refer Note 32 for information about credit risk and market risk of trade receivables.
- (iii) Refer Note No. 16 for disclosures relating to receivables pledged as security by the Company.

**Ageing of Trade receivables**

**31 March 2025**

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	< 6 Months	6 Months -1 Year	1-2 Years	2-3 Years	> 3 Years	
(i) Undisputed Trade Receivables – considered good	383.33	582.22	60.42	9.29	20.64	6.53	1,062.43
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	8.48	10.93	17.12	11.78	32.67	80.98
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables – Credit impaired	-	-	-	-	-	-	-
(vii) Unbilled Trade receivables	-	-	-	-	-	-	-
<b>Gross Trade receivables</b>	<b>383.33</b>	<b>590.70</b>	<b>71.35</b>	<b>26.41</b>	<b>32.42</b>	<b>39.20</b>	<b>1,143.41</b>
Less : Impairment allowance for trade receivables - credit impaired	-	8.48	10.93	17.12	11.78	32.67	80.98
<b>TOTAL</b>	<b>383.33</b>	<b>582.22</b>	<b>60.42</b>	<b>9.29</b>	<b>20.64</b>	<b>6.53</b>	<b>1,062.43</b>



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

31 March 2024

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	< 6 Months	6 Months -1 Year	1-2 Years	2-3 Years	> 3 Years	
(i) Undisputed Trade Receivables – considered good	304.32	443.71	61.09	19.90	12.20	28.73	869.95
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	9.13	14.82	27.83	10.45	28.85	91.08
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables – Credit impaired	-	-	-	-	-	-	-
(vii) Unbilled Trade receivables	-	-	-	-	-	-	-
<b>Gross Trade receivables</b>	<b>304.32</b>	<b>452.84</b>	<b>75.91</b>	<b>47.73</b>	<b>22.65</b>	<b>57.58</b>	<b>961.03</b>
Less : Impairment allowance for trade receivables - credit impaired	-	9.13	14.82	27.83	10.45	28.85	91.08
<b>TOTAL</b>	<b>304.32</b>	<b>443.71</b>	<b>61.09</b>	<b>19.90</b>	<b>12.20</b>	<b>28.73</b>	<b>869.95</b>

### Movement in the Impairment allowance

Particulars	As at 31 March 2025	As at 31 March 2024
Balance at the beginning of the year	91.08	81.67
Impairment losses recognised/(reversed) on receivables (net)	14.10	9.41
Bad debts written off against provisions during the year	(24.20)	-
<b>Balance at the end of the year</b>	<b>80.98</b>	<b>91.08</b>

### 12 Cash and Bank Balances

Particulars	As at 31 March 2025	As at 31 March 2024
<b>(A) Cash and Cash equivalents:</b>		
(i) Balance with Banks in India		
- Current Accounts	68.25	29.82
- Deposit Accounts	79.00	97.24
- EEFC Accounts	8.21	4.86
(ii) Cash on hand	2.90	2.49
<b>TOTAL</b>	<b>158.36</b>	<b>134.41</b>
<b>(B) Bank balances other than (A) (i) above</b>		
Deposit Accounts having maturity of over 3 months but upto 12 months	164.79	117.17
Deposits held as security for bank guarantees and others	4.06	4.43
Unclaimed Dividend accounts	2.22	1.88
<b>TOTAL</b>	<b>171.07</b>	<b>123.48</b>

(Amount in INR millions, unless otherwise stated)

### 13 Other Financial Assets

Particulars	As at	As at
	31 March 2025	31 March 2024
<b>A. Non Current - Unsecured, considered good</b>		
Security deposits (Service providers and suppliers)	24.24	27.97
	<b>24.24</b>	<b>27.97</b>
<b>B. Current - Unsecured, considered good</b>		
Security deposits (Service providers and suppliers)	13.63	16.31
Interest accrued on deposits and Others	4.22	1.80
<b>TOTAL</b>	<b>17.85</b>	<b>18.11</b>

### 14 Equity Share Capital

Particulars	As at 31 March 2025		As at 31 March 2024	
	No. of Shares	Amount	No. of Shares	Amount
<b>Authorized</b>				
Opening: Equity Shares of ₹ 2/- each	5,99,99,750	120.00	3,50,00,000	70.00
Add: Equity Shares of ₹ 2/- each of Subsidiary on Amalgamation	-	-	2,49,99,750	50.00
<b>Total at the end of year: Equity Shares of ₹ 2/- each</b>	<b>5,99,99,750</b>	<b>120.00</b>	<b>5,99,99,750</b>	<b>120.00</b>
<b>Issued, subscribed and fully paid-up</b>				
Equity Shares of ₹ 2/- each	<b>2,22,34,512</b>	<b>44.47</b>	<b>2,21,70,583</b>	<b>44.34</b>

#### (a) Reconciliation of equity shares outstanding at the beginning and at the end of the year

Particulars	As at 31 March 2025		As at 31 March 2024	
	No. of Shares	Amount	No. of Shares	Amount
Outstanding at the beginning of the year	2,21,70,583	44.34	2,21,28,989	44.26
Add: Issued during the year	63,929	0.13	41,594	0.08
Outstanding at the end of the year	<b>2,22,34,512</b>	<b>44.47</b>	<b>2,21,70,583</b>	<b>44.34</b>

#### (b) Rights, preferences and restrictions attached to shares

The Company has only one class of shares i.e. equity shares having par value of ₹ 2/- per share. Each shareholder is entitled to one vote per share held and ranks pari passu. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in the case of Interim Dividend.

In the event of liquidation of the company, the holders of equity shares are 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.

The board of directors of the company have recommended a final dividend of ₹ 2/- per equity share of ₹ 2/- each for the financial year 2024-25 (FY 2023-24: ₹ 2/- per equity share of ₹ 2/- each), subject to approval of the shareholders at the ensuing Annual General Meeting, and if approved, would result in a cash outflow of approximately ₹ 44.47 Mn.

#### (c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at 31 March 2025		As at 31 March 2024	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Eurofins Analytical Services India Pvt. Ltd.	44,03,668	19.81	44,03,668	19.86
Sivalinga Prasad Vasireddi	25,98,525	11.69	25,98,525	11.72
LCGC Chromatography Solutions Pvt. Ltd.	20,83,175	9.37	20,83,175	9.40
Vungal Harriman	17,72,818	7.97	17,77,893	8.02
Vasireddi Veerabhadra Prasad	14,63,515	6.58	14,63,515	6.60

**Note:** The above shareholding is as per the records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest. The above shareholding represents both legal and beneficial ownership of shares.



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

### (d) Shares held by promoters and promoter group at the end of the year

S. No	Promoter Name	As at 31 March 2025		As at 31 March 2024		% of Change during the year
		No of Shares	% of Total Shares	No of Shares	% of Total Shares	
1	Sivalinga Prasad Vasireddi	25,98,525	11.69	25,98,525	11.72	Nil
2	Vungal Harriman	17,72,818	7.97	17,77,893	8.02	(0.29)
3	Vasireddi Veerbhadra Prasad	14,63,515	6.58	14,63,515	6.60	Nil
4	Praveena Vasireddi	11,02,535	4.96	11,02,535	4.97	Nil
5	APIDC	5,90,000	2.65	5,90,000	2.66	Nil
6	Harita Vasireddi	1,67,964	0.76	1,67,964	0.76	Nil
7	Sireesh Chandra Vungal	1,13,055	0.51	1,13,055	0.51	Nil
8	Swarnalatha Vasireddi	1,01,535	0.46	1,01,535	0.46	Nil
9	Sudheshna Vungal	1,00,879	0.45	1,00,879	0.46	Nil
10	Sujani Vasireddi	66,325	0.30	87,542	0.39	(24.24)
11	Rajeswari Vungal	80,725	0.36	80,725	0.36	Nil
12	Rajya Lakshmi Vasireddi	2,300	0.01	2,300	0.01	Nil

### (e) Shares reserved for issue under options outstanding as at the end of the year on un-issued share capital:

Particulars	As at 31 March 2025		As at 31 March 2024	
	No. of Shares to be issued fully paid up	Amount	No. of Shares to be issued fully paid up	Amount
Employee stock option granted and outstanding	3,08,539	67.06	3,30,383	67.07

The details of grant under the aforesaid scheme are summarised below:

Option Plan	Number of Options	Grant Date	Exercise Price in ₹	Fair Value on the date of grant in ₹
	5,07,769	19-Sep-21	2.00	286.12
	17,962	11-May-22	2.00	344.40
	35,702	26-Oct-22	2.00	400.04
Vimta Labs Employee Stock Option Plan -2021	11,872	30-Oct-23	2.00	505.39
	85,532	17-Jul-24	2.00	559.61
	9,609	8-Nov-24	2.00	581.26
	61,174	24-Jan-25	2.00	863.62

