Gayatri BioOrganics Limited

CIN: L24110TG1991PLC013512

35th Annual Report 2025-26

COMPANY INFORMATION

BOARD OF DIRECTORS

1. **Mr. T.V. Sandeep Kumar Reddy - Chairman and Non-Executive Director(DIN:00005573)
2. *Mr. K. Sreedhara Reddy - Whole-time Director (DIN: 09608890)
3. Mr. P. V. Narayana Rao - Independent Director (DIN: 07378105)
4. Ms. Meenakshi Ramchand Sachdeva - Independent Director (DIN: 09715062)
5. Mr. Srinivas Iduri - Independent Director (DIN: 05192362)

*Change in designation to Chairman and Managing Director w.e.f. 05.08.2026

** Resigned w.e.f. 05.08.2026

CHIEF FINANCIAL OFFICER

Mr. Achanta Prabhakar Rao

COMPANY SECRETARY

Ms. Huda Khan

STATUTORY AUDITOR:

M/s. MGR & Co., Chartered Accountants,
Flat No 101, Suranjana Empire Estates,
Dwarakapuri Colony Panjagutta, Hyderabad - 500082
Cell: 96763 99599/ 040-48561999
Email: camgr9@gmail.com

INTERNAL AUDITOR:

Vas & Co.,
Chartered Accountants,
Office: 5-2-392/5, Hyderbasthi,
R. P. Road, Secunderabad.
Email: gurazadass@yahoo.com

SECRETARIAL AUDITOR:

M/s. Vivek Surana & Associates
Practicing Company Secretaries
Plot No. 8-2-603/23/3, 2nd Floor,
Road No. 10, Banjara Hills,
Hyderabad – 500034, Telangana

REGISTRAR AND SHARE TRANSFER AGENT:

M/s. Venture Capital & Corporate Investments Private Limited
Address: “AURUM”, 4th & 5th Floors,
Plot No.57, Jayabheri Enclave Phase – II,
Gachibowli, Hyderabad-500032, Telangana
Ph: 040-23818475/23818476
Fax: 040-23868024

E-mail: info@vccipl.com
Website: www.vccilindia.com

REGISTERED OFFICE:

B3, 3rd Floor, 6-3-1090, TSR Towers,
Raj Bhavan Road, Somajiguda,
Hyderabad – 500082, Telangana

AUDIT COMMITTEE:

1. Mr. P. V. Narayana Rao	-	Chairperson
2. Mr. Srinivas Iduri	-	Member
3. Ms. Meenakshi Ramchand Sachdeva	-	Member

NOMINATION & REMUNERATION COMMITTEE:

1. Mr. P. V. Narayana Rao	-	Chairperson
2. Mr. Srinivas Iduri	-	Member
3. Ms. Meenakshi Ramchand Sachdeva	-	Member

STAKEHOLDER RELATIONSHIP COMMITTEE:

1. Ms. Meenakshi Ramchand Sachdeva	-	Chairperson
2. Mr. P. V. Narayana Rao	-	Member
3. Mr. K. Sreedhara Reddy	-	Member

INDEPENDENT DIRECTORS:

1. Mr. P. V. Narayana Rao
2. Ms. Meenakshi Ramchand Sachdeva
3. Mr. Srinivas Iduri

LISTING

BSE Limited
CIN: L24110TG1991PLC013512
ISIN: INE052E01015

CONTACT DETAILS

Tel	:	040-66100111, 66100222
E-Mail	:	info@gayatribioorganics.com
Website	:	www.gayatribioorganics.com

BANKERS

Yes Bank Limited
Axis Bank Limited

NOTICE

Notice is hereby given that the 35th Annual General Meeting of the members of the Gayatri BioOrganics Limited will be held on Wednesday, the 23rd day of September, 2026 at 11:00 a.m. through Video Conferencing/ Other Audio Visual Means (OAVM), to transact the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2026 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.

2. To appoint a Director in place of Mr. Sreedhara Reddy Kanaparthi (DIN: 09608890) who retires by rotation and being eligible offers himself for re- appointment.

SPECIAL BUSINESS:

3. APPROVAL FOR CHANGE OF NAME OF THE COMPANY FROM "GAYATRI BIOORGANICS LIMITED" TO "ANANTH BIOORGANICS LIMITED:

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 4, 13, 14 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and subject to such approvals, permissions, sanctions and consents as may be required from the Registrar of Companies and other statutory, regulatory and governmental authorities, consent of the Members of the Company be and is hereby accorded for change of name of the Company from 'Gayatri BioOrganics Limited' to 'Ananth BioOrganics Limited'.

RESOLVED FURTHER THAT the change of name shall be effective from the date of issue of the fresh Certificate of Incorporation by the Registrar of Companies consequent upon the change of name.

RESOLVED FURTHER THAT upon the change of name becoming effective,

1. Clause I of the Memorandum of Association of the Company be and is hereby substituted with the following clause:

   "I. The name of the Company is 'Ananth BioOrganics Limited'."

2. The Articles of Association of the Company be and are hereby altered by substituting the name 'Gayatri BioOrganics Limited' wherever appearing therein, with 'Ananth BioOrganics Limited'.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution."

4. **CHANGE IN DESIGNATION OF MR. SREEDHARA REDDY KANAPARTHI (DIN: 09608890) FROM WHOLE-TIME DIRECTOR TO CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY.**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules made thereunder, and pursuant to the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for change in designation of Mr. Sreedhara Reddy Kanaparthi (DIN: 09608890) from Whole-time Director to Chairman and Managing Director of the Company, with effect from 5th August, 2026, for a period of three (3) years w.e.f. 05.08.2026 to 04.08.2029, initially without any remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution."

5. **ADOPTION OF NEW MEMORANDUM OF ASSOCIATION IN CONFORMITY WITH THE PROVISIONS OF COMPANIES ACT, 2013:**

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

"RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the new draft Memorandum of Association as submitted before the meeting, be and is hereby approved and adopted in substitution of, and to the entire exclusion of, the existing Memorandum of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution."

6. **ADOPTION OF NEW ARTICLES OF ASSOCIATION IN CONFORMITY WITH THE PROVISIONS OF 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** pursuant to provisions of Section 5 read with Section 14 and all other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the new draft Articles as contained in the Articles of Association submitted be and are hereby approved and adopted in substitution, and to the entire exclusion of the regulations contained in the existing Articles of Association of the Company.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution.”

For and on behalf of the Board of
Gayatri BioOrganics Limited

Sreedhara Reddy Kanaparthi
Whole-time Director
DIN: 09608890

Place: Hyderabad
Date: 04.08.2026

NOTES:

1. In pursuance of Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings, details in respect of the Directors seeking appointment/ re-appointment at the AGM, form part of this Notice.

2. Ministry of Corporate Affairs vide General Circular No.03/2025 dated September 22, 2025, has permitted the holding of the Annual General Meeting ("AGM") through Video Conference/Other Audio Visual Means, without the physical presence of the Members at a common venue. Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Circulars issued by MCA and SEBI, the AGM of the Company is being conducted through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

3. The Deemed Venue of the 35th AGM of the Company shall be its Registered Office.

4. Since the AGM will be held through VC/OAVM (e-AGM), the Route Map for venue of AGM is not annexed to the Notice.

5. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum of the AGM under Section 103 of the Act.

6. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the Financial Year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/DPs, a letter providing the web-link of the Annual Report, being sent to those members who have not registered their e-mail address, is available on the Company's website https://www.gayatribio organics.com/annual.html Members may note that the Notice of the AGM and the Annual Report for the Financial Year 2025-26 will also be available on the website of the Company at https://www.gayatribioorganics.com/annual.html and the website of the Stock Exchange i.e. at www.bseindia.com

7. 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.

8. To avoid fraudulent transaction(s), the identity/ signature of the Members holding shares in electronic/ demat form is verified with the specimen signatures furnished by NSDL/ CDSL and members holding shares in physical form is verified as per the records of the R&T Agent of the Company. Members are requested to keep the same updated.

9. Pursuant to the provisions of the Act and other applicable Regulations, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on their behalf and the proxy need not be a Member of the Company. However since this AGM is being held pursuant to the MCA/SEBI Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will also not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to the Notice.

10. Corporate/institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPG format) of the relevant Board Resolution/Authority Letter / Power of Attorney etc. together with attested specimen signature of the duly authorised signatory(ies) who is /are authorised to vote, to the Scrutinizer through e-mail at info@gayatribioorganics.com .

11. Recent circular requires submission of Aadhaar /PAN number by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit Aadhaar card/PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their Aadhaar card/PAN details to the Company/ Registrar and Share Transfer Agents (Venture Capital Corporate Investments Private Limited)

12. Members holding shares in the same name under different ledger folios are requested to apply for Consolidation of such folios and send the relevant share certificates to Venture Capital Corporate Investments Private Limited., Share Transfer Agents of the Company for their doing the needful.

13. Members are requested to send their queries at least 5 days before the date of meeting so that information can be made available at the meeting.

14. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the Company and correspond with them directly regarding share transfer/transmission /transposition, Demat/Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.

15. In terms of Section 72 of the Companies Act, 2013, a member of the Company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the Company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.

16. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.

17. The company has appointed M/s. Vivek Surana & Associates, Practicing Company Secretaries, as scrutinizer of the company to scrutinize the voting process.

18. Since securities of the Company are traded compulsorily in dematerialized form as per SEBI mandate, members holding shares in physical form are requested to get their shares dematerialized at the earliest.

19. The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

20. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection at the AGM.

21. THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

(i) The voting period begins on Sunday, 20.09.2026 at 09:00 a.m. and ends on Tuesday, 22.09.2026 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 (record date) of Wednesday, 16.09.2026 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.

(iv) 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.

(v) 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.

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

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

	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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 **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@ cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

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

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

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on “Shareholders” module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. 1. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(ii) After entering these details appropriately, click on “SUBMIT” tab.

(iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(v) Click on the EVSN for the relevant Gayatri BioOrganics Limited on which you choose to vote.

(vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xiii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@gayatribioorganics.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 18002109911

22. OTHER INSTRUCTIONS:

(i) The voting rights of shareholders shall be in proportions to the shares held by them in the paid equity share capital of the Company as on the cut-off date i.e. Wednesday, 16.09.2026.

(ii) The Scrutinizer shall after the conclusion of the Voting at the Annual General Meeting first count the votes cast at the meeting and thereafter unblock the votes cast though remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make not later than 2 working days of conclusion of the meeting a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or person authorized by him.

(iii) Voting is provided to the members through e-voting and at the Annual General Meeting of the Company. A Member can opt for only one mode of voting i.e. either through e-voting or at the Annual General Meeting of the Company.

(iv) If a Member cast votes by both modes, then voting done through e-voting shall prevail.

(v) The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.gayatribioorganics.com and on the website of CDSL and will be communicated to the BSE Limited.

23. Relevant documents referred to in the accompanying Notice, as well as Annual Report is open for inspection at the Registered Office of the Company, during the office hours, on all working days up to the date of Annual General Meeting.

SEBI has notified vide Notification No. SEBI/LAD-NRO/GN/2018/24 that securities of the listed companies can be transferred only in dematerialized form. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares held by them in physical form.

For and on behalf of the Board of
Gayatri BioOrganics Limited

Sreedhara Reddy Kanaparthi
Whole-time Director
DIN: 09608890

Place: Hyderabad
Date: 04.08.2026

Annexure (for item no.2)

As required under Regulation 36 (3) of the SEBI (LODR), Regulations, 2015 and Secretarial Standards -2, brief particulars of the Directors seeking appointment/re-appointment are given as under

Name of the Director	Mr. Sreedhara Reddy Kanaparthi
Date of Birth and Age	19.08.1976 and 50 years
Brief Resume including Qualification and Experience	Mr. Sreedhara Kanaparthi Reddy is a dynamic leader with a global network in the USA, India, China, Middle East and Europe. Brief Profile - management experience in handling mid and large companies in India and abroad after persuading his Masters in Business Administration in 1999- 2001. The past 20 years of using technology to improve human lives have been the epitome of creativity Education.
Date of First Appointment in the Board	14-07-2022
Expertise in specific functional areas	Administration
Shareholding in the Company	Nil
Relationship with other Directors, Key Managerial Personnel	Nil
Directorship in other Companies	Dhuta Overseas Education & Immigration (OPC) Private Limited
Membership / Chairmanship in committee of the other companies	Nil
Names of Listed entities in which the person also holds the Directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	Nil
skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable

Terms and conditions of Re-appointment	Appointed for a period of three (3) years w.e.f. 05.08.2026 to 04.08.2029
Remuneration last drawn	Nil
Remuneration sought to be paid	--
Justification for the remuneration sought to be paid	--
Number of Board Meetings attended during the year	7/7

EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015]

ITEM NO.3

APPROVAL FOR CHANGE OF NAME OF THE COMPANY FROM “GAYATRI BIOORGANICS LIMITED” TO “ANANTH BIOORGANICS LIMITED

In view of the change in the Management and strategic direction of the company, it was proposed that the company's name be changed from “Gayatri BioOrganics Limited" to ‘Ananth BioOrganics Limited’, to better reflect its new leadership, vision, and future business objectives.

The current management believes that adopting a new company name will:

- Represent the new ownership and management structure.
- Align the company's brand with its revised mission and long-term goals.
- Enhance the company's market identity and corporate image.
- Eliminate any confusion associated with the previous management.
- Support future business growth and expansion initiatives.

The proposed change of name is intended solely to align the Company's corporate identity with the new management. There is no change in the main objects, business activities, or nature of the business of the Company. The Company will continue to carry on its existing business in accordance with the objects contained in its Memorandum of Association.

The proposed change of name will not affect:

- The legal status or constitution of the Company.
- The rights or obligations of the Company.
- Any existing contracts, agreements, licenses, permits, or approvals.

The said proposal for change of name of the company has been approved by the Board of Directors subject to consent of the members and other statutory and regulatory approvals.

The necessary application in the prescribed form, seeking availability of the proposed name(s) was filed with the MCA.

As per the provisions of sub-sections (1) and (2) of section 13 of the Companies Act, 2013, the change of name of a company is to be previously approved by the shareholders by way of a special resolution and also by the Central Government (power delegated to Registrar of Companies).

Accordingly, in light of the explanation furnished above, your Board of Directors recommends the special resolution set out in the Notice for your approval.

Certificate by M/s. M G R & Co., Chartered Accountants, pursuant to Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to this Explanatory Statement.

None of the Directors or Key Managerial Personnel or any relative of any of the Directors/ Key Managerial Personnel of the Company are, in any way, concerned or interested, financially or otherwise, in the resolution.

MGR & CO
CHARTERED ACCOUNTANTS

HYDERABAD OFF:
Flat No: 101, Suranjana Empire Estates,
Dwarakapuri Colony, Punjagutta, Hyderabad 500082

To
The Board of Directors
GAYATRI BIOORGANICS LIMITED
(CIN: L24110TG1991PLC013512)
B3, 3rd Floor, 6-3-1090, TSR Towers,
Raj Bhavan Road, Somajiguda,
Hyderabad – 500082, Telangana

Sub: Certificate pursuant to Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') in respect of proposed change in name of the Company.

We, MGR & CO, Chartered Accountants (Firm Registration No. 012787S), have been requested by **GAYATRI BIOORGANICS LIMITED** ("Company") to issue this certificate in connection with the proposed change in the name of the Company from **"GAYATRI BIOORGANICS LIMITED"** to **"ANANTH BIOORGANICS LIMITED"**.

Our certification is based on our examination of the relevant books of account, statutory records, Memorandum and Articles of Association, financial statements, documents and other information and explanations made available to us by the management of the Company.

In respect of compliance with the conditions prescribed in Regulation 45(1) of the SEBI Listing Regulations with regard to the proposed change in name of the Company, we hereby certify as under:

(a) Period since last change in name

The name of the Company has not been changed during the preceding one year. The last change in name of the company was effected on 13th February, 2008.

(b) Change in business activity

The proposed change in the name of the Company does not involve any change in the business activity, principal business activity or objects of the Company.