Particulars	FY 2024-25	FY 2023-24
Options granted and outstanding at the beginning of the year	3,30,383	4,35,880
Options lapsed	1,14,230	75,775
Options Granted	1,56,315	11,872
Options exercised	63,929	41,594
Options granted and outstanding at the end of the year, of which	3,08,539	3,30,383
Options vested	54,268	59,883
Options yet to vest	2,54,271	2,70,500
Weighted average remaining contractual life of options (in years)	2.22 years	2.74 years

The number and weighted average exercise price of stock options are as follows:

Particulars	Year Ended 31 March 2025		Year Ended 31 March 2024	
	No of Stock options	Weighted Average Exercise price	No of Stock options	Weighted Average Exercise price
(A) Options granted and outstanding at the beginning of the year	3,30,383	₹ 2/-per option	4,35,880	₹ 2/-per option
(B) Options granted	1,56,315	₹ 2/-per option	11,872	₹ 2/-per option
(C) Options allotted	63,929	₹ 2/-per option	41,594	₹ 2/-per option
(D) Options lapsed	1,14,230	₹ 2/-per option	75,775	₹ 2/-per option
(E) Options granted and outstanding at the end of the year	3,08,539	₹ 2/-per option	3,30,383	₹ 2/-per option
(F) Options exercisable at the end of the year out of (E)	33,166	₹ 2/-per option	75,112	₹ 2/-per option

The fair value of the options granted under the stock option scheme is accounted as employee compensation over the vesting period.

The fair value of the options granted during the year has been calculated as per the Black-Scholes Option Pricing Model using the following significant assumptions and inputs:

Particulars	2024-25	2023-24
Weighted average risk-free interest rate	6.00%	6.00%
Weighted average expected life of options	2.22 years	2.74 years
Weighted average expected volatility	54.31%	48.73%
Weighted average expected dividends over the life of the option	80%	80%
Weighted average exercise price	₹ 2/-per option	₹ 2/-per option
Method used to determine expected volatility	Expected volatility is based on the historical volatility of the Company's share price applicable to the total expected life of each option.	Expected volatility is based on the historical volatility of the Company's share price applicable to the total expected life of each option.

Total Expense accounted on account of the above are given below

Particulars	Year Ended 31 March 2025	Year Ended 31 March 2024
ESOP cost accounted by the company (Refer Note 26)	18.50	15.53

- (f) No shares have been issued as bonus shares or for consideration other than cash by the Company during the period of five years immediately preceding the current year end.
- (g) The Board of Directors of the company has recommended the issue of Bonus shares of 1:1 on 28th April, 2025 subject to the approval of shareholders
- (h) No shares have been bought back by the Company during the period of five years immediately preceding the current year end.



15 Other equity

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Security Premium</b>		
Balance at the beginning of the year	791.90	779.86
Add: Transfer on Account of Exercise of Options	18.51	12.04
Balance at the end of the year	<b>810.41</b>	<b>791.90</b>
<b>General Reserve</b>		
Balance at the beginning and end of the year	86.40	86.40
<b>Retained Earnings</b>		
Balance at the beginning of the year	2,172.53	1,834.05
Add: Profit for the year	673.42	410.09
Less: Dividend on Equity Shares	44.34	44.28
Less: Amount adjusted on Amalgamation (Refer Note No. 43)	-	27.33
Balance at the end of the year	<b>2,801.60</b>	<b>2,172.53</b>
<b>Share based payment reserve</b>		
Balance at the beginning of the year	67.07	63.58
Add: Expense arising from equity-settled share-based payment transactions (Refer note 26)	18.50	15.53
Less: Transfer on Account of Exercise of Options	18.51	12.04
Balance at the end of the year	<b>67.06</b>	<b>67.07</b>
<b>Other Comprehensive Income</b>		
Balance at the beginning of the year	(21.08)	(18.75)
Add: Other comprehensive income/(loss) for the year	(0.38)	(2.33)
Balance at the closing of the year	<b>(21.46)</b>	<b>(21.08)</b>
<b>TOTAL</b>	<b>3,744.01</b>	<b>3,096.82</b>

**Nature and purpose of reserves:**

**Security premium:** This is the premium received on issue of equity shares and will be utilised as per the applicable provisions of the Act.

**General reserves:** This is the amount transferred from retained earnings and will be utilised as per the applicable provisions of the Act.

**Retained earnings:** This comprises of net accumulated profit of the Company after declaration of dividend.

**Other comprehensive income:** This comprises of actuarial gain/(loss) [net of taxes] at the end of the reporting period.

**Share based payment reserve:** This comprises of share options granted by the company to its employees under its share option plan. Refer Note 14 (e) for further details.

16 Borrowings

Particulars	As at 31 March 2025	As at 31 March 2024
<b>(A) Non-current Borrowings</b>		
<b>Secured</b>		
Loans from Banks		
- Rupee term loan	33.37	47.61
- Foreign currency term loan	51.77	90.78
Less: Current maturities	52.91	47.65
<b>SUB - TOTAL (A)</b>	<b>32.24</b>	<b>90.74</b>
<b>Unsecured</b>		
- Loans from NBFC	-	2.06
Less: Current maturities	-	2.06
<b>SUB - TOTAL (A)</b>	<b>-</b>	<b>-</b>
<b>TOTAL (A+B)</b>	<b>32.24</b>	<b>90.74</b>
<b>(B) Current Borrowings</b>		
<b>Secured, repayable on demand</b>		
- Working capital loans from banks	-	51.44
- Current maturities of All Long term Borrowings	52.91	49.71
<b>TOTAL</b>	<b>52.91</b>	<b>101.15</b>

(Amount in INR millions, unless otherwise stated)

**Note:**

**(a) Terms and conditions of secured rupee term loans and nature of security**

1. i) The working capital term loan from Axis Bank included in the Rupee Term loan aggregating to ₹ Nil as at March 31, 2025 (Previous Year ₹ 7.30 Million) (Sanctioned limit of ₹ 23.90 Million in FY 2020-21) under emergency Credit Line Guarantee Scheme is secured by extension of charge (second charge) on existing primary and collateral security and guaranteed by NCGTC.
- ii) The above mentioned working capital term loan carries interest at the rate of 9.25% fixed {Prev Year 9.25%} and is repayable in 36 equal monthly installments commencing from March, 2022.
2. i) The Rupee term loan from Axis Bank aggregating to ₹ 8.37 Million as at March 31, 2025 (Previous year 40.31 Millions) Sanctioned limit of ₹ 262.50 Million in FY 2023-24 is secured by way of first charge on assets created out of Term Loan. This loan is also secured by Second Charge on Current Assets (both present and future) of the company.
- ii) The above mentioned rupee term loan carries interest at the rate of 8% (Linked to REPO) and is repayable in 16 quarterly instalments with a 6 months moratorium period from the date of first disbursement.
3. i) The Rupee Term Loan from Axis Bank aggregating to ₹ 25.00 Millions as on 31.03.2025 (Sanctioned limit of ₹ 25.00 Millions in FY 2024-25) is secured by way of 1st charge on assets created out of term loan This loan is also secured by second charge on Current Assets (both present and future) of the Company.
- ii) The above mentioned rupee term loan carries interest of 9.00 % (Linked to REPO) and is repayable in 16 quarterly instalments with 12 months moratorium period from the date of 1<sup>st</sup> disbursement.”

**(b) Terms and conditions of secured foreign currency term loans and nature of security**

1. The foreign currency term loan availed from Axis Bank taken for General Capex aggregating to ₹ 22.12 Million (equivalent to USD 0.2585 Million) as at March 31, 2025 (Sanctioned limit of ₹ 75.00 Million in FY 2020-21 and subsequently converted into FCTL of USD 1.034 Million) (Previous Year ₹ 38.81 Million) is secured by way of first charge to bank on assets created out of Term Loan. This loan is also secured by Second Charge on Current Assets (both present and

future) of the company at pari passu basis with HDFC Bank Ltd. The loan is covered by collateral security by way of equitable mortgage of property bearing Plot Nos.141/2 & 142, IDA, Phase – II, Cherlapally, Hyderabad – 500 083, Telangana.

The above mentioned foreign currency term loan carries interest at 12 Months SOFR + 275 bps plus 1% per annum (mark up fee upfront) and repayable in 20 equal quarterly installments commencing from March 2022.

2. The foreign currency term loan availed from Axis Bank taken for E&E Project aggregating to ₹ 29.64 Million (equivalent to USD 0.3463 Million) as at March 31, 2025 (sanctioned limit of ₹ 150.00 Million in FY 2020-21 and subsequently converted into FCTL of USD 1.1775 Million) (Previous Year ₹ 51.97 Million) secured by way of first charge to bank on assets created out of Term Loan. This loan is also secured by Second Charge on Current Assets (both present and future) of the company at pari passu basis with HDFC Bank Ltd. The loan is covered by collateral security by way of equitable mortgage of property bearing Plot Nos.141/2 & 142, IDA, Phase – II, Cherlapally, Hyderabad – 500 083, Telangana.

The above mentioned foreign currency term loan carries interest at 12 Months SOFR +275 bps plus 1% per annum (markup fee upfront) and repayable in 20 quarterly installments commencing from March, 2022.

**(c) Unsecured loans from NBFC:**

1. The rupee term loan from Cisco Systems Capital India Private Limited amounting to ₹ Nil as at March 31, 2025 (Sanctioned limit of ₹ 8.67 Million in FY 2019-20) carries at NIL interest and is repayable in 20 quarterly installments commencing from September, 2019. (Previous Year ₹ 0.32 Million)
- 2) The rupee term loan from Cisco Systems Capital India Private Limited amounting to ₹ Nil as at March 31, 2025 (Sanctioned limit of ₹ 9.69 Million in FY 2019-20) carries at NIL interest and is repayable in 20 quarterly installments commencing from January, 2020. (Previous Year ₹ 1.01 Million)
- 3) The rupee term loan from Cisco Systems Capital India Private Limited amounting to ₹ Nil as at March, 31, 2025 (Sanctioned limit of ₹ 4.54 Million in FY 2020-21) carries an interest at the rate of 5.00% as at March 31, 2024 and is repayable in 20 quarterly installments commencing from September, 2019. (Previous Year ₹ 0.73 Million)

**(d) Maturity profile of long-term borrowings:****31 March 2025**

Particulars	Within 1 year	1 - 2 years	2 - 5 years	More than 5 Years	Total
Rupee term loan from bank	11.50	6.25	15.62	-	33.37
Foreign currency term loan from bank	41.42	10.35	-	-	51.77
Loan from Financial Institutions	-	-	-	-	-
<b>TOTAL</b>	<b>52.92</b>	<b>16.60</b>	<b>15.62</b>	<b>-</b>	<b>85.14</b>

**31 March 2024**

Particulars	Within 1 year	1 - 2 years	2 - 5 years	More than 5 Years	Total
Rupee term loan from bank	7.30	40.31	-	-	47.61
Foreign currency term loan from bank	40.35	40.34	10.09	-	90.78
Loan from Financial Institutions	2.06	-	-	-	2.06
<b>TOTAL</b>	<b>49.71</b>	<b>80.65</b>	<b>10.09</b>	<b>-</b>	<b>140.45</b>

**(e) Details of working capital limits from banks:**

1. The working capital facility from Axis bank amounting to ₹ Nil as at March 31, 2025 (sanctioned limit ₹ 150 Million) carries an interest of 3 months MCLR and is secured by way of first pari passu charge on entire current assets of the company (both present and future) along with HDFC Bank Ltd.
  2. The working capital facility from HDFC bank amounting to ₹ Nil as at March 31, 2025 (sanctioned limit ₹ 150 Million) carries an interest of REPO rate plus spread of 3% and is secured by way of first pari passu charge on entire current assets of the company (both present and future) along with Axis bank Ltd.
  3. First pari passu charge to HDFC bank on Industrial land and building situated at Plot No 141/2 and 142, IDA, Phase -II, Cherlapally, Hyderabad- 500051 as collateral security.
  4. The working capital facility from HDFC bank amounting to ₹ Nil as at March 31, 2025 (Sanctioned limit ₹ 9 Million) carries an interest of 3 Months T Bill plus spread of 2.12% and is secured by way of primary charge on book debts and fixed deposits of the company and this working capital facility is closed during the year and No Due Certificate has been received from the bank before March 31, 2025.
- (f) There were no defaults as on current balance sheet date and previous year in repayment of all the above borrowings and interest thereon
- (g) The company has used the borrowings from Banks and Financial Institutions for the specific purpose for which it was taken at the Balance sheet date.
- (h) Company's borrowings from Banks on the basis of security of current assets, the quarterly returns or statements filed by the company with Banks are in agreement with the books of account.
- (i) Company is not a declared wilful defaulter by any Bank or Financial Institution or other lender.
- (j) There are no charges or satisfaction which are yet to be registered with ROC beyond the statutory period in respect of the above borrowings.

(Amount in INR millions, unless otherwise stated)

### 17 Provisions

Particulars	As at 31 March 2025	As at 31 March 2024
<b>(A) Non-current</b>		
Provision for employee benefits		
- Gratuity, funded*	84.20	80.12
- Compensated absences	34.56	37.93
<b>TOTAL</b>	<b>118.76</b>	<b>118.05</b>
<b>(B) Current</b>		
Provision for employee benefits		
- Gratuity, funded*	20.98	21.46
- Compensated absences	11.72	12.56
<b>TOTAL</b>	<b>32.70</b>	<b>34.02</b>

\*Refer note 38B for details of gratuity obligation

### 18 Other non-current liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred grant income related to Property, Plant & Equipment*	82.17	53.27
<b>TOTAL</b>	<b>82.17</b>	<b>53.27</b>

**Note:**

- i) Waiver of duty on import of plant and equipment under Export Promotion Capital Goods (EPCG) Scheme relating to duty waiver received. There are no contingencies attached to these grants except the fulfilment of export obligations. As these grants are relating to Plant and equipments, the same has been capitalised and amortised over the useful life of respective assets.

### 19 Trade payables

Particulars	As at 31 March 2025	As at 31 March 2024
Outstanding dues of micro enterprises and small enterprises	38.89	24.42
Outstanding dues of creditors other than micro enterprises and small enterprises	66.04	57.88
<b>TOTAL</b>	<b>104.93</b>	<b>82.30</b>

**Note:**

- (i) Detailed disclosure relating to supplier registered under MSMED Act are given below.
- (ii) Trade Payables due to related parties as at March 31, 2025 is ₹ 6.24 Mn (March 31, 2024: ₹ 0.94 Mn)



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

### Disclosures under Micro, Small and Medium Enterprises Development Act, 2006 [MSMED Act]

Particulars	As at 31 March 2025	As at 31 March 2024
<b>(a) Amount remaining unpaid to any supplier at the end of each accounting year:</b>		
Principal	38.89	24.42
Interest	-	-
<b>Total</b>	<b>38.89</b>	<b>24.42</b>
(b) The amount of interest paid by the buyer 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 each accounting year.	-	-
(c) 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.	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	-	-

**Note:** The Micro, Small and Medium enterprises have been identified by the Management on the basis of information available with the Company and have been relied upon by the auditors.

#### 31 March 2025

Particulars	Outstanding for following periods from due date of payment				
	< 1 Year	1-2 Years	2-3 Years	> 3 Years	Total
(i) MSME	38.89	-	-	-	38.89
(ii) Others	63.35	0.11	0.43	2.15	66.04
(iii) Disputed dues –MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>TOTAL</b>	<b>102.24</b>	<b>0.11</b>	<b>0.43</b>	<b>2.15</b>	<b>104.93</b>

#### 31 March 2024

Particulars	Outstanding for following periods from due date of payment				
	< 1 Year	1-2 Years	2-3 Years	> 3 Years	Total
(i) MSME	24.42	-	-	-	24.42
(ii) Others	55.95	0.43	0.28	1.22	57.88
(iii) Disputed dues –MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
<b>TOTAL</b>	<b>80.37</b>	<b>0.43</b>	<b>0.28</b>	<b>1.22</b>	<b>82.30</b>

(Amount in INR millions, unless otherwise stated)

## 20 Other current financial liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Other Current Financial Liabilities (Unsecured)		
Unclaimed dividends*	2.22	1.88
Creditors for capital expenditure	109.36	90.37
Revenue expenses payable	219.84	149.07
<b>TOTAL</b>	<b>331.42</b>	<b>241.32</b>

### Note:

\* Unclaimed dividends do not include any amount outstanding and due to be credited to investor education and protection fund.

## 21 Other Current Liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred grant income related to Property, Plant & Equipment (Refer note no 18)	15.03	8.45
Advances from customers	66.95	48.70
Statutory Dues	39.73	24.76
<b>TOTAL</b>	<b>121.71</b>	<b>81.91</b>

## 22 Revenue from Operations

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Sale of services - Testing and Analysis *	3,439.82	2,885.95
<b>TOTAL</b>	<b>3,439.82</b>	<b>2,885.95</b>
<b>Revenue disaggregation by geography is as follows:#</b>		
Revenue from Foreign countries	1,363.65	866.22
Revenue from country of domicile-India	2,076.17	2,019.72
<b>TOTAL</b>	<b>3,439.82</b>	<b>2,885.94</b>

# Geographical revenue is allocated based on the location of the customers.

\* Includes revenues relating to lab setup services provided under SCA amounting ₹ 4.30 Mn considered for services rendered for year ended 31st March,2025 and ₹ 2.36 Mn for year ended 31st March,2024.