The proposed new name **"ANANTH BIOORGANICS LIMITED"** is reflective of and aligned with the existing business activities of the Company and does not suggest commencement of any new business activity or project.

Accordingly, the condition prescribed under Regulation 45(1)(b) of the SEBI Listing Regulations is not applicable to the Company.

MGR & CO * FRN No: 012787S Chartered Accountants *

HO : BHIMAVARAM: 24-3-11/201, Suma Sri Residency, Main Street, Sriramapuram, Bhimavaram, Andhra Pradesh -534202
Phone: 9676399599

BO : MUMBAI: AKT House, Plot No C1 B 4/32., Opp. Artist Village Busstand, Near Arenja Complex, Sec8, CBD Belapur, Mumbai-400614.
Email: camgr9@gmail.com

MGR & CO
CHARTERED ACCOUNTANTS

HYDERABAD OFF:
Flat No: 101, Suranjana Empire Estates,
Dwarakapuri Colony, Punjagutta, Hyderabad 500082

(c) Investment in new activity / project

The Company has not invested any amount in any new activity or project, as there is no change in the business activity of the Company.

Accordingly, the condition prescribed under Regulation 45(1)(c) of the SEBI Listing Regulations is not applicable to the Company.

This certificate is issued at the request of the Company for inclusion in the Explanatory Statement forming part of the Notice convening the General Meeting of the Members of the Company and for submission to the Stock Exchange(s) and/or other regulatory authorities, as may be required.

For MGR & CO
Chartered Accountants
Firm Registration No.: 012787S

MGR & CO
FRN No: 012787S
Chartered Accountants

M.G. Rao
Partner
Membership No.: 029893
UDIN: 26029893LXVUKZ1215

Place: Hyderabad
Date: 04.08.2026

HO : BHIMAVARAM: 24-3-11/201, Suma Sri Residency, Main Street, Sriramapuram, Bhimavaram, Andhra Pradesh -534202
Phone: 9676399599

BO : MUMBAI: AKT House, Plot No C1 B 4/32., Opp. Artist Village Busstand, Near Arenja Complex, Sec8, CBD Belapur, Mumbai-400614.
Email: camgr9@gmail.com

ITEM NO.4

CHANGE IN DESIGNATION OF MR. SREEDHARA REDDY KANAPARTHI (DIN: 09608890) FROM WHOLE-TIME DIRECTOR TO CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY

Mr. Sreedhara Reddy Kanaparthi (DIN: 09608890) is presently serving as the Whole-time Director of the Company. Considering his experience, knowledge, expertise and contribution towards the affairs and management of the Company, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, at its meeting held on 04th August, 2026, approved change in designation of Mr. Sreedhara Reddy Kanaparthi from Whole-time Director to Chairman and Managing Director of the Company, with effect from 05th August, 2026, for a period of three (3) years, from 05.08.2026 to 04.08.2029, subject to the approval of the Members of the Company.

The proposed change in designation is intended to entrust Mr. Sreedhara Reddy Kanaparthi with enhanced responsibility for providing leadership and strategic direction to the Company and overseeing its overall management and affairs.

The terms and conditions of his appointment, including remuneration, shall be in accordance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as applicable, and as approved by the Board of Directors and the Members of the Company.

Approval of the Members of the Company by way of Special resolution is sought for appointment of Mr. Sreedhara Reddy Kanaparthi (DIN:09608890) as a Chairman and Managing Director of the Company with effect from 05.08.2026 to 04.08.2029 for a period of 3 years initially at a nil remuneration with liberty to the Board of directors to fix, alter or vary from time to time the terms and conditions of the said appointment including the remuneration in such manner as it may deem fit within the limits in that behalf contained in Schedule V of the said Act including any Statutory modification(s) in force or that may hereinafter be made thereto and as may be agreed by the Board of Directors and Mr. Sreedhara Reddy Kanaparthi.

Mr. Sreedhara Reddy Kanaparthi is not disqualified from being appointed or continuing as a Director under Section 164 of the Companies Act, 2013. He has also given his consent to act as Chairman and Managing Director of the Company and the requisite declarations have been received by the Company.

The Board is of the opinion that the knowledge, experience and expertise of Mr. Sreedhara Reddy Kanaparthi are beneficial to the Company and that his re-designation as Chairman and Managing Director will contribute to the growth and development of the Company.

Your directors recommend the Resolution No.4 of the Notice for the approval of the Members as a Special Resolution.

Except Mr. Sreedhara Reddy Kanaparthi, None of the Directors or Key Managerial Personnel or any relative of any of the Directors/ Key Managerial Personnel of the Company are, in any way, concerned or interested, financially or otherwise, in the resolution.

ITEM NO.5

ADOPTION OF NEW MEMORANDUM OF ASSOCIATION IN CONFORMITY WITH THE PROVISIONS OF COMPANIES ACT, 2013

The Memorandum of Association of the Company (“Memorandum”) presently in force was adopted pursuant to the provisions of the Companies Act, 1956. The Companies Act, 2013 has since come into force and replaced the relevant provisions of the Companies Act, 1956. Accordingly, certain provisions and references contained in the existing Memorandum require modification to align the same with the provisions of the Companies Act, 2013 and the rules made thereunder.

In view of the above, it is proposed to alter and adopt the Memorandum of Association of the Company so as to bring the same in conformity with the provisions of the Companies Act, 2013 and the rules made thereunder.

The proposed amended Memorandum incorporates the necessary changes required pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder. The proposed amended Memorandum of Association is placed before the Members for their consideration and approval.

A copy of the proposed amended Memorandum of Association is available for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, Sundays and public holidays, during business hours, from the date of dispatch of this Notice up to 23rd September, 2026. The proposed amended Memorandum shall also be available for inspection at the venue of the meeting during the meeting.

The Board of Directors of the Company, at its meeting held on 04.08.2026, considered and approved the proposed alteration of the Memorandum of Association and recommends the Special Resolution as set out at Item No. 5 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel or any relative of any of the Directors/ Key Managerial Personnel of the Company are, in any way, concerned or interested, financially or otherwise, in the resolution.

ITEM NO.6:

ADOPTION OF NEW ARTICLES OF ASSOCIATION IN CONFORMITY WITH THE PROVISIONS OF COMPANIES ACT, 2013

The Articles of Association of the Company (“Articles”) as currently in force was adopted pursuant to the provisions under the Companies Act, 1956. The Companies Act, 1956 has been superseded by the Companies Act, 2013. The references to specific sections of the Companies Act, 1956 in the existing Articles of Association is hence to be amended to align the extant Articles with the provisions of the Companies Act, 2013 and rules thereunder. Salient aspects of the proposed amended Articles:

Under the proposed amended Articles, salient aspects of sections of Table-F of Schedule I to the Companies Act, 2013 which sets out the model articles of association for a Company limited by shares have been adopted. As mentioned in the previous para, changes that are required to be carried out pursuant to the Companies Act, 2013 and rules thereunder coming into force have been duly carried out. A copy of the amended proposed Articles is enclosed to this Notice for consideration / approval of the Members.

The resolutions as set out in item no. 6 have been recommended by the Board of Directors for approval of the Members by special resolution.

The proposed new draft of Articles of Association is also available for inspection by the Members at the Registered Office of the Company on any working day excluding public holidays and Sunday from the date of dispatch of this Notice up to 23rd September, 2026.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way are concerned or interested, financially or otherwise, in the Special Resolution set out at item No. 6 of the Notice.

For and on behalf of the Board of
Gayatri BioOrganics Limited

Sreedhara Reddy Kanaparthi
Whole-time Director
DIN: 09608890

Place: Hyderabad
Date: 04.08.2026

BOARD'S REPORT

To the Members,

The Directors have pleasure in presenting before you the 35th Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2026.

1. FINANCIAL SUMMARY/HIGHLIGHTS:

The performance during the period ended 31st March, 2026 has been as under:

(Rs. in lakhs)

Particulars	2025-26	2024-25
Revenue from operations	-	-
Other income	-	-
Profit/loss before Depreciation, Finance Costs,	(75.41)	(44.97)
Exceptional items and Tax Expense	-	-
Less: Depreciation/ Amortisation / Impairment	-	-
Profit /loss before Finance Costs, Exceptional items and Tax Expense	(75.41)	(44.97)
Less: Finance Costs	35.77	27.68
Share of loss of an Associate	-	-
Profit /loss before Exceptional items and Tax Expense	(111.18)	(72.65)
Add/(less): Exceptional items	-	-
Profit /loss before Tax Expense	(111.18)	(72.65)
Less: Tax Expense (Current & Deferred)	-	-
Profit /loss for the year (1)	(111.18)	(72.65)
Total Comprehensive Income/loss (2)	-	-
Total (1+2)	(111.18)	(72.65)
Balance of profit /loss for earlier years	-	-
Less: Transfer to Reserves	-	-
Less: Dividend paid on Equity Shares	-	-
EPS (in Rs.)	(0.14)	(0.09)

2. REVIEW OF OPERATIONS:

The Company has not generated any revenue for the FY 2025-26 and the Previous FY 2024-25.

The company has incurred a net loss of Rs. 111.18 Lakhs for the financial year 2025-26 as against the net loss of Rs. 72.65 lakhs for the previous year.

3. DIVIDEND:

Your Directors have decided not to recommend any dividend for the year 2025-26.

4. BUSINESS UPDATE AND STATE OF COMPANY'S AFFAIRS:

The information on Company's affairs and related aspects is provided under Management Discussion and Analysis report, which has been prepared, inter-alia, in compliance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and forms part of this Report.

5. RESERVES:

The Closing balance of reserves, including retained earnings, of the Company as at March 31st, 2026 is Rs. (3700.49) Lakhs.

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

During the period under review and the date of Board's Report there was no change in the nature of Business.

7. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There were no material changes and commitments affecting financial position of the company between 31st March and the date of Board's Report (i.e. 04.08.2026)

8. REVISION OF FINANCIAL STATEMENTS:

There was no revision of the financial statements for the year under review.

9. SHARE CAPITAL:

During the year under review, the authorized share capital of the Company stands at Rs. 90,00,00,000/- divided into 9,00,00,000 equity shares of Rs.10/- each.

The paid-up share capital of the Company stands at Rs. 78,78,81,420/- divided into 7,87,88,142 equity shares of Rs.10/- each.

10. UNPAID / UNCLAIMED DIVIDEND:

There is no unpaid or unclaimed dividend with the company till date.

11. INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”) read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (“IEPF”), constituted by the Central Government.

During the Year, no amount of dividend was unpaid or unclaimed for a period of seven years and therefore no amount is required to be transferred to Investor Education and Protection Fund under the Section 125(1) and Section 125(2) of the Act.

12. APPOINTMENT / RE-APPOINTMENT / RESIGNATION / RETIREMENT OF DIRECTORS /CEO/ CFO AND KEY MANANGERIAL PERSONNEL:

During the financial year and Subsequent to Financial Year, the following changes took place in the composition of the Board of Directors and Key Managerial Personnel (KMP) of the Company:

Appointments / Re-appointments:

- Appointment of Mr. Srinivas Iduri as Independent Director of the company w.e.f. 28.05.2025.
- Re-designation of Ms. Meenakshi Ramchand Sachdeva from Non- Executive Non-Independent Director to Independent Director of the company w.e.f. 28.05.2025.
- Re-appointment of Mr. Sreedhara Reddy Kanaparthi as Whole-time Director w.e.f. 14.07.2025.
- Appointment of Ms. Huda Khan as the Company Secretary and Compliance Officer of the Company w.e.f. 15.09.2025.
- Change in designation of Mr. Sreedhara Reddy Kanaparthi from Whole-time Director to Chairman and Managing Director of the Company, with effect from 05.08.2026.

Resignations:

- Resignation of Mr. Murali Vittala as an Independent Director of the company w.e.f. 28.05.2025.
- Resignation of Mr. Ramachandra Seshaprasad Chodavarapu as Independent Director of the company w.e.f. 28.05.2025
- Resignation of Mr. Aamir Tak as Company Secretary and Compliance Officer of the company w.e.f. 17.06.2025.

The Board places on record sincere appreciation for the services rendered by the resigning directors/KMP during their tenure.

13. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS:

The Company has received declarations from Mr. P. V. Narayana Rao, Ms. Meenakshi Ramchand Sachdeva and Mr. Srinivas Iduri independent directors of the company to the effect that they are meeting the criteria of independence as provided in Sub-section (6) of Section 149 of the Companies Act, 2013 and under regulation 16(1)(b) read with regulation 25 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

The Independent Directors have also confirmed that they have complied Company's Code of Conduct. In terms of Regulations 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

During the year, Independent Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board of Directors and Committee(s).

All the Independent Director of the Company, has successfully passed/exempted from requirement of passing the Online Proficiency Self-Assessment Test conducted by the Indian Institute of Corporate Affairs in terms of the applicable provisions of the Companies Act 2013 and the relevant rules made thereunder, considering their extensive experience and expertise.

14. CONFIRMATION AND OPINION OF THE BOARD ON INDEPENDENT DIRECTORS:

All the Independent Directors of the Company have given their respective declaration/ disclosures under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations and have confirmed that they fulfil the independence criteria as specified under section 149(6) of the Act and Regulation 16 of the Listing Regulations and have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. Further, the Board, after taking these declarations/disclosures on record and acknowledging the veracity of the same, concluded that the Independent Directors are persons of integrity and possess the relevant expertise and experience to qualify as Independent Directors of the Company and are Independent of the Management.

The Board opines that all the Independent Directors of the Company strictly adhere to corporate integrity, possesses requisite expertise, experience and qualifications to discharge the assigned duties and responsibilities as mandated by the Companies Act, 2013 and Listing Regulations diligently.

15. BOARD MEETINGS:

The Board of Directors duly met Seven (7) times on 10.04.2025, 28.05.2025, 13.07.2025, 29.07.2025, 15.09.2025, 13.11.2025 and 10.02.2026 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

16. BOARD EVALUATION:

Nomination and Remuneration Committee has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act and SEBI Listing Regulations. The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc. The performance of the committees was evaluated by the Nomination and Remuneration Committee after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc. The above criteria are based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

In a separate meeting of independent directors was conducted on 10.02.2026 to evaluate the performance of non-independent directors, the board as a whole and the Chairman of the Company, taking into account the views of executive directors and nonexecutive directors.

17. STATEMENT SHOWING THE NAMES OF THE TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN AND THE NAME OF EVERY EMPLOYEE AS PER RULE 5(2) & (3) OF THE COMPANIES (APPOINTMENT & REMUNERATION) RULES, 2014:

Disclosure pertaining to remuneration and other details as required under section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in Annexure - I to this Report.

The Statement containing the particulars of employees as required under section 197(12) of the Companies Act, 2013 read with rule 5(2) and other applicable rules (if any) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in Annexure - II to this report.

During the year, none of the employees is drawing a remuneration of Rs.1,02,00,000/- and above per annum or Rs.8,50,000/- and above in aggregate per month, the limits specified under the Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

18. RATIO OF REMUNERATION TO EACH DIRECTOR:

Under section 197(12) of the Companies Act, 2013, and Rule 5(1) (2) & (3) of the Companies (Appointment & Remuneration) Rules, 2014 read with Schedule V of the Companies Act, 2013 the ratio of remuneration is nil as no remuneration was paid to Executive Directors of the Company.

19. DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The Directors had prepared the annual accounts on a going concern basis; and

(e) The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

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

20. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. The Company maintains appropriate system of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances, and are meant to ensure that all transactions are authorized, recorded and reported correctly.

During the period under review, there is no material or serious observations have been noticed for inefficiency or inadequacy of such controls.

Further, details of internal financial control and its adequacy are included in the Management Discussion and Analysis Report which is appended as Annexure V and forms part of this Report.

21. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

During the year under review, the Auditors of the Company have not reported any frauds to the Board of Directors as prescribed under Section 143(12) of the Companies Act, 2013 and rules made thereunder.

22. CEO/ CFO CERTIFICATION:

The Whole-time Director and Chief Financial Officer Certification on the financial statements under Regulation 17 (8) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 for the year 2025-2026 is annexed as Annexure - VIII in this Annual Report.