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

### 23 Other Income

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>i) Interest income on:</b>		
- Bank deposits	13.57	11.52
- Deposits with State Electricity Corporation	1.40	1.41
- Interest Income on fair value measurement	0.69	0.42
- Income tax refund	-	0.05
- Employees loans	0.05	0.05
<b>ii) Others</b>		
- Liabilities no longer required written back	2.34	5.97
- Government Grant	12.04	10.19
- Gain on foreign currency transactions and translations (net)	6.27	1.74
- Miscellaneous receipts	3.91	0.10
- Royalty Income	1.85	-
- Profit on Sale of Property, Plant and Equipment	0.28	5.65
<b>TOTAL</b>	<b>42.40</b>	<b>37.10</b>

### 24A Cost of material consumed and testing expenditure

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>(A) Cost of materials consumed</b>		
Inventory at the beginning of the year	246.91	225.18
Add : Purchases	438.33	367.20
Less : Inventory at the end of the year	250.56	246.91
<b>SUB - TOTAL (A)</b>	<b>434.68</b>	<b>345.47</b>
<b>(B) Testing expenditure</b>		
Sample preparation, data generation, inspection & testing expenditure	141.82	98.18
Carriage Inwards	6.94	6.29
Power and fuel	116.70	116.73
Water Charges	10.03	6.50
<b>SUB - TOTAL (B)</b>	<b>275.49</b>	<b>227.70</b>
<b>TOTAL (A) + (B)</b>	<b>710.17</b>	<b>573.17</b>

### 24B Cost of Lab setup under Service Concession arrangement

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Cost of National Food Laboratory set up in JNPT Mumbai Under Service Concession arrangement (Refer note 41)	4.30	2.36
<b>TOTAL</b>	<b>4.30</b>	<b>2.36</b>

(Amount in INR millions, unless otherwise stated)

### 25 Changes in inventories of Work-in Progress

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Opening Work-in-Progress	-	1.04
Less : Closing Work-in-Progress	-	-
<b>Decrease/(Increase) in Work-in-Progress</b>	<b>-</b>	<b>1.04</b>

### 26 Employee benefits expense

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Salaries and wages	789.36	740.20
Directors remuneration	57.36	39.82
Contribution to provident and other funds	42.30	39.55
Expenses on Employee Stock Option scheme *	18.50	15.53
Gratuity	20.04	14.62
Compensated absences	17.74	18.46
Staff welfare expenses	24.88	23.58
<b>TOTAL</b>	<b>970.18</b>	<b>891.76</b>

\* Pursuant to shareholders approval, the company has formulated 'Vimta Labs Employee Stock Option Plan 2021 (VLESOP-2021)' to grant, offer and issue options to the employees of the Company.

In respect of stock options granted pursuant to the Company's stock options plan, the fair value of the options is accounted as employee compensation expense over the vesting period. Consequently, the amount of employee benefits expense includes ₹18.50 million for year ended March 31, 2025 and ₹15.53 million for year ended March 31, 2024.

### 27 Finance costs

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Interest on term loans	10.06	12.46
Interest on working capital loans	3.27	2.38
Interest expense on fair value measurement	0.57	0.41
Bank charges	3.16	4.17
Exchange differences regarded as an adjustment to borrowing cost	1.94	1.59
<b>TOTAL</b>	<b>19.00</b>	<b>21.01</b>



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

### 28 Other expenses

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Rent	17.97	17.07
Rates, taxes, duties and levies	32.74	24.12
Insurance	9.62	7.52
Repairs and maintenance to:		
- Plant and Machinery	121.45	117.49
- Buildings	12.20	13.45
- Vehicles	7.06	5.40
Advertisement and sales promotion	7.22	6.86
Commission	70.99	63.37
Travelling and conveyance	74.40	69.38
Communication expenses	18.92	17.48
Printing and Stationery	13.54	12.08
Books and periodical	0.08	0.10
Professional and consultancy services	53.86	41.95
Membership and subscriptions	6.60	2.47
House Keeping and premises maintenance	18.29	13.15
Security charges	8.74	7.13
Recruitment and training expenses	2.20	1.19
Payment to auditors :		
- as auditors	1.78	1.63
- for tax audit	0.21	0.18
- for limited review reports	0.62	0.62
- reimbursement of expenses	0.05	0.03
Software charges	6.56	2.42
Loss on foreign currency transactions and translations (net)	-	0.01
Bad debts written off	17.71	26.53
Impairment loss on receivables	14.10	9.42
Corporate Social Responsibility expenses	11.62	10.08
Miscellaneous expenses	7.15	6.10
<b>TOTAL</b>	<b>535.68</b>	<b>477.23</b>

(Amount in INR millions, unless otherwise stated)

**29 Tax Expense**

Particulars	Year Ended 31 March 2025	Year Ended 31 March 2024
<b>(A) Tax expense charged to Statement of Profit and Loss</b>		
<b>Current tax (I)</b>		
Current tax expense for current year (including tax on disposal of discontinued operations)	217.26	163.30
Current tax expense pertaining to prior years	(2.35)	5.42
	<b>214.91</b>	<b>168.72</b>
<b>Deferred tax (II)</b>		
Deferred tax expense for current year (including discontinued operations)	15.72	(34.00)
	<b>15.72</b>	<b>(34.00)</b>
<b>Total tax expense recognised in current year (I + II)</b>	<b>230.63</b>	<b>134.72</b>
<b>(B) Tax expense charged to Other Comprehensive Income</b>	<b>(0.13)</b>	<b>(0.78)</b>
<b>(C) Reconciliation of tax expense</b>		
Profit before tax (Including discontinued operations)	<b>904.05</b>	<b>544.81</b>
Tax expense at applicable tax rates March 31, 2025: 25.17% (March 31, 2024: 25.17%;)	218.54	137.13
Tax expense on disposal of discontinued operations at applicable rates March 31, 2025: 14.3%	5.12	-
Tax effect of adjustments to reconcile expected tax expense to reported tax expense:		
- adjustment for previous years	(2.35)	5.42
- items (deductible)/disallowed for tax	9.32	(7.83)
Tax expense reported in Statement of Profit and Loss	<b>230.63</b>	<b>134.72</b>



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

### 30 Earnings per share

Basic earnings per share amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

The following are the income and share data used in the basic and diluted EPS computations:

Particulars	Year Ended 31 March 2025	Year Ended 31 March 2024
Profit including discontinued operations attributable to equity holders (in ₹ Million)	673.42	410.09
Profit including discontinued operations attributable to equity holders adjusted for the effect of dilution (in ₹ Million)	673.42	410.09
Weighted average number of equity shares for basic EPS (in No's)	2,22,34,512	2,21,50,331
Add: Effect of ESOP which are dilutive in nature	3,18,838	3,28,948
Weighted average number of equity shares adjusted for the effect of dilution (in No's)	2,25,53,350	2,24,79,279
Face Value per share (₹)	2.00	2.00
Basic Earnings per share (₹)	30.28	18.51
Diluted Earnings per share (₹)	29.86	18.24

### 31 Fair value measurements

The following table shows the carrying amount and fair value of financial assets and financial liabilities:

Particulars	Note No.	As at 31 March 2025	As at 31 March 2024
<b>Financial Assets</b>			
Loans (current and non-current)	7	0.81	0.83
Trade receivables (net)	11	1,062.43	869.95
Cash and cash equivalents	12A	158.36	134.41
Bank balances other than Cash and cash equivalents	12B	171.07	123.48
Other financial assets	13A & 13B	42.09	46.08
		<b>1,434.76</b>	<b>1,174.75</b>
<b>Financial Liabilities</b>			
Borrowings (current and non-current)	16A & 16B	85.15	191.89
Trade Payables	19	104.93	82.30
Other financial liabilities	20	331.42	241.32
		<b>521.50</b>	<b>515.51</b>

The Company's principal financial liabilities comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, cash and cash equivalents and other bank balances that derive directly from its operations.

The carrying amounts of trade receivables, trade payables and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature. The difference between carrying amounts and fair values of bank deposits, other financial assets, other financial liabilities and borrowings subsequently measured at amortised cost is not significant in each of the years presented. For all other amortised cost instruments, carrying value represents the best estimate of fair value. For financial assets measured at fair values, the carrying amounts are equal to the fair values.

(Amount in INR millions, unless otherwise stated)

### 32 Financial risk management objectives and policies

The Company's activities expose it to a variety of financial risks, including market risks, credit risks and liquidity risks. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the Audit Committee is responsible for overseeing the Company's risk assessment and management policies and processes. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken.

#### (i) Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices, will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long-term debt. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

##### a) Foreign Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency) in United States Dollar ('USD'), Euro ('EUR'), Great Britain Pound ('GBP'), Canadian dollar ('CAD') and borrowings in USD.