23. INFORMATION ABOUT THE FINANCIAL PERFORMANCE / FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES/ JOINT VENTURES:

During the year under review, the Company does not have any subsidiaries, joint ventures or associate Companies.

24. NAMES OF COMPANIES, WHICH HAVE BECOME OR CEASED TO BE COMPANY'S SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:

During the financial year under review, no company has become or ceased to be a subsidiary, joint venture or associate of the Company.

25. DETAILS OF DEPOSITS NOT IN COMPLIANCE WITH THE REQUIREMENTS OF THE ACT:

Since the Company has not accepted any deposits during the Financial Year ended March 31, 2026, there has been no non-compliance with the requirements of the Act.

Pursuant to the Ministry of Corporate Affairs (MCA) notification dated 22nd January 2019 amending the Companies (Acceptance of Deposits) Rules, 2014, the Company is required to file with the Registrar of Companies (ROC) requisite returns in Form DPT-3 for outstanding receipt of money/loan by the Company, which is not considered as deposits.

The Company complied with this requirement within the prescribed timelines.

26. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has not given any loan, guarantees or made any investments attracting the provisions as prescribed in Section 186 of the Companies Act, 2013.

27. RELATED PARTY TRANSACTIONS:

Our Company has formulated a policy on related party transactions which is also available on Company’s website at https://www.gayatribioorganics.com/pdf/Reg46/ PolicyRelated PartyTransactions.pdf. This policy deals with the review and approval of related party transactions.

All related party transactions that were entered into during the financial year were on arm’s length basis and were in the ordinary course of business. During the financial year 2025-26, there were no material significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

The statement of transactions to be entered into with the related parties for FY 2025-26 were approved by the Audit Committee and the same were reviewed and taken note of on a quarterly basis. The summary statements are supported by an independent audit report certifying that the transactions are at an arm’s length basis and in the ordinary course of business.

The Form AOC-2 pursuant to Section 134(3) (h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is annexed herewith as Annexure IV to this report.

28. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

The required information as per Sec.134 (3) (m) of the Companies Act 2013 is provided hereunder:

A. Conservation of Energy: Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment

B. Research & Development and Technology Absorption: All the Factors mentioned in Rule 8 (3) (b) Technology absorption are not applicable to the Company.

1. Research and Development (R&D): NIL
2. Technology absorption, adoption and innovation: NIL

C. Foreign Exchange Earnings and Out Go:

1. Foreign Exchange Earnings: NIL
2. Foreign Exchange Outgo: NIL

29. COMMITTEES:

(I). AUDIT COMMITTEE: The Audit Committee of the Company is constituted in line with the provisions of Regulation 18(1) of SEBI (LODR) Regulations with the Stock Exchanges read with Section 177 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

(II). NOMINATION AND REMUNERATION COMMITTEE: The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19(1) of SEBI (LODR) Regulations with the Stock Exchanges read with Section 178 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

(III). STAKEHOLDERS RELATIONSHIP COMMITTEE: The Stakeholders Relationship Committee of the Company is constituted in line with the provisions of Regulation 20 of SEBI (LODR) Regulations with the Stock Exchanges read with Section 178 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

30. COMPOSITION OF CSR COMMITTEE AND CONTENTS OF CSR POLICY:

Since the Company does not have the net worth of Rs. 500 Crore or more, or turnover of Rs. 1000 Crore or more, or a net profit of Rs. 5 Crore or more during the financial year, section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility is not applicable and hence the Company need not adopt any Corporate Social Responsibility Policy.

31. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013, a vigil Mechanism for Directors and employees to report genuine concerns has been established. It also provides for necessary safeguards for protection against victimization for whistle blowing in good faith.

Vigil Mechanism Policy has been established by the Company for directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013. The same has been placed on the website of the Company.

32. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant and material orders passed by the regulators /courts that would impact the going concern status of the Company and its future operations.

33. STATUTORY AUDITORS AND STATUTORY AUDITORS REPORT:

At the 32nd Annual General Meeting held on 28.09.2023, the members of the company approved the appointment of M/s. MGR & Co., Chartered Accountants as Statutory Auditor of the company till the conclusion of 37th Annual General Meeting to be held in the calendar year 2028.

The Auditors have confirmed that they have subjected themselves to the peer review process of Institute of Chartered Accountants of India (ICAI) and hold valid certificate issued by the Peer Review Board of the ICAI.

The notes on accounts referred to in the auditors' report are self-explanatory and therefore don't call for any further comments by the Board of directors. There are no qualifications or adverse remarks in the Auditors' Report which require any clarification or explanation.

The Board has duly reviewed the Statutory Auditor's Report on the Accounts for the year ended March 31, 2026 and has noted that the same does not have any reservation, qualification or adverse remarks, except the following:

The Company did not have dues which have not been deposited on account of dispute as on 31.03.2026, except:

Statute	Nature of dues	Period to which the amount Relates	Amount	Forum where dispute is pending
The Customs Act, 1961	Customs Duty	FY 1994-95	2,71,73,906	CESAT - Bangalore
Central Excise Act, 1944	Excise Duty including penalty	02/2020 to 08/2014	11,46,91,054	CESAT- Hyderabad
Agricultural Market Committee	Market Cess	2009-10 to 2012-13	97,29,374	The Secretary, Agriculture Market Committee, Sadasivapet.
Income Tax Act	Income Tax – Demand	A.Y. 2017-18	7,46,54,849	Appeal to Deputy Commissioner of Income Tax Circle-2(1), Hyderabad
Southern Power distribution company of Telangana Ltd	TGSPDCL	FY 2008-09	2,23,25,281	Appeal to High Court of State of Telangana

Reply from management:

With respect to the statutory dues disclosed above which are under dispute, the Management has obtained an independent legal opinion on the respective matters. Based on the legal opinion and the present status of the proceedings, the Management confirms that the amounts are under dispute and the Company is pursuing the appropriate legal remedies before the respective appellate/judicial authorities.

The Management is of the view that the matters will be appropriately dealt with based on the outcome of the ongoing proceedings. The Company has made the necessary disclosures in the financial statements in respect of these disputed dues and will continue to assess the financial implications, if any, as the proceedings progress.

34. ANNUAL SECRETARIAL COMPLIANCE REPORT:

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 read with Regulation 24(A) of the Listing Regulations, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued thereunder. Further, Secretarial Compliance Report dated 27.05.2026, was given by M/s. Vivek Surana & Associates, Practicing Company Secretary which was submitted to Stock Exchange within 60 days of the end of the financial year.

35. SECRETARIAL AUDIT REPORT:

In terms of section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, based upon the recommendations of the Audit Committee, the Board of Directors had appointed M/s. Vivek Surana & Associates, Practicing Company Secretaries (CP No. 12901) as the Secretarial Auditor of the Company, for conducting the Secretarial Audit for financial year ended 31.03.2026.

The Secretarial Audit was carried out by M/s. Vivek Surana & Associates, Practicing Company Secretaries (CP No. 12901) for the financial year ended March 31, 2026. The Report given by the Secretarial Auditor is annexed herewith as Annexure- III and forms integral part of this Report.

The Board of Directors, at its meeting held on 28.05.2025, recommended the appointment of M/s. Vivek Surana & Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company. Accordingly, the members of the Company, at the Annual General Meeting held on 26.08.2025, approved the appointment of M/s. Vivek Surana & Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company for a period of five (5) consecutive financial years, commencing from FY 2025-26 to FY 2029-30.

The Company did not have dues which have not been deposited on account of dispute as on 31.03.2026, except:

Statute	Nature of dues	Period to which the amount Relates	Amount	Forum where dispute is pending
The Customs Act, 1961	Customs Duty	FY 1994-95	2,71,73,906	CESAT - Bangalore
Central Excise Act, 1944	Excise Duty including penalty	02/2020 to 08/2014	11,46,91,054	CESAT- Hyderabad
Agricultural Market Committee	Market Cess	2009-10 to 2012-13	97,29,374	The Secretary, Agriculture Market Committee, Sadasivapet.
Income Tax Act	Income Tax – Demand	A.Y. 2017-18	7,46,54,849	Appeal to Deputy Commissioner of Income Tax Circle-2(1), Hyderabad
Southern Power distribution company of Telangana Ltd	TGSPDCL	FY 2008-09	2,23,25,281	Appeal to High Court of State of Telangana

Reply from management:

With respect to the statutory dues disclosed above, the Management has obtained an independent legal opinion on the respective matters. Based on the legal opinion and the present status of the proceedings, the Management confirms that the amounts are under dispute and the Company is pursuing the appropriate legal remedies before the respective appellate/judicial authorities.

The Management is of the view that the matters will be appropriately dealt with based on the outcome of the ongoing proceedings. The Company has made the necessary disclosures in the financial statements in respect of these disputed dues and will continue to assess the financial implications, if any, as the proceedings progress.

36. INTERNAL AUDITORS:

Pursuant to provisions of Section 138 read with Rule 13 of the Companies (Accounts) Rules, 2014 and Section 179 read with Rule 8(4) of the Companies (Meetings of Board and its Powers) Rules, 2014; During the year under review the Internal Audit of the functions and activities of the Company was undertaken by the Internal Auditor of the Company by M/s. VAS & Co., Chartered Accountants., the Internal Auditors of the Company for the FY 2025-26.

Deviations are reviewed periodically and due compliance ensured. Summary of Significant Audit Observations along with recommendations and its implementations are reviewed by the Audit Committee and concerns, if any, are reported to Board. There were no adverse remarks or qualification on accounts of the Company from the Internal Audior, Except the following:

The Company did not have dues which have not been deposited on account of dispute as on 31.03.2026, except:

Statute	Nature of dues	Period to which the amount Relates	Amount	Forum where dispute is pending
The Customs Act, 1961	Customs Duty	FY 1994-95	2,71,73,906	CESAT - Bangalore
Central Excise Act, 1944	Excise Duty including penalty	02/2020 to 08/2014	11,46,91,054	CESAT- Hyderabad
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Income Tax Act	Income Tax – Demand	A.Y. 2017-18	7,46,54,849	Appeal to Deputy Commissioner of Income Tax Circle-2(1), Hyderabad
Southern Power distribution company of Telangana Ltd	TGSPDCL	FY 2008-09	2,23,25,281	Appeal to High Court of State of Telangana

Reply from management:

With respect to the statutory dues disclosed above which are under dispute, the Management has obtained an independent legal opinion on the respective matters. Based on the legal opinion and the present status of the proceedings, the Management confirms that the amounts are under dispute and the Company is pursuing the appropriate legal remedies before the respective appellate/judicial authorities.

The Management is of the view that the matters will be appropriately dealt with based on the outcome of the ongoing proceedings. The Company has made the necessary disclosures in the financial statements in respect of these disputed dues and will continue to assess the financial implications, if any, as the proceedings progress.

The Board in its meeting held on 19.05.2026, has re-appointed M/s. VAS & Co., Chartered Accountants, Hyderabad as Internal Auditors for the Financial Year 2026-27.

37. SECRETARIAL STANDARDS:

Pursuant to the provisions of Section 118 of the Companies Act, 2013, the Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.

38. DECLARATION BY THE COMPANY:

The Company has issued a certificate to its Directors, confirming that it has not made any default under Section 164(2) of the Companies Act, 2013 as on 31.03.2026.

39. ANNUAL RETURN:

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an annual return is uploaded on website of the Company https://www.gayatribioorganics.com/annualreturns.html.

40. DISCLOSURE ABOUT COST AUDIT:

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act, are not applicable for the business activities carried out by the Company.

41. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The Management Discussion and Analysis Report, pursuant to the SEBI (LODR) Regulation provides an overview of the affairs of the Company, its legal status and autonomy, business environment, mission & objectives, sectoral and operational performance, strengths, opportunities, constraints, strategy and risks and concerns, as well as human resource and internal control systems is appended as Annexure V for information of the Members.

42. FAMILIARISATION PROGRAMMES FOR INDEPENDENT DIRECTORS:

The Company familiarizes its Independent Directors on their appointment as such on the Board with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc. through familiarization programme. The Company also conducts orientation programme upon induction of new Directors, as well as other initiatives to update the Directors on a continuing basis. The familiarization programme for Independent Directors is disclosed on the Company's website https://www.gayatribioorganics.com/Policies.html.

43. INSURANCE:

The Company is not having any major fixed asset and therefore no insurance is taken.

44. CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:

The Company has implemented all of its major stipulations as applicable to the Company. As stipulated under Regulation 34 read with schedule V of SEBI (LODR) Regulations, 2015, a report on Corporate Governance is appended as Annexure VI in this annual report for information of the Members. A requisite certificate from the Secretarial Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached to the Report on Corporate Governance.

45. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES:

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

46. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178:

The Company has devised, inter alia, the following policies viz.:

a. Policy for selection of Directors and determining Directors' independence; and

b. Remuneration Policy for Directors, Key Managerial Personnel and other employees.

The Policy for selection of Directors and determining Directors' independence sets out the guiding principles for identifying persons who are qualified to become Directors and to determine the independence of Directors, while considering their appointment as independent directors of the Company.

The Policy also provides for the factors in evaluating the suitability of individual board members with diverse background and experience that are relevant for the Company's operations. The Policy is available on the Companie's Website and can be accesses at https://www.gayatribioorganics.com/Policies.html

The Company's remuneration policy is directed towards rewarding performance, based on review of achievements. The Policy is available on the Company's website and can be accessed at https://www.gayatribioorganics.com/pdf/Policies/NominationRemuneration Policy.pdf .

There has been no change in the above two policies, during the year under review.

47. CODE OF CONDUCT FOR THE PREVENTION OF INSIDER TRADING:

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015 and the applicable Securities laws. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading is available on our website https://www.gayatribioorganics.com/Policies.html.

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Committee (IC) has not been constituted since there are less than 10 employees in the Company. The following is the summary of sexual harassment complaints received and disposed during the calendar year.

- No. of Complaints Received: Nil
- No. of Complaints Disposed off : Nil
- No. of Cases Pending for more than Ninety Days: Nil

49. INDUSTRY BASED DISCLOSURES AS MANDATED BY THE RESPECTIVE LAWS GOVERNING THE COMPANY:

The Company is not a NBFC, Housing Companies etc., and hence Industry based disclosures is not required.

50. FAILURE TO IMPLEMENT CORPORATE ACTIONS:

During the year under review, no corporate actions were done by the Company which were failed to be implemented.

51. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016:

During the year under review, there were no applications made or proceedings pending in the name of the Company under Insolvency and Bankruptcy Code, 2016.

52. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS:

During the year under review, there has been no one-time settlement of loans taken from banks and financial institutions.

53. POLICIES:

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies. All the policies are available on our website www.gayatribioorganics.com.

54. EVENT BASED DISCLOSURES:

During the year under review, the Company has not taken up any of the following activities except as mentioned:

1. Issue of sweat equity share: NA
2. Issue of shares with differential rights: NA
3. Issue of shares under employee's stock option scheme: NA
4. Disclosure on purchase by Company or giving of loans by it for purchase of its shares: NA
5. Buy back shares: NA
6. Disclosure about revision: NA
7. Preferential Allotment of Shares:

The Company had allotted 1,70,06,802 Equity Shares on 13.08.2016 to Mr. T. V. Sandeep Kumar Reddy, Promoter of the Company, pursuant to the conversion of preference shares. During the year under review, the said Equity Shares were admitted to listing and trading on BSE Limited with effect from 02.12.2025.

55. INTERNAL AUDIT AND FINANCIAL CONTROLS:

The Company has adequate internal controls consistent with the nature of business and size of the operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statues, accounting policies, approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on a regular basis. It has a comprehensive budgetary control system to monitor revenue and expenditure against approved budget on an ongoing basis.

56. NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR.

There have been no companies which have become the subsidiaries, joint ventures and associates during the year under review.

57. DETAILS RELATING TO DEPOSITS, COVERING THE FOLLOWING:

The Company has not accepted any public deposits during the Financial Year ended March 31, 2026 and as such, no amount of principal or interest on public deposits was outstanding as on the date of the balance sheet.