The Company's exposure to foreign currency risk from non-derivative financial instruments at the end of the financial year, are as follows:

Particulars	As at 31 March 2025		As at 31 March 2024	
	Foreign Currency	Amounts in ₹ Mns	Foreign Currency	Amounts in ₹ Mns
<b>United States Dollar</b>				
Assets - Trade Receivables	5.13	439.36	2.75	229.31
Assets - Vendor Advances	-	0.01	-	0.01
Assets - Cash & Bank Balances	0.10	8.21	0.06	4.86
Liabilities - Trade Payables	(0.41)	(34.76)	(0.36)	(29.63)
Liabilities - Borrowings	(0.60)	(51.77)	(1.09)	(90.78)
Liabilities - Customer Advances	(0.29)	(25.14)	(0.26)	(21.62)
<b>Euro</b>				
Assets - Trade Receivables	0.86	79.05	0.24	22.01
Liabilities - Customer Advances	(0.06)	(5.71)	(0.02)	(1.63)
Assets - Vendor Advances	-	0.09	-	-
Liabilities - Trade Payables	(0.09)	(8.29)	-	(0.09)
<b>Great Britain Pound</b>				
Assets - Trade Receivables	-	0.04	0.03	2.70
Liabilities - Trade Payables	-	(0.25)	-	(0.24)
Assets - Vendor Advances	-	0.18	-	0.13
Liabilities - Customer Advances	-	-	(0.02)	(2.05)
<b>Canadian Dollar</b>				
Liabilities - Customer Advances	-	(0.01)	-	(0.01)



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

The following exchange rates have been applied at the end of the financial year:

Particulars	Year End Spot Rate	
	As at 31 March 2025	As at 31 March 2024
United States Dollar	85.5814	83.3739
Euro	92.3246	90.2178
Great Britain Pound	110.7389	105.2935
Canadian dollar	59.6757	61.6209

### Foreign currency sensitivity

The impact on the Company's profitability and equity is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives are as follows:

Particulars	Impact on Profit		Impact on Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
<b>31 March 2025</b>				
5% Sensitivity* of:				
United States Dollar	16.80	(16.80)	12.57	(12.57)
Euro	3.26	(3.26)	2.44	(2.44)
Great Britain Pound	-	-	-	-
Canadian dollar	-	-	-	-
<b>31 March 2024</b>				
5% Sensitivity* of:				
United States Dollar	4.61	(4.61)	3.45	(3.45)
Euro	1.01	(1.01)	0.76	(0.76)
Great Britain Pound	0.03	(0.03)	0.02	(0.02)
Canadian dollar	-	-	-	-

\* Holding all other variables constant

### b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's fixed rate borrowings are carried at amortised cost and hence are not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates. Further, the Company's investments in deposits is with banks and electricity authorities and therefore do not expose the Company to significant interest rates risk. The Company's main interest rate risk arises from borrowings with variable rates, which expose it to cash flow interest rate risk.

The Company's exposure to fixed rate and variable rate instruments at the end of the financial year, are as follows:

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Fixed rate instruments</b>		
Financial assets	275.13	249.52
Financial liabilities	-	2.06
<b>Variable rate instruments</b>		
Financial liabilities	85.14	189.83

(Amount in INR millions, unless otherwise stated)

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	As at 31 March 2025	As at 31 March 2024
Interest rates increase by 100 basis points *	0.85	1.90
Interest rates decrease by 100 basis points *	(0.85)	(1.90)

\* Holding all other variables constant

**c) Price risk**

The Company does not have any investments which are classified in the balance sheet either as fair value through OCI or at fair value through profit or loss. Hence, the Company is not exposed to any price risk.

**ii) Credit risk**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

**Trade and other receivables**

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. The credit quality of a customer is assessed based on an extensive credit rating scorecard, internal evaluation and individual credit limits. The Company evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on the payment profiles of sales over the last 12 quarters before the reporting date and the corresponding historical credit losses experienced at the end of each quarter. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The expected credit loss assessment from customers as at March 31, 2025 are as follows:

Particulars	Gross carrying amount	Expected credit losses	Carrying amount of trade receivables
<b>31 March 2025</b>			
Upto 180 days	974.03	8.49	965.54
Over 180 days	169.38	72.49	96.89
<b>Total</b>	<b>1,143.41</b>	<b>80.98</b>	<b>1,062.43</b>
<b>31 March 2024</b>			
Upto 180 days	757.16	9.13	748.03
Over 180 days	203.87	81.95	121.92
<b>Total</b>	<b>961.03</b>	<b>91.08</b>	<b>869.95</b>

**Collateral held as security and other credit enhancements**

The Company does not collect any collateral or other credit enhancements to cover its credit risks associated with its financial assets.

**Financial assets that are neither past due nor impaired**

Other than trade receivables, the Company has no significant class of financial assets that is past due but not impaired.



(Amount in INR millions, unless otherwise stated)

**Financial assets that are not due and past due but not impaired**

The Company's credit period for customers generally ranges from 0 - 180 days. The aging of trade receivables that are not due and past due but not impaired is given below:

Period in days	As at 31 March 2025	As at 31 March 2024
Upto 180 days	965.54	748.03
Over 180 days	96.89	121.92
	<b>1,062.43</b>	<b>869.95</b>

**iii) Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out by the Company in accordance with practice and limits set by the management. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

The Company had following working capital at the end of the reporting years :

Particulars	As at 31 March 2025	As at 31 March 2024
Current assets	1,878.16	1,575.97
Current liabilities	643.67	540.70
<b>Working capital</b>	<b>1,234.49</b>	<b>1,035.27</b>

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments at the reporting period:

Particulars	As at 31 March 2025	As at 31 March 2024
Less than 1 year		
- Borrowings	52.91	49.71
- Trade payables	102.24	80.37
- Other financial liabilities	331.42	241.32
1 to 2 years		
- Borrowings	16.62	80.65
- Trade payables	0.11	0.43
2 to 5 years		
- Borrowings	15.62	10.09
- Trade payables	2.58	1.50
More than 5 years		
- Borrowings	-	-
- Trade payables	-	-

(Amount in INR millions, unless otherwise stated)

**iv) Excessive risk concentration**

Concentrations arise when a number of counter parties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly. Selective hedging is used within the Company to manage risk concentrations at both the relationship and industry levels.

**33 Contingent liabilities & Commitments (to the extent not provided for)**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>A. Contingent liabilities</b>		
<b>Claims against the Company not acknowledged as debts in respect of:</b>		
(i) Employees provident fund demand not provided for (pending before the Employees' Provident Funds Appellate Tribunal)	8.70	8.70
(ii) Good & Service Tax for FY 2017-18 #	4.95	4.95
	<b>13.65</b>	<b>13.65</b>
# The company has made an application for waiver of Interest & Penalty of ₹ 4.95 millions under section 128A of CGST Act, 2017.		

**Bank Guarantees** **13.79** **36.14**

**Note:**

- (a) Bank Guarantees are issued to meet certain business obligations towards government agencies and certain customers.
- (b) Based on the Supreme Court Judgment dated February 28, 2019, the Company was required to reassess the components to be included in the basic salary for the purposes of deduction of Provident Fund. On the basis of legal advice, the management has determined that there is no impact of the aforesaid ruling on the financial statements of the Company.
- (c) The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020, and has invited suggestions from stakeholders which are under consideration by the Ministry. The company will assess the impact and its evaluation once the subject rules are notified and will give appropriate impact in its financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.
- (d) The amounts disclosed above represents our best estimates and the uncertainties are dependent on the outcome of the legal processes initiated by the Company or the claimant as the case may be.

**B. Commitments**

Particulars	As at 31 March 2025	As at 31 March 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	242.69	346.53

**C. Impact of pending Litigations:**

There are no material pending litigations against the company, which will impact its financial position.

**34 Leases**

The Company's significant leasing arrangements are in respect of operating leases for premises. The leasing arrangements are generally cancellable leases which range between 1 year to 5 years and are usually renewable by mutual consent on agreed terms.

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>Total rental expense relating to operating lease</b>	17.97	17.08
- Non-cancellable	-	-
- Cancellable	17.97	17.08



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

### 35 Research and development expenditure

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>Aggregate amount of research and development expenditure recognised as an expense during the year</b>		
Revenue Expenditure	6.69	10.38
Capital Expenditure	16.42	12.17
	<b>23.11</b>	<b>22.55</b>

### 36 Corporate social responsibility expenditure (CSR)

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Gross amount required to be spent during the year	11.62	10.08
Amount spent during the year on:		
(i) On Construction/acquisition of any asset	-	-
(ii) On purposes other than (i) above	11.62	10.08
<b>Unspent amount</b>	-	-
Total of Previous Year Shortfall	-	-
Current Year	-	-
Previous Year	-	-
Reason for Shortfall	NA	NA
Details of Related Party Transactions	Nil	Nil
Movement of Provisions made in earlier years	Nil	Nil

### Nature of activities undertaken by the company during FY 2024-25:

S. No	Nature of Activities	Implemented Through	Amount Utilised ₹ Mn
1	To run schools, Hostels, and other institutions to promote education in villages and tribal areas in the State.	Vidya Bharathi	2.00
2	Supporting people having deformities and disabilities, with reconstructive surgery	Narsing Swain Memorial Trust (Akar Asha)	1.00
3	Provides nutritious mid-day meals to children, conducts health camps and life skills trainings to students	Akshaya Patra Foundation	1.00
4	A foundling home that aids and works with the railway police to identify orphans, senior citizens who lost their bearings and unite them to their relatives.	Venkata Subba Reddy Memorial Foundation	0.30
5	Development of the deaf community, enhancing the quality of life, providing educational facilities, promoting social and cultural awareness while working towards independence and barrier free communication for the deaf.	Deaf Enabled Foundation	0.20
6	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects	Wisdom Educational Trust	0.10
7	To empower underprivileged and rural youth in Telangana and Andhra Pradesh dedicated to nurture young aspirants who dream of serving our nation in the State Government and Central Government's Police and Armed Forces.	Paravasthu Creative Foundation	0.50
8	Disaster management including relief, rehabilitation and reconstruction activities	Smart Andhra Pradesh Foundation	3.00
9	Disaster management including relief, rehabilitation and reconstruction activities	TG Disaster Management	2.00
10	Eradicating hunger, poverty and malnutrition	Amma Charitable Trust	0.30
11	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water	People For Animals	0.20
12	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Aashyam Parents Association	0.82
13	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Andhra Mahila Sabha	0.20
	<b>Total Spent amount</b>		<b>11.62</b>

(Amount in INR millions, unless otherwise stated)

**37 Related Party Disclosures**

**(A) Names of related parties and nature of relationship**

<b>Name of the Related Parties</b>	<b>Nature of Relationship</b>
<b>(i) Key Management Personnel (KMP)</b>	
Dr. S P Vasireddi	Executive Chairman
Harita Vasireddi	Managing Director
Harriman Vungal	Executive Director (ED) - Operations
Satya Sreenivas Neerukonda	Executive Director
D R Narahai Naidu (upto 10.12.2024)	Chief Financial Officer
Siva Rama Krishna Kambhampati (from 06.03.2025)	Chief Financial Officer
Sujani Vasireddi	Company Secretary
<b>(ii) Independent Directors - KMP</b>	
Y Prameela Rani	
Sanjay Dave	
G Purnachandra Rao	
Dr. Yadagiri R Pendri	
<b>(iii) Relatives of Key Management Personnel</b>	
V V Prasad	Brother of Chairman
Sireesh Chandra Vungal	Son of ED - Operations
Sudheshna Vungal	Daughter of ED - Operations
Praveena Vasireddi	Daughter of Chairman
Rajeswari Vungal	Wife of ED - Operations
Rajya Lakshmi Vasireddi	Mother of Company Secretary
Swarnalatha Vasireddi	Wife of Chairman
<b>(iv) Companies in which some of the Directors or other relatives are interested</b>	
Bloomedha Info Solutions Private Limited	
Covide Business Integrated Private Limited	
Escientia Biopharma Private Limited	
Escientia Advanced Sciences Private Limited	
Escientia Life Sciences Private Limited	
Avanti Frozen Foods Private Limited	
Krishna Institute of Medical Sciences Limited	
Maximus ARC Limited	
SPANV Medisearch Lifesciences Private Limited	
KIMS Hospital Kurnool Private Limited	
KIMS Manavata Hospitals Private Limited (upto 23.11.2024)	
Avanti Pet Care Private Limited	
Saveera Institute of Medical Sciences Private Limited	
Avanti Feeds Limited	
Avantel Limited	
Sarvejana Healthcare Private Limited	
<b>(v) Person(s) or Entity holding 10% or more Equity Shares in the company</b>	
Eurofins Analytical Services India Pvt Ltd	
Dr. S P Vasireddi	
<b>(vi) Entities which shareholders holding 10% or more Equity Shares in the company are interested</b>	
Eurofins Amar Immuno Diagnostics Pvt Ltd	
Eurofins DiscoverX Products, LLC	



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

### (B) Details of transactions with related parties in the ordinary course of business:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
<b>(i) Remuneration to Key Management Personnel (KMP) #</b>		
<b>(a) Short Term Employee Benefits (Monthly Remuneration)</b>		
Dr. S P Vasireddi	18.00	13.50
Harita Vasireddi	12.00	12.00
Harriman Vungal	12.00	12.00
Satya Sreenivas Neerukonda	12.00	12.00
D R Narahai Naidu	6.82	4.63
Siva Rama Krishna Kambhampati	0.36	-
Sujani Vasireddi	4.05	3.17
<b>(b) Commission on Profits (As per terms of appointment)</b>		
Dr. S P Vasireddi	2.40	-
Harita Vasireddi	3.60	-
Harriman Vungal	2.40	-
Satya Sreenivas Neerukonda	3.60	-
<b>(c) Post-Employment Benefits</b>		
Dr. S P Vasireddi	2.16	1.62
Harita Vasireddi	1.44	1.44
Harriman Vungal	1.44	1.44
Satya Sreenivas Neerukonda	1.44	1.44
D R Narahai Naidu	0.02	0.02
Siva Rama Krishna Kambhampati	-	-
Sujani Vasireddi	0.46	0.35
<b>(ii) Rent paid to Key Management Personnel (KMP)</b>		
Harriman Vungal	-	0.04
<b>(iii) Remuneration to relatives of Key Management Personnel (KMP) #</b>		
<b>(a) Short Term Employee Benefits</b>		
Sireesh Chandra Vungal	6.72	6.40
Sudheshna Vungal	3.14	2.70
Praveena Vasireddi	3.84	2.46
<b>(b) Post-Employment Benefits</b>		
Sireesh Chandra Vungal	0.81	0.77
Sudheshna Vungal	0.38	0.32
Praveena Vasireddi	0.34	0.30
# Remuneration is inclusive of Provident Fund but excluding gratuity and leave encashment. As the future liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the Key Management Personnel and their relatives is not ascertainable and, therefore, not included above.		
<b>(iv) Short Term Benefits (Sitting Fees) to KMP - Independent Directors</b>		
Y Prameela Rani	0.23	0.28
Sanjay Dave	0.26	0.28
G Purnachandra Rao	0.26	0.28
<b>(v) Value of Services received (Purchase of goods/services)</b>		
Bloomedha Info Solutions Private Limited	0.42	2.61
Covide Business Integrated Private Limited	-	0.03
Eurofins Analytical Services India Pvt Ltd	3.36	2.15
Eurofins DiscoverX Products, LLC	27.61	12.08
<b>(vi) Value of Services Provided (Sale of Services)</b>		
Escientia Biopharma Private Limited	0.11	1.33
Escientia Advanced Sciences Private Limited	4.85	6.40
Avanti Feeds Limited	0.40	-
Avantel Limited	3.37	-
Avanti Frozen Foods Private Limited	-	0.16
Krishna Institute of Medical Sciences Limited	-	0.99

(Amount in INR millions, unless otherwise stated)

**(C) Balances payable/(receivable)**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>(i) Dues Payable/(Receivable) to KMPs and their relatives:</b>		
Dr. S P Vasireddi	2.23	-
Harita Vasireddi	2.84	-
Harriman Vungal	2.07	-
Satya Sreenivas Neerukonda	2.84	-
Sujani Vasireddi	0.20	-
D R Narahai Naidu	-	-
Sudheshna Vungal	0.18	-
Praveena Vasireddi	0.31	0.01
Sireesh Chandra Vungal	0.14	(0.20)
Siva Rama Krishna Kambhampati	0.36	-
<b>(ii) Others Payable / (Receivable)</b>		
Bloomedha Info Solutions Private Limited	-	0.94
Avanti Frozen Foods Private Limited	(0.04)	(0.08)
Escientia Biopharma Private Limited	-	(0.06)
Krishna Institute of Medical Sciences Limited	-	(0.04)
Eurofins DiscoverX Products, LLC	6.24	-
Avantel Limited	(0.02)	-
Escientia Advanced Sciences Private Limited	(0.97)	(2.22)

**38 Employee benefits**

**(A) Defined Contribution Plans**

The Company has recognised the following amounts in the Statement of Profit and Loss:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Employers' Contribution to Provident Fund	48.77	42.19
Employers' Contribution to Employee State Insurance	3.07	3.30

**(B) Defined benefit plans**

- (i) The Company provides for gratuity to employees working in India as per the Payment of Gratuity Act, 1972. Under the gratuity plan, every employee who has completed at least five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service. The level of benefits provided depends on the member's length of service and salary at retirement age.