58. CREDIT & GUARANTEE FACILITIES:

The Company has not availed credit and guarantee facilities.

59. RISK MANAGEMENT POLICY:

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risks and also to identify business opportunities. As a process, the risks associated with the business are identified and prioritized based on severity, likelihood and effectiveness of current detection. Such risks are reviewed by the senior management on a quarterly basis. Risk Management Committee of the Board of Directors of your Company assists the Board in (a) overseeing and approving the Company's enterprise wide risk management framework; and (b) overseeing that all the risks that the organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational, other risks have been identified and assessed, and there is an adequate risk management infrastructure in place capable of addressing those risks. The development and implementation of risk management policy has been covered in the Management Discussion and Analysis, which forms part of this Report.

60. ENVIRONMENTS AND HUMAN RESOURCE DEVELOPMENT:

Your Company always believes in keeping the environment pollution free and is fully committed to its social responsibility. The Company has been taking upmost care in complying with all pollution control measures from time to time strictly as per the directions of the Government.

We would like to place on record our appreciation for the efforts made by the management and the keen interest shown by the Employees of your Company in this regard.

61. COMPLIANCE OF THE PROVISIONS RELATING TO THE MATERNITY BENEFIT ACT 1961:

The provisions of the Maternity Benefit Act, 1961 are not applicable to the Company, as the number of employees is below the threshold prescribed under the applicable provisions of the Act.

62. STATUTORY COMPLIANCE:

The Company has complied with the required provisions relating to statutory compliance with regard to the affairs of the Company in all respects.

63. DEVIATIONS, IF ANY OBSERVED ON FUNDS RAISED THROUGH PUBLIC ISSUE, PREFERENTIAL ISSUE ETC:

During the year under review, company has not raised any funds from public or through preferential allotment.

64. ACKNOWLEDGEMENTS:

Your Directors place on record their appreciation for the overwhelming co-operation and assistance received from the investors, customers, business associates, bankers, vendors, as well as regulatory and governmental authorities. Your Directors also thanks the employees at all levels, who through their dedication, co-operation, support and smart work have enabled the company to achieve a moderate growth and is determined to poise a rapid and remarkable growth in the year to come.

Your Directors also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders of the Company, SEBI, BSE, NSDL, CDSL, Banks, RBI etc. for their continued support for the growth of the Company.

For and on behalf of the Board of
Gayatri BioOrganics Limited

	T.V. Sandeep Kumar Reddy	**Sreedhara Reddy Kanaparthi**
Place: Hyderabad	**Chairman and Director**	**Whole-time Director**
Date: 04.08.2026	**DIN: 00005573**	**DIN: 09608890**

Annexure 1

STATEMENT SHOWING THE NAMES OF TOP TEN EMPLOYEES PURSUANT TO SEC. 197 READ WITH RULE 5 (1) (2) and (3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

1. The ratio of remuneration to each director to the median remuneration of the employees of the company for the financial year.

(Amount in INR)

Director	Total Remuneration	Ratio to median remuneration
-	-	-
-	-	-

2. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.

Name	Designation	Remuneration		Increase/ (Decrease) %
		FY 2025-26	FY 2024-25	
Mr. A Prabhakar Rao	Chief Finance officer	Rs.5,40,000	Rs.5,40,000	Nil
Mr. Aamir Tak*	Company Secretary	Rs.75,000	Rs.3,00,000	Nil
Ms. Huda Khan**	Company Secretary	Rs.1,63,000	--	Nil

*Resigned w.e.f. 17.06.2025
**Appointed w.e.f. 15.09.2025

3. The percentage increase in the median remuneration of employees in the financial year

(Amount in INR)

Particulars	Remuneration		Increase/ (Decrease) %
	FY 2025-26	FY 2024-25	
Median Remuneration of all the employees per annum*	1,63,000	4,20,000	(61.19%)

*Employees who have served for whole of the respective financial years have been considered.

4.

Particulars	Number
The number of employees on the rolls of the company as on March 31, 2026	03

5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and details if there are nay exceptional circumstances for increase in the managerial remuneration

Particulars	Increase/ (Decrease) %
Average percentage increase in the remuneration of all Employees* **(Other than Key Managerial Personnel)**	**NIL**
Average Percentage increase in the Remuneration of Key Managerial Personnel	**NIL**

*Employees who have served for whole of the respective financial years have been considered.

6. Affirmation that the remuneration is as per the remuneration policy of the company.

The Company is in compliance with its remuneration policy.

Annexure - II

Statement showing the names of the Top Ten Employees in terms of Remuneration drawn as per Rule 5(2) and (3) Of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Top 10 employees of the Company based on Remuneration drawn for FY 2025-26:

S No	Names of the Employees	Remuneration drawn (in Rs.)	Designation	Nature of employment, whether contractual or otherwise	Qualifications and experience of the employes	Date of commencement of employment and age of such employee	The last employment held by such employee before joining the company	% of equity shares held by the employee in the company	Whether any such employee is a relative of any director/ manager of the company and if so, name of such director or manager
1	Mr. Prabhakar Rao Achanta	5,40,000	CFO	Permanent Employement	B.com	23.11.2006 & 62 Years	Surana Group	Nil	NO
2	Mr. Aamir Tak*	75,000	Company Secretary & Compliance Officer	Permanent Employement	ACS	01.11.2022 & 31 Years	Nil	NIL	NO
3	Ms. Huda Khan**	1,63,000	Company Secretary & Compliance Officer	Permanent Employement	ACS	15.09.2025 & 35 Years	Nil	Nil	NO

*Resigned w.e.f 17.06.2025
**Appointed w.e.f 15.09.2025

Annexure - III

FORM MR-3

SECRETARIAL AUDIT REPORT

(Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

To
The Members of
Gayatri BioOrganics Limited
Hyderabad.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Gayatri BioOrganics Limited (hereinafter called "the Company"). Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board process 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 Gayatri BioOrganics Limited ("The Company") for the financial year ended on 31st March, 2026 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 (FDI) and Overseas Direct Investment and External Commercial Borrowings;

1. Compliance status in respect of the provisions of the following Regulations and Guideline prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) is furnished hereunder for the financial year 2025-26:

i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; Complied with yearly and event-based disclosures, wherever applicable.

ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015 and Amended Regulations 2018; **The Company has framed code of conduct for regulating & reporting trading by insiders and for fair disclosure and displayed the same on the Company's website i.e., www.gayatribioorganics.com**

iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

iv. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable as the Company has not issued any Employee Stock Options during the year under review.**

v. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable as the Company has not issued and listed any debt or non-convertible securities during the year under review.**

vi. The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993, regarding the Companies Act and dealing with client; **Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the year under review. However, the company has Venture Capital and Corporate Investments Private Limited as its Share Transfer Agent.**

vii. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable as the company has not delisted/ proposed to delist its equity shares during the year under review.**

viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable as the Company has not bought back/ proposed to buy-back any of its securities during the year under review.**

ix. Other applicable laws include the following:

a) The Trademarks Act, 1999

b) Shops and Establishment Act, 1948

c) The Industrial Relations Code, 2020;

d) The Code on Social Security, 2020;

e) Indian Stamp Act, 1899;

f) Income Tax Act, 2025

g) Central Goods and Services Tax Act, 2017

h) State Goods and Services Tax Act, 2017

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were complied with to the extent applicable.

During the period under review the Company has complied with the provisions of the Companies Act, 2013, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

a) During the year the Company has conducted 7 meetings of the Board of Directors, 5 meetings of the Audit committee, 1 Meeting of Stakeholder Relationship Committee, 4 meetings of Nomination and Remuneration Committee and 1 meeting of Independent Directors.

b) As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we report that

(i) The provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of:

- External Commercial Borrowings were not attracted to the Company under the financial year under review;
- Foreign Direct Investment (FDI) was not attracted to the Company under the financial year under report;
- Overseas Direct Investment by Residents in Joint Venture/Wholly Owned Subsidiary abroad was not attracted to the company under the financial year under report.

(ii) As per the information and explanations provided by the company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we report that the Company has not made any GDRs/ADRs or any Commercial Instrument under the financial year under report.

We further report that:

i. Mr. Achanta Prabhakar Rao is the Chief Financial Officer. Mr. Aamir Tak resigned as Company Secretary and Compliance Officer of the Company w.e.f. 17.06.2025. Ms. Huda Khan was appointed as the Company Secretary and Compliance Officer of the Company w.e.f. 15.09.2025

ii. The Company has re-appointed internal auditors namely M/s. VAS & Co., Chartered Accountants, Hyderabad.

iii. The website of the company contains applicable policies as specified by SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and the provisions of Companies Act, 2013.

iv. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was no change in the composition of the Board of Directors during the period under review, except:

- Resignation of Mr. Murali Vittala as an Independent Director of the company w.e.f. 28.05.2025.
- Resignation of Mr. Ramachandra Seshaprasad Chodavarapu as Independent Director of the company w.e.f. 28.05.2025
- Appointment of Mr. Srinivas Iduri as an Independent Director of the company w.e.f. 28.05.2025.
- Re-designation of Ms. Meenakshi Ramchand Sachdeva from Non- Executive Non-Independent Director to Independent Director of the company with effect from 28.05.2025.

v. Adequate notice of board meeting is given to all the directors along with agenda at least seven days in advance or on shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and meaningful participation at the meeting.

vi. As per the minutes of the meeting duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

vii. We further report that during the year under report, the Company has not undertaken event/action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. other than those already disclosed to Stock Exchange i.e., BSE

viii. 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.

ix. We further report that during the year under report, the Company has not undertaken event/action having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

x. The compliance by the Company of applicable financial laws like Direct and Indirect tax laws has not been reviewed thoroughly in this audit since the same have been subject to review by statutory financial audit and other designated professionals.

xi. We further report that during the audit period the company has no events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc:

We Further report that following observations during the period under review:

- Company did not have dues which have not been deposited on account of dispute as on March 31, 2026, except:

Statute	Nature of dues	Period to which the amount Relates	Amount	Forum where dispute is pending
The Customs Act, 1961	Customs Duty	FY 1994-95	2,71,73,906	CESAT - Bangalore
Central Excise Act, 1944	Excise Duty including penalty	02/2020 to 08/2014	11,46,91,054	CESAT- Hyderabad
Agricultural Market Committee	Market Cess	2009-10 to 2012-13	97,29,374	The Secretary, Agriculture Market Committee, Sadasivapet.
Income Tax Act	Income Tax – Demand	A.Y. 2017-18	7,46,54,849	Appeal to Deputy Commissioner of Income Tax Circle-2(1), Hyderabad
Southern Power distribution company of Telangana Ltd	TGSPDCL	FY 2008-09	2,23,25,281	Appeal to High Court of State of Telangana

Reply from Management:

With respect to the statutory dues disclosed above, the Management has obtained an independent legal opinion on the respective matters. Based on the legal opinion and the present status of the proceedings, the Management confirms that the amounts are under dispute and the Company is pursuing the appropriate legal remedies before the respective appellate/judicial authorities.

The Management is of the view that the matters will be appropriately dealt with based on the outcome of the ongoing proceedings. The Company has made the necessary disclosures in the financial statements in respect of these disputed dues and will continue to assess the financial implications, if any, as the proceedings progress.

For Vivek Surana & Associates

Vivek Surana
Proprietor
M No. A24531, CP No. 12901
UDIN: A024531H001016687
PR Cer. No.: 1809/2022

Place: Hyderabad
Date: 04.08.2026

ANNEXURE A

To
The Members of
Gayatri BioOrganics Limited

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the 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 relied on the reports given by the concerned professionals in verifying 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 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 future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Vivek Surana & Associates

Vivek Surana
Proprietor
M No. A24531, CP No. 12901
UDIN: A024531H001016687
PR Cer. No.: 1809/2022

Place: Hyderabad
Date: 04.08.2026

Annexure-IV

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)

This form pertains to the disclosure of particulars of contracts/arrangements entered into between the Company with related parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013 including arm's length transaction under third proviso thereto.

1.	Details of contracts or arrangements or transactions not at arm's length basis	:	Not Applicable
a)	Name(s) of the related party and nature of relationship	:	Not Applicable
b)	Nature of contracts/arrangements/transactions	:	None
c)	Duration of the contracts/arrangements/transactions	:	Not Applicable
d)	Salient terms of the contracts or arrangements or Transactions including the value, if any	:	Not Applicable
e)	Justification for entering into such contracts or Arrangements or transactions	:	Not Applicable
f)	Date(s) of approval of the Board	:	Not Applicable
g)	Amounts paid as advances, if any	:	None
h)	Date on which the special resolution was passed in General meeting as required under first proviso to Section 188	:	Not Applicable

2. Details of material contracts or arrangement or transactions 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: (Amount in Rs)	Date(s)of approval by the Board, if any: Approved by Audit Committee and Board Meeting in last Financial Year:	Amount paid as advances, if any:
1	Mr. A. Prabhakar Rao Chief Financial Officer	Remuneration	01.04.2025 to 31.03.2026	Rs.5,40,000	20.01.2025	-
2	Mr. Aamir Tak Company Secretary and Compliance Officer	Remuneration	01.04.2025 to 17.06.2025	Rs.75,000	20.01.2025	-
3	Ms. Huda Khan Company Secretary and Compliance Officer	Remuneration	15.09.2025 to 31.03.2026	Rs.1,63,000	20.01.2025	-

3. Details of contracts or arrangements or transactions not in the ordinary course of business

S.No	Particulars	Details
a)	Name(s) of the related party & nature of relationship	None
b)	Nature of contracts/arrangements/transaction	Nil
c)	Duration of the contracts/arrangements/transaction	Nil
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	None
e)	Justification of entering into such contracts or arrangements or transactions	None
f)	Date of approval by the Board	Not Applicable
g)	Amount paid as advances, if any	Nil
h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	Not Applicable

During the financial year 2025-26, all related party transactions entered into by the Company were in the ordinary course of business and on an arm's length basis and were approved by the Audit Committee of the Company.

For and on behalf of the Board of
Gayatri BioOrganics Limited

	T.V. Sandeep Kumar Reddy	**Sreedhara Reddy Kanaparthi**
Place: Hyderabad	**Chairman and Director**	**Whole-time Director**
Date: 04.08.2026	**DIN: 00005573**	**DIN: 09608890**

Annexure - V

MANAGEMENT DISCUSSION & ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENTS:

The Indian pharmaceutical market is the third largest in terms of volume and thirteenth largest in terms of value. The pharmaceutical industry in India produces a range of bulk drugs, which are the key acting ingredients with medicinal properties that form the basic raw materials for formulations. Bulk drugs account for roughly one-fifth of the industry output while formulations account for the rest. India also has the expertise for active pharmaceutical ingredients (APIs) and sees significant opportunities for value-creation. India's generic drug producers hold a strong position in the global supply chain and play an integral role in developing the pharmaceutical industry.

RISKS AND CONCERNS:

The company is no exception to the competition from the market, new technologies and stringent patent laws. The Company has already identified such risks and trying to counter them over a period of time.

OPPORTUNITIES AND THREATS:

There are opportunities in the pharmaceutical Industry to develop new products through proper research and development and there is no doubt that the industry will thrive. Your Company also has good opportunities in the export markets. Your Company has been making concerted efforts to reach out to the export markets through active participation in Exports Industry Trade Shows. The results of these efforts are and we expect success in the coming years. Another challenge is the continuous increase in the raw material input costs which increases the pressure on the profitability of your Company.

SEGMENT WISE PERFORMANCE:

Segment wise analysis of performance is not applicable to your Company under Accounting Standards 17 because there is only one segment i.e. Pharmaceutical.

OUTLOOK:

The outlook for the industry and consequently for your Company during the current financial year is reasonably good subject however to the effects of government policies, inflationary pressure and general global slowdown which is bound to affect your company.