Amounts recognised in the Statement of Profit and Loss are as follows:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Current service cost	11.00	9.50
Past service cost	-	-
Net Interest Cost/(Income) on the Net Defined Benefit Liability/(Asset)	7.25	5.12
<b>Total amount recognized in the Statement Profit and Loss</b>	<b>18.25</b>	<b>14.62</b>



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

### Amounts recognised in Other Comprehensive Income are as follows:

Particulars	Year ended 31 March 2025	Year ended 31 March 2024
Actuarial losses		
- change in demographic assumptions	-	-
- change in financial assumptions	2.07	0.45
- experience variance (i.e. Actual experience vs assumptions)	(0.75)	2.51
Return on plan assets, excluding amount recognised in net interest expense	(0.82)	0.15
<b>Total amount recognised in the other comprehensive income</b>	<b>0.50</b>	<b>3.11</b>

### Changes in present value of defined benefit obligation representing reconciliation of opening and closing balances thereof are as follows:

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Present value of obligation at the beginning of the year</b>	104.03	89.90
Current service cost	11.00	9.50
Interest Expense or Cost	6.57	5.49
<u>Re-measurement (or Actuarial) (gain) / loss arising from:</u>		
- change in demographic assumptions	-	-
- change in financial assumptions	2.07	0.45
- experience variance (i.e. actual experience v/s assumptions)	(0.75)	2.53
Past service cost	-	-
Benefits paid	(15.51)	(3.84)
<b>Present value of obligation at the end of the year</b>	<b>107.41</b>	<b>104.03</b>

### Changes in the Fair Value of Plan Assets are as follows:

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Fair Value of Plan Assets as at the beginning of the year</b>	2.45	5.04
Investment Income	(0.68)	0.37
Employer's Contribution	15.15	1.01
Benefits Paid	(15.51)	(3.84)
Return on plan assets, excluding amount recognised in net interest expense	0.82	(0.13)
<b>Fair Value of Plan Assets as at the end of the year</b>	<b>2.23</b>	<b>2.45</b>

### The net liability disclosed above relates to funded and unfunded plans are as follows:

Particulars	As at 31 March 2025	As at 31 March 2024
Present value of defined benefit obligation	(107.41)	(104.03)
Fair value of plan assets	2.23	2.45
<b>Net Asset/(Liability)</b>	<b>(105.18)</b>	<b>(101.58)</b>

(Amount in INR millions, unless otherwise stated)

The assumptions used in accounting for the gratuity plan are set out as below:

Particulars	As at 31 March 2025	As at 31 March 2024
Discount rate (per annum)	6.57%	7.17%
Salary growth rate (per annum)	4.00%	4.00%
Mortality rate (% of IALM 12-14)	100.00%	100.00%
Normal retirement age (as per Company's policy)	60 and 70	60 and 70
Attrition / Withdrawal rate (per annum)	20.00%	20.00%

The estimates of future salary increase considered in actuarial valuation taken into account of inflation, seniority, promotions and other relevant factors such as supply and demand in the employment market. The Company evaluates these assumptions annually based on its long-term plans of growth and industry standards.

#### Impact on defined benefit obligation

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Discount Rate</b>		
1% increase	103.43	100.66
1% decrease	110.50	107.66
<b>Salary Growth Rate</b>		
1% increase	110.71	107.99
1% decrease	103.12	100.27
<b>Attrition Rate</b>		
50% increase	107.93	105.76
50% decrease	102.66	98.68
<b>Mortality Rate</b>		
10% increase	106.86	104.06
10% decrease	106.81	104.01

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

#### Risk exposure

Through its defined benefit plans, 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 current investment patterns in the economy; if plan assets underperform this yield, this will create a deficit. The plan asset investments are subject to interest rate risk. The Company has a risk management strategy where the aggregate amount of risk exposure is maintained at a fixed range. Any deviations from the range are corrected by rebalancing the investments. The Company intends to maintain the investment pattern in the continuing years.
- Changes in bond yields:** A decrease in bond yields will increase plan liabilities, although this will be partially offset by an increase in the value of the plans' bond holdings.
- Life expectancy:** The defined benefit obligation is to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plans' liabilities. This is particularly significant where inflationary increases result in higher sensitivity to changes in life expectancy.



(Amount in INR millions, unless otherwise stated)

**Defined benefit liability and employer contributions**

The following contributions and expected undiscounted future benefit payments:

Particulars	As at 31 March 2025	As at 31 March 2024
0 - 1 Year	25.02	23.91
2 - 5 Years	68.94	68.04
6 - 10 Years	28.72	30.82
More than 10 Years	14.67	14.97

The weighted average duration of the defined benefit plan obligation at the end of the reporting period is 4.86 years (31 March 2024: 4.85 years).

Expected Contribution to the plan for the next annual period ₹ 17.53 millions.

- (ii) The Company provides for accumulation of compensated absences by certain categories of its employees. These employees can carry forward a portion of their unutilised compensated absences and utilise/encash them in future periods as per the Company's policy. The Company records a liability for compensated absences in the period in which the employee renders the services that increases this entitlement.

**39. Details of discontinued operations:**

The company wide Business Transfer Agreement (BTA) dated August 30, 2024 entered into with Thyrocare Technologies Limited (Buyer) for sale and transfer of its Diagnostic and Pathological services business (Business) under slump sale, for a consideration of ₹ 70 million, transferred the said Business to the buyer on October 11, 2024. In addition to the above consideration, the company through the Brand and Trademarks License Agreement (BTLA) with the buyer, will receive a Brand Royalty fee of 5% of the Revenue from this business over a period of at least 2 years from the date of actual transfer of business.

**a. The results of discontinued operations are as follows**

Particulars	Year Ended 31 March 2025	Year Ended 31 March 2024
<b>I. Income</b>		
Revenue from Operations	145.15	296.67
Other Income	0.03	2.96
<b>Total Income</b>	<b>145.18</b>	<b>299.63</b>
<b>ii. Expenses</b>		
Cost of material consumed and testing expenditure	92.86	186.25
Employee benefits expense	43.28	101.06
Finance costs	0.12	0.21
Depreciation & Amortisation expense	4.45	10.52
Other expenses	40.69	81.83
<b>Total Expenses</b>	<b>181.40</b>	<b>379.86</b>
<b>Profit/(Loss) before Exceptional Items</b>	<b>(36.22)</b>	<b>(80.23)</b>
<b>Exceptional Items</b>	-	-
<b>iii. Profit/(Loss) before tax from discontinued operations [I-II]</b>	<b>(36.22)</b>	<b>(80.23)</b>
<b>iv. Tax expense related to discontinued operations</b>		
(a) Current tax	-	-
(b) Prior year tax adjustments	-	-
(c) Deferred tax (benefit)/expense	3.06	(2.21)
<b>Total Tax Expense</b>	<b>3.06</b>	<b>(2.21)</b>
<b>v. Profit/(Loss) for the period from discontinued operations [III-IV]</b>	<b>(39.28)</b>	<b>(78.02)</b>
<b>vi. (a) Profit before tax on disposal of discontinued operations</b>	<b>50.27</b>	-
(b) Tax expense related to discontinued operations	5.12	-
(c) Profit on disposal of discontinued operations	45.15	-
<b>vii. Profit from discontinued operations (V+VI)</b>	<b>5.87</b>	<b>(78.02)</b>

(Amount in INR millions, unless otherwise stated)

**b. Details of disposal of discontinued operations**

Particulars	Year Ended 31 March 2025
Proceeds from slump sale of business	70.00
Less: Carrying amount of net assets transferred	19.73
Less: Costs incurred on slump sale of business	-
<b>Profit before tax on disposal of discontinued operations</b>	<b>50.27</b>
Less: Tax expense related to discontinued operations	5.12
<b>Profit on disposal of discontinued operations</b>	<b>45.15</b>

**c. The Carrying amount of assets and liabilities as at the date of sale were as follows**

Particulars	10 October 2024
Property, plant and equipment	13.93
Inventory	17.17
Trade Receivables	2.35
Other Financial Assets	0.60
<b>Total Assets</b>	<b>34.04</b>
Trade Payables	13.43
Other financial liabilities and provisions	0.89
<b>Total Liabilities</b>	<b>14.31</b>
<b>Net Assets transferred</b>	<b>19.73</b>

**d. Cash Flow Statement**

Particulars	As at 31 March 2025	As at 31 March 2024
<b>Cash Flows from</b>		
- Operating Activities	(23.35)	(77.28)
- Investing Activities	45.15	(1.46)
- Financing Activities	0.12	0.21
<b>Total</b>	<b>21.92</b>	<b>(78.53)</b>

**40 Segment Reporting**

The Managing Director of the company has been identified as the Chief Operating Decision Maker (CODM) as required by Ind AS 108 Operating Segments. The Company is in the business of providing contract research and testing services. The Managing Director reviews the operations of the Company as one operating segment taking into account the nature of the business, the organization structure, internal reporting structure and risk and rewards. Hence no separate segment information has been furnished herewith.

**41 Capital management and ratios**

The Company's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors capital on the basis of the following gearing ratio i.e. Net debt (total borrowings net of cash and cash equivalents) divided by total equity (as shown in the balance sheet):



## Notes forming part of the Financial Statements

(Amount in INR millions, unless otherwise stated)

Particulars		As at 31 March 2025	As at 31 March 2024
Equity Share Capital		44.47	44.34
Other Equity		3,744.01	3,096.82
<b>Total Equity</b>	(i)	<b>3,788.48</b>	<b>3,141.16</b>
Long-term borrowings		32.24	90.74
Short-term borrowings		52.91	101.15
Less: Cash and Cash equivalents		158.36	134.41
<b>Total Debt</b>	(ii)	<b>(73.21)</b>	<b>57.48</b>
Overall financing	(iii) = (i) + (ii)	3,715.27	3,198.64
<b>Gearing ratio*</b>	<b>(ii)/ (iii)</b>	<b>*</b>	<b>1.80%</b>

\* As at 31 March 2025 borrowings are lower than the Cash and Cash equivalents and Bank Deposits resulting in a negative net debt.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period. Further there were no changes were made in the objectives, policies or processes for managing capital for the year ended March 31, 2025.

### Ratios as per Schedule III requirements

Particulars	31 March 2025	31 March 2024	% change from 31 March 2024 to 31 March 2025	Reason for % change from previous year
(a) Current Ratio	2.92	2.91	0%	
(b) Debt-Equity Ratio	0.02	0.06	-63%	Due to repayment of borrowings
(c) Debt Service Coverage ratio	7.83	12.20	-36%	Due to Increase in Earnings & repayment of debt
(d) Inventory Turnover Ratio	2.86	2.43	18%	
(e) Trade Payable Turnover Ratio	4.68	3.24	45%	Due to re-payment of trade payables
(f) Net Profit Ratio	19.41%	16.91%	15%	Due to higher Operating Revenues
(g) Return on Equity Ratio	17.62%	15.54%	13%	Due to increase in EBIT
(h) Return on Investment Ratio	5.92%	4.52%	31%	Due to higher realization & deployment of funds in FD's
(i) Trade Receivables Turnover Ratio	3.56	3.46	3%	
(j) Net Capital Turnover Ratio	2.79	2.79	0%	
(k) Return on Capital Employed	22.73%	18.70%	22%	Due to increase in EBIT

**Note:** The Above Ratio's are computed for continuing operations only and previous year ratios were regrouped accordingly.

(Amount in INR millions, unless otherwise stated)

**Formula used to compute ratios:**

Ratio	Formula
(a) Current Ratio	Current Assets / Current Liabilities
(b) Debt-Equity Ratio	Total debt / Total equity
(c) Debt Service Coverage ratio	Earnings available for debt services(i.e., EBIT+Depreciation and Amortization) / Total interest and principal repayments
(d) Inventory Turnover Ratio	Cost of goods sold / Average inventory
(e) Trade Payable Turnover Ratio	Total purchases / Average trade payables
(f) Net Profit Ratio	Net profit after tax / Revenue from Operations
(g) Return on Equity Ratio	Net profit after tax / Equity
(h) Return on Investment Ratio	Interest Income / Average Investment in Fixed Deposits
(i) Trade Receivables Turnover Ratio	Revenue from operations / Average trade receivables
(j) Net Capital Turnover Ratio	Revenue from operations / Net Working capital (Net working capital = current assets - current liabilities)
(k) Return on Capital Employed	Earnings before interest and taxes (EBIT) / Capital Employed

**42** The Company had entered into a Public Private Partnership (PPP) agreement with Food Safety and Standards Authority of India (FSSAI) on June 29, 2021 to setup, operate and transfer (SOT) a National food Testing Laboratory (NFL) in JNPT, Mumbai. In accordance with the provisions of Ind AS 115, this arrangement has been considered as a “Service Concessionaire Arrangement” (SCA) and accordingly, revenue and costs are allocatable between those relating to lab setup services and those relating to operation and maintenance services. Further, the Company has acquired the right to charge the customer for the services to be rendered which has been assessed as an intangible asset.

Consequently, the amount of revenues from operations and lab setup expenses includes ₹ 4.3 million for year ended March 31, 2025 and ₹ 2.36 million for year ended March 31, 2024, respectively representing the revenues relating to lab setup services provided under SCA, the costs of fulfilling the contract and the right to charge the customer for the services to be rendered, respectively.

**43** Pursuant to the Scheme of Amalgamation (“the Scheme”) under Section 230 to 232 of the Companies Act, 2013 sanctioned by the Hon’ble National Company Law Tribunal, Hyderabad bench vide order dated 23rd January 2025, EMTAC Laboratories Private Limited (EMTAC), a wholly owned Subsidiary of the Company has been amalgamated with the Company on the appointed date, i.e., 1<sup>st</sup> April, 2024. In terms of the Scheme, the assets and liabilities of EMTAC have been vested with the Company and have been accounted in accordance with the “Pooling of Interest Method” as laid down in Appendix - C, of Indian Accounting Standard i.e, Ind. AS 103 - Business Combinations. Accordingly, the comparative financial information for the year ended 31<sup>st</sup> March, 2024 have been restated by duly including the figures of the said subsidiary.

As the EMTAC is an wholly owned subsidiary, No shares were issued as consideration on Amalgamation

The difference between the assets, liabilities and acquired reserves were transferred to Retained Earnings.

Details of Assets, Liabilities & Reserves of EMTAC as on appointed date i.e., April 1, 2024:

Particulars	Amount
Property, Plant and Equipment	23.39
Other Financial assets	0.74
Other non-current assets	0.43
Trade receivables	6.55
Cash and cash equivalents	13.14
Bank balances other than (ii) above	0.37
Other current assets	1.56
<b>Total Assets</b>	<b>46.17</b>
Retained Earnings	5.55
Deferred tax liabilities (Net)	0.77
Provisions - Non Current	0.45
Trade Payables	0.53
Other financial liabilities	0.96
Other current liabilities	3.62
Provisions - Current	0.12
<b>Total Liabilities &amp; Reserves</b>	<b>12.00</b>
<b>Net Assets/ (Liabilities and reserves) (A)</b>	<b>34.16</b>
Investment cancellation (B)	61.50
<b>Amount adjusted in Retained earnings (A-B)</b>	<b>(27.33)</b>



- 44** Disclosure U/s.186(4) of the Companies Act, 2013. During the year under review, The Company has not given any loans, made Investment, given Guarantee, provided Security to any others.
- 45** Disclosure pursuant to requirements of Rule 11(e) (i) & (ii) of the Companies (Audit and Auditors) Rules
- (i) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”) with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).
  - (ii) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 46 Other Statutory Information**
- (i) The Company has no transactions with companies struck off under Sec.248 of the companies Act, 2013 or Sec.560 of the Companies Act, 1956.
  - (ii) The Company does not have any 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
  - (iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
  - (iv) No Proceeding has been initiated or pending against the Company under the Benami Transactions (Prohibition) Act, 1988 and the rules made thereunder.
  - (v) The Company has complied with the number of layers prescribed under Clause 87 of Sec.2 of the Act read with the Companies (Restriction on number of layers) Rules 2017.
  - (vi) The Company has not granted loans or advances in the nature of loans to the promoters, directors or KMPs and the related parties as defined in the companies act, 2013 either severally or jointly with any other person that are repayable on demand or without specifying terms or period of repayment.
- 47** Previous year figures have been regrouped/reclassified wherever necessary to correspond with the current year classification and disclosure.

Per our report of even date attached.

**For Gattamaneni & Co**  
Chartered Accountants  
Firm Registration No. 009303S

**For and on behalf of the Board of Directors**

**Dr. S. P. Vasireddi**  
Executive Chairman  
DIN : 00242288

**Harita Vasireddi**  
Managing Director  
DIN: 00242512

**Harriman Vungal**  
ED-Operations  
DIN : 00242621

**G. Srinivasa Rao**  
Partner  
Membership No. 210535

**G Purnachandra Rao**  
Director  
DIN : 00876934

**K. Siva Rama Krishna**  
Chief Financial Officer

**Sujani Vasireddi**  
Company Secretary

Place: Hyderabad  
Date : April 28, 2025

Place: Hyderabad  
Date : April 28, 2025



# 2025 Annual Report

## CONTACT US

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