INTERNAL CONTROL SYSTEMS & ADEQUACY:

The Company has proper and adequate internal control systems to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposal. All the transactions are authorized, recorded and reported correctly. The internal control system provides for well documented policies, guidelines, authorizations approvals and procedures. The observations arising out of audit are subject to periodic review, compliance and monitoring. The significant observations, made in internal audit reports, along with the status of action thereon are reviewed by the Audit Committee of the Board of Directors on a regular basis for future appropriate action, if deemed necessary.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Discussion on Financial Performance with respect to Operational Performance:

Total Income:

During the year under review, Gayatri BioOrganics Limited recorded Nil income for the financial year 2025-26, as against Nil income recorded during the financial year 2024-25

Share Capital:

The paid-up share capital as on 31st March, 2026 is Rs.78,78,81,420/- Rupees Seventy Eight Crores Seventy eight Lakhs Eighty one Thousand Four Hundred and Twenty only) divided into <<No. of shares 7,87,88,142 (Seven Crores Eighty Seven Lakhs Eighty Eight Thousand One Hundred and forty two only) fully paid-up equity shares of Rs.10/- (Rupees Ten only) each.

Net Profit / (Loss):

The Company's net profit/ loss is Rs. 1,11,18,000/- (Rupees One Crore Eleven Lakh Eighteen Thousand Only).

Earnings Per Share (EPS):

Basic and diluted number of shares and Earnings per share is set out below:

Particulars	For the year ended 31.3.2026	For the year ended 31.3.2025
Net profit/(Loss) for the year from continued operations (Rs. in lakhs)	(111.18)	(72.65)
Net profit for calculation of basic earnings per share	(111.18)	(72.65)
Number of equity shares outstanding at the beginning of the year	78,788,142	78,788,142
Add: Equity shares issued during the year	-	-
Total number of equity shares outstanding at the end of the year	78,788,142	78,788,142
Weighted average number of equity shares outstanding during the year - (Basic and Diluted)	78,788,142	78,788,142
Earnings per share of par value ₹ 10 – Basic/Diluted	(0.14)	(0.09)

Your directors are putting continuous efforts to increase the performance of Company and are hopeful that the performance in coming year will improve in faster way.

MATERIAL DEVELOPMENT IN HUMAN RESOURCE / INDUSTRIAL RELATIONS:

Your Company is constantly endeavoring to introduce Human Resource Development activities for overall improvement of its team and induction of professional manpower. Your Company has good industrial relations. Your Company has continued to maintain good relationship with all employees at all the levels which also resulted to in achieving higher production and sales Material Financial and Commercial Transaction.

DETAIL OF SIGNIFICANT CHANGES (i.e CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS):

Financial Ratios	Formula	**For the Financial year**		Deviation (%)	Remarks/ Reason for Change
		2025-26	**2024-25**		
Debtors Turnover Ratio(times)	Revenue from operations/Average Trade receivables	0	0	0	-
Inventories Turnover Ratio(times)	COGS/Average Inventories	0	0	0	-
Interest Coverage Ratio(times)	EBIT/ Finance Cost	0	0	0	-
Current Ratio (times)	Current Asset / Current Liability	0.49	0.05	930.56%	there is an increase in current liabilities during the year.
Debt Equity Ratio (times)	Debt/Shareholders Equity	1.00	(1.03)	-3.36%	The amount of debt increased on account of borrowings from Vaayum Technologies Private Limited and Director sreedhar reddy kanaparthy.
Operating Profit Margin Ratio (%)	EBIT/Revenue from Operations	0	0	0	-
Net Profit Margin Ratio (%)	Profit After Tax /Revenue from Operations	0	0	0	-
Change in Return on Net Worth (%)	Profit for the year (before exceptional items and after tax)/ Net Worth	-0.03	0.02	58.31%	The total loss amounts to Rs.111.18, hence the return on equity ratio is negative

DISCLOSURE OF ACCOUNTING TREATMENT:

The Company has prepared financial statements which comply with Ind-AS applicable for periods ending on March 31, 2026, together with the comparative period data as at and for the year ended March 31, 2025, as described in the summary of significant accounting policies. Primarily, a treatment different from that prescribed in an Accounting Standard has not been followed in the preparation of financial statements. However, as regards amendments to certain accounting standards, the applicability / effect on the financial statement has been evaluated and been treated accordingly as explained in Notes to the standalone Financial Statements.

CAUTIONARY STATEMENT:

Statements in this management discussion analysis describing the Company's objectives, projections, estimates, expectations may be forward looking within the meaning of applicable securities-laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could make difference to Company's operations include economic conditions affecting the domestic market and the overseas markets in which the Company operates, changes in the Government regulation.

For and on behalf of the Board of
Gayatri BioOrganics Limited

	T.V. Sandeep Kumar Reddy	**Sreedhara Reddy Kanaparthi**
Place: Hyderabad	**Chairman and Director**	**Whole-time Director**
Date: 04.08.2026	**DIN: 00005573**	**DIN: 09608890**

Annexure VI

CORPORATE GOVERNANCE REPORT

In accordance with Regulation 34 (3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the report containing the details of Corporate Governance systems and processes at Gayatri BioOrganics Limited as follows:

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

In addition to the requirements of the Companies Act, 2013 ("the Act") and the Rules framed there under, which are mandatory for every such company to comply with, the Securities and Exchange Board of India ("SEBI") has introduced a Code of Corporate Governance for a Listed Company, which is implemented through the Listing Regulations.

The Company sincerely believe that corporate governance is a collection of procedures and practices designed to make sure that a company's operations are managed in a way that guarantees responsibility, openness, and justice in all of its dealings in the broadest sense and satisfies the expectations and goals of the stakeholders and the general public. The system of policies and procedures known as "corporate governance" is what the company uses to guarantee moral behaviour that aligns with the interests of all of its stakeholders. Professionals in corporate governance must continuously improve their knowledge, skills, and talents in order to adjust systems and procedures that support the most ethical and successful management of the company and its resources.

In the Company the Board of Directors, Senior Management, Employees, and other members of the organization are all given different roles and levels of responsibility within the company's corporate governance structure. In order to live up to the expectations of shareholders, the company considers good corporate governance to be an ongoing process and works to enhance its procedures.

A. BOARD DIVERSITY:

The Company recognizes and embraces the importance of a diverse board in its success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will help us, retain our competitive advantage. The Board has adopted the Board Diversity Policy which sets out the approach to diversity of the Board of Directors. The Board Diversity Policy is available on our website, https://www.gayatribioorganics.com/Policies.html.

B. DATE OF REPORT:

The information provided in the Report on Corporate Governance for the purpose of unanimity is as on 31.03.2026. The Report is updated as on the date of the report wherever applicable.

2. BOARD OF DIRECTORS

A. COMPOSITION AND CATEGORY OF DIRECTORS:

The Company has a well experienced and a well-informed Board with an optimum combination of 5 (five) Directors comprising of 4 (Four) Non-Executive Directors [3 (Three) being Independent Directors and 1 (one) being Non-Executive Director] and 1 (One) Executive Director as on March 31, 2026. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations read with Section 149 of the Act.

B. ATTENDANCE OF EACH DIRECTOR AT THE MEETING OF THE BOARD OF DIRECTORS AND THE LAST ANNUAL GENERAL MEETING:

The Board of Directors is provided access to all the Company-related information, including but not limited to, information mentioned under Regulation 17 read with Part A of Schedule II to the Listing Regulations. Further as mandated by SEBI all the Directors have confirmed that they do not serve as an independent director in more than seven listed companies or where they are whole-time directors in any listed company, they do not serve as independent director in more than three listed companies. The Company also adheres to the provisions of the Companies Act, 2013 read with the Rules framed thereunder, Secretarial Standards and Listing Regulations with respect to convening and holding the Meetings of the Board of Directors and its Committees. The names and categories of the Directors on the Board, their attendance at Board meeting during the year and at last Annual General Meeting, as also the number of Directorships and Committee memberships held by them in other companies as on date are shown in following Table.

C. NO. OF MEETINGS OF THE BOARD OF DIRECTORS HELD AND DATES ON WHICH HELD: (7) SEVEN MEETINGS

10.04.2025, 28.05.2025, 13.07.2025, 29.07.2025, 15.09.2025, 13.11.2025, 10.02.2026

Name	Category	Attendance at the AGM held on 26.08. 2025	Attendance in Board Meetings		No. of Directorships in other companies (Name of the listed company to be mentioned)		No. of committee positions held in other public companies	
			Held	Present	Chairman	Director	Chairman	member
Mr. T.V. Sandeep Kumar Reddy	Promoter & Non-Executive Director	Yes	7	7	1	12	-	1
Mr. P. V. Narayana Rao	Independent Director	Yes	7	7	-	4	-	2

Mr. Ch. R. Seshaprasad*	Independent Director	Yes	7	2	-	-	-	-
Mr. Murali Vittala*	Independent Director	Yes	7	2	-	-	-	-
Ms. Meenakshi Ramchand Sachdeva***	Independent Director	Yes	7	7	-	-	-	-
Mr. Sreedhara Reddy Kanaparthi	Whole-time Director	Yes	7	7	-	1	-	1
Mr. Srinivas Iduri**	Independent Director	-	7	5	-	1	1	2

*Resigned w.e.f. 28.05.2025
**Appointed w.e.f. 28.05.2025
***Change in designation from Non-Executive Director to Independent Director w.e.f. 28.05.2025

D. THE NAME OF OTHER LISTED ENTITIES WHERE DIRECTORS OF THE COMPANY ARE DIRECTORS AND THE CATEGORY OF DIRECTORSHIP

Name of Director	Other Listed Entities in which concern Director is Director	Category of Directorship
Mr. T.V. Sandeep Kumar Reddy	Gayatri Sugars Limited Gayatri Projects Limited	Non-Executive Director Managing Director
Mr. P. V. Narayana Rao	Gayatri Sugars Limited Gayatri Projects Limited	Independent Director Independent Director
Mr. Srinivas Iduri	Gayatri Projects Limited	Independent Director

E. DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE:

Directors do not have any inter se relation with each other.

F. NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTORS:

Mr. T.V. Sandeep Kumar Reddy, Chairman and Non-Executive Director holds 1,70,06,802 equity shares of the company.

G. WEB LINK WHERE DETAILS OF FAMILIARIZATION PROGRAMS IMPARTED TO INDEPENDENT DIRECTORS IS DISCLOSED:

Independent Directors are familiarized about the Company’s operations and businesses. Interaction with the Business heads and key executives of the Company is also facilitated. Detailed presentations on important policies of the Company is also made to the directors.

The details of familiarization programme held in FY 2025-26 are also disclosed on the Company’s website at https://www.gayatribioorganics.com/Policies.html.

H. A CHART OR A MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS:

S. No.	Skills / Expertise / Competence of the Board of Directors are required in the context of business of the Company	Names of the Directors who have such skills / expertise / competence
1.	Finance & Accounting	Mr. Venkata Sandeep Kumar Reddy Tikkavarapu
2.	Legal and General Management	Mr. Sreedhara Reddy Kanaparthi
3.	Human Resource management	Ms. Meenakshi Sachdeva, Mr. Srinivas Iduri, Mr. P. V. Narayana Rao
4.	Administration	Mr. Sreedhara Reddy Kanaparthi

I. DECLARATION BY INDEPENDENT DIRECTORS:

All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 read with Section 149(6) of the Companies Act, 2013.

J. DECLARATION BY BOARD:

The Board declares that in its opinion, the Independent Directors fulfill the conditions specified in these regulations and are independent of the management.

K. DETAILED REASONS FOR THE RESIGNATION OF AN INDEPENDENT DIRECTOR:

During the year under review, two Independent Directors resigned from the Board of the Company.

Mr. Ramachandra Seshaprasad Chodavarapu and Mr. Murali Vittala tendered their resignation as Independent Directors of the Company with effect from the close of business hours on 28.05.2025.

Reason for Resignation: Mr. Ramachandra Seshaprasad Chodavarapu and Mr. Murali Vittala cited advancing age as the reason for their resignation.

Confirmation: Mr. Ramachandra Seshaprasad Chodavarapu and Mr. Murali Vittala has confirmed that there are no other material reasons for their resignation other than those stated above.

The Board placed on record its appreciation for the valuable guidance and contributions made by Mr. Ramachandra Seshaprasad Chodavarapu and Mr. Murali Vittala during their tenure.

3. COMMITTEES OF THE BOARD:

The Company has three Board-level Committees - Audit Committee, Stakeholder Relationship Committee, Nomination & Remuneration Committee.

All decisions pertaining to the constitution of Committees, appointment of members and fixing of terms of service for Committee members are taken by the Board of Directors. Details on the role and composition of these Committees, including the number of meetings held during the financial year and the related attendance are provided in this report below:

1. AUDIT COMMITTEE: Audit Committee constituted in terms of Section 177 of Companies Act, 2013 read with Regulation 18 of SEBI (LODR) Regulations, 2015

a. BRIEF DESCRIPTION OF TERMS OF REFERENCE:

The terms of reference of the Audit Committee encompasses the requirements of Section 177 of Companies Act, 2013 and as per Regulation 18 of SEBI (LODR) Regulations, 2015 and, inter alia, includes:

i. Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

ii. Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;

iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

iv. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

a. Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;

b. Changes, if any, in accounting policies and practices and reasons for the same;

c. Major accounting entries involving estimates based on the exercise of judgment by management;

d. Significant adjustments made in the financial statements arising out of audit findings;

e. Compliance with listing and other legal requirements relating to financial statements;

f. Disclosure of any related party transactions;

g. Modified opinion(s) in the draft audit report;

v. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;

vii. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

viii. Approval or any subsequent modification of transactions of the listed entity with related parties;

ix. Scrutiny of inter-corporate loans and investments;

x. Valuation of undertakings or assets of the listed entity, wherever it is necessary;

xi. Evaluation of internal financial controls and risk management systems;

xii. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

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

xiv. Discussion with internal auditors of any significant findings and follow up there on;

xv. 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;

xvi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

xvii. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

xviii. To review the functioning of the whistle blower mechanism;

xix. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

xx. Carrying out any other function as is mentioned in the terms of reference of the audit committee.

xxi. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

xxii. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

xxiii. Carrying out any other function as may be referred to the Committee by the Board.

xxiv. Authority to review / investigate into any matter covered by Section 177 of the Companies Act, 2013 and matters specified in Part C of Schedule II of the Listing Regulations.

The audit committee shall mandatorily review the following information:

i. management discussion and analysis of financial condition and results of operations;

ii. management letters / letters of internal control weaknesses issued by the statutory auditors;

iii. internal audit reports relating to internal control weaknesses; and

iv. the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

v. statement of deviations:

vi. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).

vii. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

b. COMPOSITION, MEETINGS & ATTENDANCE

There were Five (5) Audit Committee Meetings held during the year on 10.04.2025, 28.05.2025, 29.07.2025, 13.11.2025, 10.02.2026.

Name	Designation	Category	Number of meetings during the year 2025-26	
			Held	Present
Mr. P. V. Narayana Rao	Chairman	Non-Executive Independent Director	5	5
Mr. Ramachandra Seshaprasad Chodavarapu*	Member	Non-Executive Independent Director	2	2
Mr. Murali Vittala*	Member	Non-Executive Independent Director	2	2
Mr. Srinivas Iduri**	Member	Non-Executive Independent Director	3	3
Ms. Meenakshi Ramchand Sachdeva**	Member	Non-Executive Independent Director	3	3

*Resigned w.e.f. 28.05.2025
**Appointed w.e.f. 28.05.2025

Previous Annual General Meeting of the Company was held on 26.08.2025, Mr. P. V. Narayana Rao, Chairman of the Audit Committee for that period, attended previous AGM.

2. NOMINATION AND REMUNERATION COMMITTEE: Nomination and Remuneration Committee constituted in terms of Section 178 of Companies Act, 2013 read with Regulation 19 of SEBI (LODR) Regulations, 2015

The terms of reference of the Nomination and Remuneration committee constituted in terms of Section 178 of Companies Act, 2013 and as per Regulation 19 of SEBI (LODR) Regulations, 2015 are as under:

a. Brief Description of terms of reference:

i. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

ii. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

a. use the services of an external agencies, if required;

b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

c. consider the time commitments of the candidates.

iii. Formulation of criteria for evaluation of performance of independent directors and the board of directors;

iv. Devising a policy on diversity of board of directors;

v. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

vi. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

b. Composition of the nomination and remuneration committee, meetings & attendance:

There was Four (4) Nomination and Remuneration Committee Meeting held during the financial year on 28.05.2025, 13.07.2025, 15.09.2025, 10.02.2026

Name	Designation	Category	Number of meetings during the year 2025-26	
			Held	Present
Mr. Ch. R. Seshaprasad*	Chairman	Non-Executive Independent Director	1	1
Sri. P. V. Narayana Rao#	Chairman	Non-Executive Independent Director	4	4
Mr. Murali Vittala*	Member	Non-Executive Independent Director	1	1
Mr. Srinivas Iduri**	Member	Non-Executive Independent Director	3	3
Ms. Meenakshi Ramchand Sachdeva**	Member	Non-Executive Independent Director	3	3

*Resigned w.e.f. 28.05.2025
**Appointed w.e.f. 28.05.2025
#was already a member earlier and later was appointed as Chairman w.e.f. 28.05.2025

c. PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:

The performance evaluation criteria for Independent Directors are already mentioned under the head "Board Evaluation" in Directors' Report.

d. REMUNERATION POLICY:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit. The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

POLICY FOR SELECTION OF DIRECTORS AND DETERMINING DIRECTORS' INDEPENDENCE:

1. Scope:

This policy sets out the guiding principles for the Nomination & Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent Directors of the Company.

2. Terms and References:

2.1 "Director" means a Director appointed to the Board of a Company.

2.2 "Nomination and Remuneration Committee means the committee constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2.3 "Independent Director" means a Director referred to in sub-Section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. Policy:

Qualifications and criteria

3.1.1 The Nomination and Remuneration Committee, and the Board, shall review on annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a board with diverse background and experience that are relevant for the Company's operations.

3.1.2 In evaluating the suitability of individual Board member the NR Committee may take into account factors, such as:

- General understanding of the Company's business dynamics, global business and social perspective;
- Educational and professional background
- Standing in the profession;
- Personal and professional ethics, integrity and values;
- Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

3.1.3 The proposed appointee shall also fulfil the following requirements:

- shall possess a Director Identification Number;
- shall not be disqualified under the companies Act, 2013;
- shall Endeavour to attend all Board Meeting and wherever he is appointed as a Committee Member, the Committee Meeting;
- shall abide by the Code of Conduct established by the Company for Directors and Senior Management personnel;
- shall disclose his concern or interest in any Company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;

- Such other requirements as any prescribed, from time to time, under the Companies Act, 2013,

  Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant laws.

3.1.4 The Nomination & Remuneration Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company's business.

3.2 Criteria of Independence

3.2.1 The Nomination & Remuneration Committee shall assess the independence of Directors at time of appointment/ re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interest or relationships are disclosed by a Director.

3.2.2 The criteria of independence shall be in accordance with the guidelines as laid down in Companies Act, 2013 and Regulation 16 of SEBI (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. (i) who is or was not a promoter of the Company or its holding, subsidiary or associate Company or member of the promoter group of the listed entity;

(ii) who is not related to promoters or Directors of the Company its holding, subsidiary or associate company.

c. who, apart from receiving director's remuneration, who has or had no pecuniary relationship with the Company, its holding, subsidiary or associate Company, or their promoters, or Director, during the three immediately preceding financial year or during the current financial year;

d. none of whose relative

(A) is holding securities of or interest in the listed entity, its holding, subsidiary or associate company during the three immediately preceding financial years or during the current financial year of face value

in excess of fifty lakh rupees or two percent of the paid-up capital of the listed entity, its holding, subsidiary or associate company, respectively, or such higher sum as may be specified;

(B) is indebted to the listed entity, its holding, subsidiary or associate company or their promoters or directors, in excess of such amount as may be specified during the three immediately preceding financial years or during the current financial year;

(C) has given a guarantee or provided any security in connection with the indebtedness of any third person to the listed entity, its holding, subsidiary or associate company or their promoters or directors, for such amount as may be specified during the three immediately preceding financial years or during the current financial year; or

(D) has any other pecuniary transaction or relationship with the listed entity, its holding, subsidiary or associate company amounting to two percent or more of its gross turnover or total income:

Provided that the pecuniary relationship or transaction with the listed entity, its holding, subsidiary or associate company or their promoters, or directors in relation to points (A) to (D) above shall not exceed two percent of its gross turnover or total income or fifty lakh rupees or such higher amount as may be specified from time to time, whichever is lower.

e. who, neither himself nor any of his relative-

(i) Holds or has held the position of a key managerial personnel or is or has been employee of the Company or holding, subsidiary or associate Company or any company belonging to the promoter group of the listed entity in any of the three finance years immediately preceding the finance year in which he is proposed to be appointed;

Provided that in case of a relative, who is an employee other than key managerial personnel, the restriction under this clause shall not apply for his / her employment

(ii) Is or has been an employee or proprietor or a partner, in any of the three finance year immediately preceding the financial year in which he is proposed to be appointed of-

(A) a firm of auditors or Company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate Company; or

(B) 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;

(i) holds together with his relatives two per cent or more of the total voting power of the Company;

or

(ii) is a chief Executive or Director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipt from the Company any of its promoters, Directors or its holding subsidiary or associate Company or that holds two per cent or more of total voting power of the Company; or

(iii) is a material supplier, service provider or customer or a lesser or lessee of the Company.

f. Shall possess appropriate skills experience and knowledge in one or more field of finance, law management, sales, marketing administration, research, corporate governance, technical operations, corporate social responsibility or this disciplines related to the Company's business.

g. Shall possess such other qualifications as may be prescribed from time to time, under the Companies Act, 2013.

h. who is not less than 21 years of age

i. Who is not a non-independent Director of another company on the Board of which any non-independent director of the listed entity is an independent director.

3.2.3 The independent Director shall abide by the "code for independent Directors" as specified in Schedule IV to the companies Act, 2013.

3.3 Other Directorships/ Committee Memberships

3.3.1 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 Director of the Company. The NR Committee shall take into account the nature of, and the time involved in a Director service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

3.3.2 A Director shall not serve as Director in more than 20 companies of which not more than 10 shall be public limited companies.

3.3.3 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.

3.3.4 A Director shall not be a member in more than 10 committee 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 committee, Audit committee and stakeholder's 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.

Remuneration policy for Directors, key managerial personnel and other employees:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

Remuneration policy for Directors, key managerial personnel and other employees

1. Scope:

1 This policy sets out the guiding principles for the Nomination and Remuneration committee for recommending to the Board the remuneration of the Directors, key managerial personnel and other employees of the Company.

2. Terms and Reference:

In this policy the following terms shall have the following meanings:

2.1 "Director" means a Director appointed to the Board of the Company.

2.2 "key managerial personnel" means

(i) The Chief Executive Officer or the managing Director or the manager;

(ii) The Company Secretary;

(iii) The Whole-time Director;

(iv) The Chief Financial Officer; and

(v) Such other office as may be prescribed under the companies Act, 2013

2.3 "Nomination and Remuneration committee" means the committee constituted by Board in accordance with the provisions of Section 178 of the companies Act, 2013, clause 49 of the Equity Listing Agreement and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. Policy:

3.1 Remuneration to Executive Director and key managerial personnel.

3.1.1 The Board on the recommendation of the Nomination and Remuneration committees (NRC).

3.1.2 The Board on the recommendation of the NR committee shall also review and approve the remuneration payable to the key managerial personnel of the Company.

3.1.3 The remuneration structure to the Executive Director and key managerial personnel shall include the following components:

(i) Basic pay

(ii) Perquisites and Allowances

(iii) Stock Options

(iv) Commission (Applicable in case of Executive Directors)

(v) Retrial benefits

(vi) Annual performance Bonus

3.1.4 The Annual plan and Objectives for Executive committee shall be reviewed by the NR committee and Annual performance bonus will be approved by the committee based on the achievement against the Annual plan and Objectives.

3.2 Remuneration to Non – Executive Directors

3.2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non – Executive Directors of the Company within the overall limits approved by the shareholders as per the provisions of the Companies Act.

3.2.2 Non – Executive Directors shall be entitled to sitting fees attending the meetings of the Board and the Committees thereof. The Non- Executive Directors shall also be entitled to profit related commission in addition to the sitting fees.

3.3. Remuneration to other employees

3.3.1. 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.

PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS

Pursuant to provisions of Regulation 17(10) of the SEBI Listing Regulations and the provisions of the Act, an annual Board effectiveness evaluation was conducted for FY 2025-26 on 10.02.2026, involving the following: Evaluation of IDs, in their absence, by the entire Board was undertaken, based on their performance and fulfilment of the independence criteria prescribed under the Act and SEBI Listing Regulations; and

i. Evaluation of the Board of Directors, its committees and individual Directors, including the role of the Board Chairman. An IDs' meeting, in accordance with the provisions of Section 149(8) read with Schedule IV of the Act and Regulation 25(3) and 25(4) of the SEBI Listing Regulations, was convened on 10.02.2026, mainly to review the performance of Independent Directors and the Chairman & Managing Director as also the Board as a whole.

i) Board: Composition, responsibilities, stakeholder value and responsibility, Board development, diversity, governance, leadership, directions, strategic input, etc.

ii) Executive Directors: Skill, knowledge, performance, compliances, ethical standards, risk mitigation, sustainability, strategy formulation and execution, financial planning & performance, managing human relations, appropriate succession plan, external relations including CSR, community involvement and image building, etc.

iii) Independent Directors: Participation, managing relationship, ethics and integrity, Objectivity, brining independent judgement, time devotion, protecting interest of minority shareholders, domain knowledge contribution, etc.

iv) Chairman: Managing relationships, commitment, leadership effectiveness, promotion of training and development of directors etc.

v) Committees: Terms of reference, participation of members, responsibility delegated, functions and duties, objectives alignment with company strategy, composition of committee, committee meetings and procedures, management relations.

Disclosures as prescribed under SEBI circular dated 10th May 2018 are given below:

Observations of Board evaluation carried out for the year	No observations.
Previous year's observations and actions taken	Since no observations were received, no actions were taken.
Proposed actions based on current year observations	Since no observations were received, no actions were taken.

C. MECHANISM FOR EVALUATION OF THE BOARD

Evaluation of all Board members is performed on an annual basis. The evaluation is performed by the Board and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with Securities and Exchange Board of India Circular No. SEBI / HO / CFD / CMD / CIR / P / 2017 / 004, dated January 5, 2017 and the Companies Amendment Act, 2017 the Company adopted the recommended criteria by Securities and Exchange Board of India.

The Directors were given six Forms for evaluation of the following:

i. Evaluation of Board;

ii. Evaluation of Committees of the Board;

iii. Evaluation of Independent Directors;

iv. Evaluation of Chairperson;

v. Evaluation of Non-Executive and Non-Independent Directors; and

vi. Evaluation of Managing Director/Whole time Director

The Directors were requested to give following ratings for each criteria:

1. Could do more to meet expectations;
2. Meets expectations; and
3. Exceeds expectations.

Based on the evaluation done by the Independent Directors, Chairman of the Independent Director meeting has compiled the data and made a report and informed the rankings of each Director in the Board Meeting and also informed that the performance of Directors is satisfactory and they are recommended for continuation as Directors of the Company.

D. PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:

The performance evaluation criteria for Independent Directors are already mentioned under the head “Board Evaluation” in Directors’ Report.

3. STAKEHOLDERS RELATIONSHIP COMMITTEE: Stakeholders Relationship Committee constituted in terms of Section 178(5) of Companies Act, 2013 read with Regulation 20 of SEBI (LODR) Regulations, 2015

a. Brief Description of terms of reference: The Committee’s role includes:

i. Resolving the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;

ii. Review of measures taken for effective exercise of voting rights by shareholders;

iii. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;

iv. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company;

v. Such other matter as may be specified by the Board from time to time.

vi. Authority to review / investigate into any matter covered by Section 178 of the Companies Act, 2013 and matters specified in Part D of Schedule II of the Listing Regulations.

b. composition of the committee, meetings and attendance during the year

During the Financial Year 01.04.2025 to 31.03.2026, one (1) Stakeholders Relationship Committee Meeting was held on 10.02.2026.

Name	Designation	Category	Number of meetings during the year 2025-26	
			Held	Present
*Mr. T.V. Sandeep Kumar Reddy	Chairperson	Non-Executive Non Independent Director	1	1
Mr. P. V. Narayana Rao	Member	Non-Executive Independent Director	1	1
Mr. K. Sreedhara Reddy	Member	Executive Director	1	1
**Ms. Meenakshi Ramchand Sachdeva	Chairperson	Non - Executive Independent Director	-	-

*Resigned w.e.f. 05.08.2026
**Appointed w.e.f. 05.08.2026

c. Details of complaints/requests received, resolved and pending during the year 2025-26

INVESTOR COMPLAINTS	
Particulars	**Year ended 31.03.2026**
Pending at the beginning of the year	Nil
Received during the year	Nil
Disposed of during the year	Nil
Remaining unresolved at the end of the year	Nil

d. Name and designation of Compliance Officer :

Mr. Aamir Tak served as the Company Secretary and Compliance Officer of the Company. He subsequently resigned from the said position with effect from 17.06.2025. Pursuant to his resignation, Mr. K. Sreedhara Reddy Kanaparthi was appointed as the Compliance Officer of the Company with effect from 17.06.2025. Thereafter, Ms. Huda Khan was appointed as the Company Secretary and Compliance Officer of the Company with effect from 15.09.2025.

e. Senior management:

Particulars of senior management including the changes therein since the close of the previous financial year

S. No.	Names of Senior Management/ Key Managerial Personnel	Designation	Details
1.	Ms. Huda Khan	Company Secretary & Compliance officer	Appointed w.e.f. 15.09.2025
2.	Mr. Achanta Prabhakar Rao	CFO	Appointed w.e.f. 01.04.2019
3.	Mr. Aamir Tak	Company Secretary & Compliance officer	Resigned w.e.f. 17.06.2025

4. REMUNERATION OF DIRECTORS

a. PECUNIARY RELATIONSHIP OR TRANSACTIONS OF THE NON-EXECUTIVE DIRECTORS VIS-À-VIS THE LISTED COMPANY:

None of the Non-Executive Directors have any pecuniary relationship or transaction with the company other than the Directors sitting fees and commission, if any.

b. Web link for criteria of making payments to non-executive directors: https://www.gayatribioorganics.com/Policies.html

c. Details of Remuneration (for financial year 2025-26)

Name of the Director	Remuneration (Rs)	Sitting Fee (Rs)	Total (Rs)	No. of Shares held
Mr. T.V. Sandeep Kumar Reddy	-	-	-	1,70,06,802 Equity Shares
Mr. P. V. Narayana Rao	-	32,000	32,000	-
Mr. Ch. R. Seshaprasad	-	8,000	8,000	-
Mr. Murali Vittala	-	8,000	8,000	-
Ms. Meenakshi Ramchand Sachdeva	-	24,000	24,000	-
Mr. Sreedhara Reddy Kanaparthi	-	-	-	-

d. Except for the remuneration details mentioned above, there are is no other pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity in terms of salary, benefits, bonuses, stock options, pension, fixed component and performance linked incentives.

5. GENERAL BODY MEETINGS

a. Location, date and time of last three AGMS and special resolutions there at as under:

Financial Year	Date	Time	Venue	Special Resolution Passed
2022-23	AGM 28.09.2023	10.00 a.m.	through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")	Yes
2023-24	AGM 31.08.2024	11:00 a.m.	through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")	Yes
2024-25	AGM 26.08.2025	11:30 a.m.	through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")	Yes

b. Passing of resolutions by postal ballot:

There were no resolutions passed by the Company through Postal Ballot during the Financial Year 2025-26.

6. MEANS OF COMMUNICATION:

i. The Board of Directors of the Company approves and takes on record the quarterly, half yearly and yearly financial results in the Performa prescribed by Regulation 33 of SEBI (LODR), Regulations, 2015 within forty-five days/sixty days of the close of the respective period.

ii. The approved financial results are forthwith sent to the BSE Limited and are published in the English and Telugu newspapers, namely Financial Express and Nava Telangana within forty-eight hours of approval thereof.

iii. As the Company's quarterly/half yearly financial results are uploaded on Company's website www.gayatribioorganics.com , the same are not mailed to the Shareholders.

iv. The company also displays the official news release and presentations are also made to the investors or the analyst, if any --- Not Applicable

v. Exclusive email ID for investors: The Company has a designated email id i.e. info@gayatribioorganics.com exclusively for investor services, and the same is prominently displayed on the Company's website.

7. GENERAL SHAREHOLDERS INFORMATION:

Company Registration Details	The Company is registered in the State of Telangana, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L24110TG1991PLC013512
Date	23.09.2026
Time	11.00 a.m.
Venue of AGM	Through video conference
Financial Year	2025-26
Dividend payment date	NA
Name and address of each stock exchange(s) at which the Company's securities are listed	**BSE Limited** Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400023
Confirmation of Payment of annual listing fees to stock exchanges	Paid to BSE Limited where the shares of the Company are listed

Registrars to an issue and share transfer agents	Venture Capital & Corporate Investments Private Limited Address: “AURUM”, 4th & 5th Floors, Plot No.57, Jayabheri Enclave Phase – II, Gachibowli, Hyderabad-500032, Telangana Ph: 040-23818475/23818476 Fax: 040-23868024 E-mail: info@vccilindia.com Website: www.vccilindia.com
Tentative Schedule for considering Financial Results:	
For the Quarter ending June,2026	04.08.2026
For the Quarter ending September, 2026	October/ November, 2026
For the Quarter ending December,2026	January/ February, 2026
For the Quarter/year ending March, 2027	April/ May, 2027
Date of Book Closure	--
Commodity price risk or foreign exchange risk and hedging activities	NIL
In case the securities are suspended from trading, the directors report shall explain the reason thereof In case the securities are suspended from trading, the directors report shall explain the reason thereof	The securities of the Company are not suspended from trading by the BSE Limited.
Branch Offices /Plant Locations	NIL
Address for correspondence:	B3, 3rd Floor, 6-3-1090, TSR Towers, Raj Bhavan Road, Somajiguda, Hyderabad, Telangana, India, 500082 Email Id: info@gayatribioorganics.com Website: www.gayatribioorganics.com
Investor Correspondence / Query on Annual Report, etc.	Ms. Huda Khan, Company Secretary and Compliance Officer B3, 3rd Floor, 6-3-1090, TSR Towers, Raj Bhavan Road, Somajiguda, Hyderabad, Telangana, India, 500082 Tel no. 040-66100111,66100222, Website: www.gayatribioorganics.com

Share transfer system:

As mandated by SEBI, securities of the Company can be transferred/ traded only in dematerialised form. Shareholders holding shares in physical form are advised to avail the facility of dematerialisation.

DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2026

SL. NO.	Category (Amount)	Number	% To Total	Amount	% of Amount
1	1-5000	28947	93.26	34790260	4.42
2	5001- 10000	1286	4.14	10287280	1.31
3	10001- 20000	442	1.42	6504630	0.83
4	20001- 30000	125	0.4	3216220	0.41
5	30001- 40000	51	0.16	1833450	0.23
6	40001- 50000	45	0.14	2163430	0.27
7	50001- 100000	67	0.22	5001940	0.63
8	100001 & Above	75	0.24	724084210	91.9
	Total	**31038**	**100**	**787881420**	**100**

DEMATERIALISATION & LIQUIDITY OF SHARES:

A qualified Practicing Company Secretary carry out audit to reconcile the total admitted capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. As on 31.03.2026 Reconciliation of Share Capital Audit Report confirms that the total paid up capital was in agreement with the total number of dematerialized shares held with NSDL and CDSL.

Trading in Company's shares is permitted only in dematerialized form for all investors. The ISIN allotted to the Company's scrip is INE052E01015. Investors are therefore advised to open a demat account with a Depository participant of their choice to trade in dematerialized form.

Mode	No. of shares	% Share Capital
CDSL	3,85,96,678	48.99
NSDL	3,62,15,624	45.97
Physical	39,75,840	5.05
Total	**7,87,88,142**	**100.00**

OUTSTANDING GLOBAL DEPOSITORY RECEIPTS OR AMERICAN DEPOSITORY RECEIPTS OR WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY:

The Company has not issued these types of securities.

COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES:

The company does not have any commodity price risk or foreign exchange risk and hedging activities.

LIST OF ALL CREDIT RATINGS OBTAINED BY THE ENTITY ALONG WITH ANY REVISIONS THERETO DURING THE RELEVANT FINANCIAL YEAR, FOR ALL DEBT INSTRUMENTS OF SUCH ENTITY OR ANY FIXED DEPOSIT PROGRAMME OR ANY SCHEME OR PROPOSAL OF THE LISTED ENTITY INVOLVING MOBILIZATION OF FUNDS, WHETHER IN INDIA OR ABROAD:

Not Applicable since the Company does not have any debt instruments

SHAREHOLDING PATTERN AS ON 31ST MARCH, 2026:

Category	Category of Shareholder	No of Shareholders	No of fully paid-up equity shares held	Shareholding as a % of total no of shares (As a % of (A+B+C2))	Number of Shares pledged or otherwise encumbered	As a % of total Shares held	Number of equity shares held in dematerialized form
(I)	(II)	(III)	(IV)	(VIII)	(XIII)		(XIV)
(A)	Promoter & Promoter Group	1	1,70,06,802	21.59	-	-	1,70,06,802
(B)	Public	30,795	6,17,81,340	78.41	-	-	5,78,05,500
(C)	Non-Promoter-Non-Public	-	-	-	-	-	-
(C1)	Shares underlying DRs	-	-	-	-	-	-
	Shares held by Employes Trusts	-	-	-	-	-	-
	Total:	**30,796**	**7,87,88,142**	**100.00**	**-**	**-**	**7,48,12,302**

8. OTHER DISCLOSURES

a. Materially Significant Related Party Transactions:

During the year under review, the Company had not entered in to any materially significant transaction with any related party. During the year, the Company had not entered into any other contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions that may have potential conflict with the interests of the Company at large. All the related party transactions during the year are in the ordinary course of business and on arm's length basis.

The policy on related party transactions is available in the Company's website https://www.gayatribioorganics.com/pdf/Reg46/PolicyRelatedPartyTransactions.pdf .

b. **Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years -** Nil

c. **Vigil Mechanism/ Whistle Blower Policy:**

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism as defined in Regulation 22 of SEBI (LODR) Regulations 2015 and in terms of Section 177 of the Companies Act, 2013.

With a view to adopt the highest ethical standards in the course of business, the Company has a whistle blower policy in place for reporting the instances of conduct which are not in conformity with the policy. Directors, employees, vendors or any person having dealings with the Company may report non-compliance to the Chairman of the Audit Committee, who reviews the report. Confidentiality is maintained of such reporting and it is ensured that the whistle blowers are not subjected to any discrimination. No person has been denied access to the Chairman of the Audit Committee. https://www.gayatribioorganics.com/pdf/Reg46/VigilMechanism WhistleBlowerPolicy.pdf

d. **Compliance with the mandatory requirements and adoption of the non-mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The Company has complied with the mandatory requirements of SEBI (LODR) Regulations, 2015 and is in the process of implementation of non– mandatory requirements.

e. **Web link where policy for determining 'material' subsidiaries is disclosed;**

The Company doesn't have material subsidiary as defined under Listing Regulations.

f. Web link where policy on dealing with related party transactions; https://www.gayatribioorganics.com/pdf/Reg46/PolicyRelatedPartyTransactions.pdf

g. **Disclosure of commodity price risks and commodity hedging activities:**

The company does not have any significant exposure to commodity price risk and hedging activities

h. **Details of utilization of funds raised through preferential allotment or qualified institutions placement.**

The Company has not raised any funds through preferential allotment or Qualified Institutional Placement during the financial year 2025-26

i. **Certificate from Practicing Company Secretary**

The Company has obtained certificate from M/s. Vivek Surana & Associates, Practicing

Company Secretaries that none of the Directors on the Board of the Company are debarred or disqualified from being appointed or continuing as Directors of Companies by the Board / Ministry of Corporate Affairs or any such authority. And the Certificate to this effect, duly signed by the Practicing Company Secretary is annexed to this Report.

j. Recommendations of Committees

The Board has accepted and acted upon all the recommendations by the Audit & Nomination and Remuneration Committees.

k. Total fees for all services paid by the company, on a consolidated basis, to the statutory auditor.

The fees paid by the Company to its statutory Auditors is Rs. 1,75,000/- (excluding GST) per annum.

l. Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

- No. of complaints received during the financial year: Nil
- No. of complaints disposed off during the financial year: Nil
- No. of complaints pending at the end of the financial year: Nil

m. Disclosure by listed entity and its subsidiaries of 'loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount: Not Applicable

n. Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries

The Company does not have any subsidiaries.

9. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT.

During the year, the company has complied with the requirement of Corporate Governance Report of sub-paras (2) to (10) of Schedule-V of the Securities Exchange Board of India (LODR) Regulations, 2015.

10. ADOPTION OF DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II of SEBI (LODR) REGULATIONS, 2015.

The company has adopted discretionary requirements to the extent of Internal Auditors reporting to the Audit Committee.

11. DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATIONS 17 TO 27 AND CLAUSES (b) TO (i) OF SUB-REGULATION (2) OF REGULATION 46 ARE AS FOLLOWS:

Regulation	Particulars	Compliance Status
17	Board of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes
20	Stakeholders Relationship Committee	Yes
21	Risk Management Committee	NA
22	Vigil Mechanism	Yes
23	Related Party Transactions	Yes
24.	Corporate Governance requirements with respect to subsidiary of Listed company	NA
25	Obligations with respect to Independent Directors	Yes
26	Obligations with respect to Directors and Senior Management	Yes
27	Other Corporate Governance Requirements	Yes
46 (2)(b) to (i)	Website	Yes

12. DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES – Nil

13. Independent Directors:

The Company has complied with the definition of Independence as per Regulation 16(1) (b) of the SEBI (LODR), Regulations, 2015 and according to the Provisions of Section 149(6) of the Companies Act, 2013.

The Company has also obtained declarations from all the Independent Directors pursuant to Section 149(7) of the Companies Act, 2013.

Independent Directors' Meeting: As per Clause 7 of the Schedule IV of the Companies Act (Code for Independent Directors), a separate meeting of the Independent Directors of the Company (without the attendance of Non-Independent Directors) was held on 10.02.2026, and discussed the following:

1. Evaluation of the performance of Non-Independent Directors and the Board of Directors as whole;

2. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors of the Company eligible to attend were present at the meeting.

As required under Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company regularly familiarizes Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

14.

a) Code of Conduct

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

b). Declaration on Code of Conduct for the year 2025-26.

This is to confirm that the Board has laid down a code of conduct for all Board members and senior management personnel of the Company. The Code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended on March 31, 2026 as envisaged in Regulation 26(3) of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

15. CEO/ CFO Certification:

The Whole-time Director and CEO/ CFO certification of the financial statements as specified in Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the Financial Year 2025-26 is provided elsewhere in this Annual Report.

16. DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES: NIL

17. DISCLOSURE OF ACCOUNTING TREATMENT:

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently. There have been no deviations from the treatment prescribed in the Accounting Standards notified under Section 133 of the Companies Act, 2013.

For and on behalf of the Board of
Gayatri BioOrganics Limited

	T.V. Sandeep Kumar Reddy	**Sreedhara Reddy Kanaparthi**
Place: Hyderabad	**Chairman and Director**	**Whole-time Director**
Date: 04.08.2026	**DIN: 00005573**	**DIN: 09608890**

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members Of
Gayatri BioOrganics Limited

We have examined the compliance of the conditions of Corporate Governance by Gayatri BioOrganics Limited ('the Company') for the year ended on March 31, 2026, as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para-C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

The compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with 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, and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2026

We further state that such compliance 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 M/s Vivek Surana & Associates
Practicing Company Secretaries

Vivek Surana
Proprietor
M. No. A24531 C.P. No: 12901
UDIN: A024531H001016808
PR Cer. No.: 1809/2022

Date: 04.08.2026
Place: Hyderabad

Annexure-VII

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members Of
Gayatri BioOrganics Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Gayatri BioOrganics Limited having CIN: L24110TG1991PLC013512 and having registered office situated at B3, 3rd Floor, 6-3-1090, TSR Towers, Raj Bhavan Road, Somajiguda, Hyderabad, Telangana, India, 500082 (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 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 31st March, 2026 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.

S. No.	Name of Director	DIN	Date of Appointment in Company
1.	Mr. T.V. Sandeep Kumar Reddy	00005573	02.12.1991
2.	Mr. P. V. Narayana Rao	07378105	30.05.2019
3.	Mr. Ch. R. Seshaprasad*	08490735	30.05.2019
4.	Mr. Murali Vittala*	08688453	30.01.2020
5.	Ms. Meenakshi Ramchand Sachdeva***	09715062	25.08.2022
6.	Mr. Sreedhara Reddy Kanaparthi	09608890	14.07.2022
7.	Mr. Srinivas Iduri**	05192362	28.05.2025

*Resigned w.e.f. 28.05.2025
**Appointed w.e.f. 28.05.2025
***Change in Designation from Non-Executive to Non-Executive Director(Independent Category)

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For M/s Vivek Surana & Associates
Practicing Company Secretaries

Vivek Surana
Proprietor
M. No. A24531 C.P. No: 12901
UDIN: A024531H001016775
PR Cer. No.: 1809/2022

Date: 04.08.2026
Place: Hyderabad

Annexure – VIII

WHOLE-TIME DIRECTOR AND CFO CERTIFICATION IN RESPECT OF FINANCIAL STATEMENTS AND CASH FLOW STATEMENT

Pursuant to Regulation 17 (8) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 For the Financial Year ended 31st March, 2026

We have reviewed the Financial Statements and the Cash Flow Statement for the year ended 31st March 2026 and we hereby certify and confirm to the best of our knowledge and belief the following:

a. The Financial Statements and Cash Flow statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

b. The Financial Statements and the Cash Flow Statement together present a true and fair view of the affairs of the Company and are in compliance with existing accounting standards, applicable laws and regulations.

c. There are no transactions entered in to by the Company during the year ended 31st March 2026 which are fraudulent, illegal or violative of Company's Code of Conduct.

d. We accept responsibility for establishing and maintaining internal controls for Financial Reporting and we have evaluated the effectiveness of these internal control systems of the Company pertaining to financial reporting. Deficiencies noted, if any, are discussed with the Auditors and Audit Committee, as appropriate, and suitable actions are taken to rectify the same.

e. There have been no significant changes in the above-mentioned internal controls over financial reporting during the relevant period.

f. That there have been no significant changes in the accounting policies during the relevant period.

g. We have not noticed any significant fraud particularly those involving the, management or an employee having a significant role in the Company's internal control system over Financial Reporting.

For and on behalf of the Board of
Gayatri BioOrganics Limited

	Achanta Prabhakar Rao	**Sreedhara Reddy Kanaparthi**
Place: Hyderabad	**CFO**	**Whole-time Director**
Date: 19.05.2026		**DIN: 09608890**

Annexure – IX

Declaration on Code of Conduct as required by Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

I, Sreedhara Reddy Kanaparthi, Whole-time Director of the Company hereby declare that all the members of Board of Directors and Senior Management Personnel have affirmed compliance with Code of Conduct, as applicable to them, in respect of the financial year 2025-26.

For and on behalf of the Board of
Gayatri BioOrganics Limited

Sreedhara Reddy Kanaparthi
Whole-time Director
DIN: 09608890

Date: 04.08.2026
Place: Hyderabad

Independent Auditor's Report on the Quarterly and Year to Date Audited Standalone Financial Results of the Company Pursuant to Regulation 33 & 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Amended

To The Board of Directors of

Gayatri BioOrganics Limited

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying statement of standalone financial results of Gayatri BioOrganics Limited (the "Company") for the quarter and year ended March 31, 2026 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

i. is presented in accordance with the requirements of the Listing Regulations in this regard; and

ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information of the Company for the quarter and year ended March 31, 2026.

Basis for Opinion

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

Emphasis of Matters

We draw attention to the following matter:

We draw attention to the following points:

i. Note No. 2.8

ii. Note No. 2.9(a)

iii. Note No. 2.11

Our opinion is not modified in respect of this matter.

Management's Responsibilities for the Statement

The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 and 52 of the Listing Regulations.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Results, the Board of Directors are responsible for assessing the Company's ability, to continue as a disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 of from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions users taken on the basis of the Statement.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

a) Identify and assess the risks of material misstatement of the Statement, 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.

b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.

d) Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.

e) Conclude on the appropriateness of the Board of Director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company 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 results 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.

f) Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The Statement includes the results for the quarter ended March 31, 2026 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2026 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor’s Report) Order, 2016 (“the Order”), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **“Annexure A”** a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. 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 purpose of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c. The Balance Sheet, the Statement of Profit and Loss and the cash flow statement dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e. On the basis of the written representations received from the directors as on 31 March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure B".** Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

For MGR & Co
Chartered Accountants
(Firm Registration Number: 012787S)

M G Rao
Partner
M No. 029893
UDIN: 26029893KFBYWG3416

Place: HYDERABAD
Date: 19th May, 2026

Annexure-A to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date to the Members of "M/s. GAYATRI BIOORGANICS LIMITED" for the year ended March 31, 2026)

(i) The Company does not have Property, Plant & Equipment; hence the Disclosure Requirements under this Clause are not applicable.

(ii) (a) The Company does not have Inventory; hence the Disclosure Requirements under this Clause are not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not made any 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. Therefore, the provisions of clause 3(iii) of the said Order are not applicable to the company.

(iv) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not made any investments, given any loans, guarantees, or security which attracts compliance of section 185 and section 186 of Companies act. Accordingly, Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us and on the basis of our examination of the records, the Company has not accepted any deposits or amounts which are deemed to be deposits form the public. Accordingly, clause 3(v) of the order is not applicable.

(vi) According to the information and explanations given to us and on the basis of our examination of the records, the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company is not required for the current year. Therefore, the provisions of Clause (vi) of paragraph 3 of the order are not applicable to the Company.

(a) According to the information and explanation given to us and on the basis of our examination of the records the Company, Undisputed statutory dues, including Goods and Service tax, Provident Fund, Income-tax, Sales Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities in all cases during the year.

(b) There were no undisputed amounts payable in respect of Goods and Service tax, Income-tax, and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

According to the information and explanations given to us and on the basis of our examination of the records, the Company did not have dues which have not been deposited on account of dispute as on March 31, 2026, except for the following:

Statue	Nature of dues	Period to which the amount Relates	Amount	Forum where dispute is pending
The Customs Act, 1961	Customs Duty	FY 1994 -95	2,71,73,906	CESAT_Banglore
Central Excise Act, 1944	Excise Duty including penalty	02/2020 to 08 /2014	11,46,91,054	CESAT - Hyderabad
Agricultural Market Committee	Market Cess	2009 -10 to 2012 -13	97,29,374	The Secretary Agriculture Market Committee, Sadasivapet.
Income Tax Act	Income Tax – Demand	A.Y : 2017-18	7,46,54,849	Appeal to Deputy Commissioner of Income Tax Circle-2(1), Hyderabad
Southern Power distribution company of Telangana Ltd	TGSPDCL	FY 2008-09	2,23,25,281	Appeal to High court of State of Telangana .

(vii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions as income during the year in the tax assessments under the Income-Tax Act, 1961, Accordingly, clause 3(viii) of the Order is not applicable to the Company.

(viii)

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank, financial institution, government or any government authority.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not taken any term loans from any lender. Accordingly, clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that no funds have been raised on short- term basis by the Company. Accordingly, Clause 3(ix) (d) of the Order is not applicable.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associates as defined under the Act. Accordingly, Clause 3(ix) (e) of the Order is not applicable.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate companies (as defined under the Act). Accordingly, Clause 3(ix) (f) of the Order is not applicable.

(ix)

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not raised money by way of initial public offer or further public offer (including debt instruments). Therefore, the provisions of Clause (x)(a) of paragraph 3 of the order are not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our observation, 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.

(x)

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, Considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit. Accordingly, Clause 3(xi) (a) of the order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no fraud by the company or on the company been noticed or reported during the course of the audit, Hence no report under sub-section (12) of section 143 of the Company Act, 2013 has been filed by us in Form ADT -4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(xi)

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, Considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit. Accordingly, Clause 3(xi) (a) of the order is not applicable

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no fraud by the company or on the company been noticed or reported during the course of the audit, Hence no report under sub-section (12) of section 143 of the Company Act, 2013 has been filed by us in Form ADT -4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken in to consideration the whistle blower complaints received by the Company during the year while determining the nature, timing, and extent of our audit procedures.

(xii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is not a Nidhi Company, Accordingly, Clause 3(xii) of the order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are incompliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv)

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, In our opinion the company has an adequate 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) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not entered in to any non-cash transactions with its directors or persons or persons connected to its directors and hence, provisions of section 192 of the Companies Act, 2013 are not applicable to the Company. Accordingly, Clause 3(xv) of the order is not applicable.

(xvi)

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, Clause 3(xvi) (a) of the order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not conducted any non-banking financial or housing finance activities, Accordingly, Clause 3(xvi) (b) of the order is not applicable.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, Clause 3(xvi) (c) of the order is not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the group does not have any Core Investment Company as defined in the regulations made by the Reserve Bank of India, Accordingly, Clause 3(xvi) (d) of the order is not applicable.

(xvii) The company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year, Accordingly, Clause 3 (xviii) of the order is not applicable.

(xix) According to the information and explanations given to us and on the basis of our examination of the records of the Company, 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 and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the provisions of the section 135 of Act towards Corporate Social Responsibility are not applicable to the company, Accordingly, Clause 3(xx) of the order is not applicable.

For MGR & Co
Chartered Accountants
(Firm Registration Number: 012787S)

M G Rao
Partner
M No. 029893
UDIN: 26029893KFBYWG3416

Place: HYDERABAD
Date: 19th May, 2026

“Annexure B” to the Independent Auditor’s Report

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of GAYATRI BIOORGANICS LIMITED of even date)

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

We have audited the internal financial controls over financial reporting of **M/s. GAYATRI BIOORGANICS LIMITED** (“the Company”) as of March 31, 2026 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 Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For MGR & Co
Chartered Accountants
(Firm Registration Number: 012787S)

M G Rao
Partner
M No. 029893
UDIN: 26029893KFBYWG3416

Place: HYDERABAD
Date: 19th May, 2026

Balance Sheet as at March 31, 2026

(Rs. in lakhs unless otherwise stated)

Particulars	Note	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
(a) Financial Assets			
(i) Investments	2.1	-	-
(ii) Other Financial Assets	2.2	-	-
		-	**-**
Current assets			
(a) Financial Assets			
(i) Trade receivables	2.3(a)	25.36	25.36
(ii) Cash and cash Equivalents	2.3(b)	2.00	2.04
(iii) Other Financial Assets	2.3(c)	-	-
(b) Other Current Assets	2.4	144.39	138.94
		171.75	**166.35**
TOTAL ASSETS		**171.75**	**166.35**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	2.6	7,878.81	7,878.81
(b) Other Equity	2.7	(11,579.31)	(11,468.12)
		(3,700.49)	**(3,589.31)**
Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	2.8	3,523.14	349.73
		3,523.14	**349.73**
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	2.9 (a)	174.40	3,340.35
(ii) Trade payables	2.9 (b)	16.69	20.19
(b) Other Current Liabilities	2.9 (c)	158.01	45.39
		349.10	**3,405.93**
TOTAL EQUITY AND LIABILITIES		**171.75**	**166.35**

The notes referred to above form an integral part of the financial statements

As per our report attached
For MGR & Co
Chartered Accountants
Firm Registration No: 012787S

M. G. Rao
Partner
Membership No. 029893
UDIN: 26029893KFBYWG3416

Place: Hyderabad
Date: May 19, 2026

For Gayatri Bio Organics Limited

T.V. Sandeep Kumar Reddy
Chairman & Director
DIN : 00005573

Sreedhara Reddy Kanaparthi
Whole-time Director
DIN : 09608890

Huda Khan
Company Secretary &
Compliance Officer

A Prabhakar Rao
Chief Finacial Officer

Statement of Profit and Loss for the year ended March 31, 2026

(Rs. in lakhs unless otherwise stated)

Particulars	Note	For the Year ended on March 31, 2026	For the Year ended on March 31, 2025
Continuing Operations			
INCOME			
Sale of products (net)		-	-
Other operating revenues		0	0
Revenue from operations	2.10(a)	0	0
Other income		0	0
Total Revenue		0	0
EXPENSES			
Cost of materials consumed	2.10(c)	-	-
Change in inventory of finished goods and work-in-progress	2.10(d)	-	-
Employee benefits expense	2.10(e)	11.29	8.5
Finance costs	2.10(f)	35.77	27.68
Depreciation			
Other expenses	2.10(g)	64.12	36.47
Total expenses		111.18	72.65
Profit/ (loss) before exceptional items and tax		(111.18)	(72.65)
Exceptional items		-	-
Profit/ (loss) before tax		(111.18)	(72.65)
Current tax		-	-
Profit/ (loss) from Continuing Operations (A)		(111.18)	(72.65)
Discontinuing Operations			
Profit/(Loss) before tax from discontinuing operations			
Exceptional Items			
Current tax			
Profit/ (loss) for the year from discontinuing Operations (B)		0	0
Profit/ (loss) for the year		**(111.18)**	**(72.65)**
Other Comprehensive Income			
Items that will not be reclassified to Profit or Loss			
Re-measurement gains (losses) on defined benefit plans		-	-
Depreciation adjustment		-	-
Income tax relating to these items		-	-
Total Other Comprehensive Income		-	-
Total Comprehensive Income / (Loss)		**(111.18)**	**(72.65)**
Earning per equity share (Nominal value of share Rs. 10)			
Basic		(0.14)	(0.09)
Diluted		(0.14)	(0.09)

The notes referred to above form an integral part of the financial statements

As per our report attached
For MGR & Co
Chartered Accountants
Firm Registration No: 012787S

M. G. Rao
Partner
Membership No. 029893
UDIN: 26029893KFBYWG3416

Place: Hyderabad
Date: May 19, 2026

For Gayatri Bio Organics Limited

T.V. Sandeep Kumar Reddy
Chairman & Director
DIN : 00005573

Sreedhara Reddy Kanaparthi
Whole-time Director
DIN : 09608890

Huda Khan
Company Secretary &
Compliance Officer

A Prabhakar Rao
Chief Finacial Officer

Cash Flow Statement for the year ended on March 31, 2026

(Rs. in lakhs unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A. Cash Flow from Operating Activities		
(Loss) before tax	(111.18)	(72.65)
Adjustments for:		
- Finance Costs	35.77	27.68
Operating Profit Before Working Capital Changes	**(75.42)**	**(44.97)**
Changes in operating assets and liabilities:		
(Increase) / Decrease in Operating Assets:		
- Non-current Financial Assets & Other Assets	-	-
- Trade Receivables	-	-
- Current Financial Assets	-	-
- Other current assets	(5.45)	(9.67)
Increase / (Decrease) in Operating Liabilities:		
- Trade Payables	(3.50)	2.54
- Other Current Liabilities	76.86	(2.96)
Cash (used in) / generated from Operations	**(7.51)**	**(55.06)**
Net cash (used in) Operating Activities (A)	**(7.51)**	**(55.06)**
B. Cash Flow from Investing Activities		
- Interest Received		
Net cash flow (used in) investing activities (B)	**-**	**-**
C. Cash Flow from Financing Activities		
- Proceeds/Repaid from Long Term Borrowings (Net)	73.50	54.00
- Repayment of Long-term Borrowings (Net)	-	-
- Interest and Finance Charges paid	-	-
Net cash flow from financing activities (C)	**73.50**	**54.00**
Net increase / (decrease) in cash and cash equivalents (A + B + C)	**65.99**	**(1.06)**
Cashflow from discountinue operations		
Cash and Cash Equivalents at the beginning of year	**2.04**	**3.10**
Cash and Cash Equivalents at the end of year (Refer Note - 2.3(b) & 2.5)	**68.03**	**2.04**

The notes referred to above form an integral part of the financial statements

As per our report attached
For MGR & Co
Chartered Accountants
Firm Registration No: 012787S

M. G. Rao
Partner
Membership No. 029893
UDIN: 26029893KFBYWG3416

Place: Hyderabad
Date: May 19, 2026

For Gayatri Bio Organics Limited

T.V. Sandeep Kumar Reddy
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DIN : 00005573

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Whole-time Director
DIN : 09608890

Huda Khan
Company Secretary &
Compliance Officer

A Prabhakar Rao
Chief Finacial Officer

Statement of Changes in Equity for the year ended on March 31, 2026

For the year ended March 31, 2025

(Rs. in lakhs unless otherwise stated)

Particulars	Share Capital		Other Equity			Total
	No. of Equity Share	Paid up Share Capital	Central/ State subsidy	Securities Premium	Retained Earnings	
Balance as at April 1, 2024	**7,87,88,142**	**7,878.81**	**10.00**	**299.32**	**-11,704.80**	**(3,516.67)**
Profit / (Loss) for the year	-	-	-	-	(72.65)	**(72.65)**
Other comprehensive income	-	-	-	-	-	**-**
Balance as at March 31, 2025	**7,87,88,142**	**7,878.81**	**10.00**	**299.32**	**(11,777.45)**	**(3,589.32)**

For the year ended March 31, 2026

Particulars	Share Capital		Other Equity			Total
	No. of Equity Share	Paid up Share Capital	Central/ State subsidy	Securities Premium	Retained Earnings	
Balance as at April 1, 2025	**7,87,88,142**	**7,878.81**	**10.00**	**299.32**	**(11,777.45)**	**(3,589.31)**
Profit / (Loss) for the year	-	-	-	-	(111.18)	**(111.18)**
Other comprehensive income	-	-	-	-	-	**-**
Balance as at March 31, 2026	**7,87,88,142**	**7,878.81**	**10.00**	**299.32**	**(11,888.63)**	**(3,700.49)**

The notes referred to above form an integral part of the financial statements

As per our report attached
For MGR & Co
Chartered Accountants
Firm Registration No: 012787S

M. G. Rao
Partner
Membership No. 029893
UDIN: 26029893KFBYWG3416

Place: Hyderabad
Date: May 19, 2026

For Gayatri Bio Organics Limited

T.V. Sandeep Kumar Reddy
Chairman & Director
DIN : 00005573

Sreedhara Reddy Kanaparthi
Whole-time Director
DIN : 09608890

Huda Khan
Company Secretary &
Compliance Officer

A Prabhakar Rao
Chief Finacial Officer

Notes to the financial statements for the year ended March 31, 2026

1. Significant Accounting Policies

A. Corporate information:

Gayatri BioOrganics Limited ("the Company") was incorporated on December 02, 1991 and has its registered office at Hyderabad, Telangana, India. It is mainly in the business of manufacturing of Starch, its derivatives and related by-products, and development of customised application for value added starch derivatives. The Company has manufacturing plants located in states of Andhra Pradesh and Telangana. The Company's equity share is listed on the BSE Limited.

B. Basis of preparation and Statement of compliance:

The financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended read with Section 133 of the Companies Act, 2013. The presentation of the Financial Statements is based on Ind AS Schedule III of the Companies Act, 2013.

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below:

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a 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 value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

- Level 3 inputs are unobservable inputs for the asset or liability

The principal accounting policies are set out below:

i) Revenue recognition:

Sale of Goods

Revenue from contract with customers is recognised when the Company satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset. Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and value added tax. Transaction price is recognised based on the price specified in the contract, net of the estimated sales incentives/ discounts. Accumulated experience is used to estimate and provide for the discounts/ right of return, using the expected value method."

Interest income

Interest income from a financial asset 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 principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

Insurance claims are accounted at the time when such income has been realised by the Company.

ii) Tangible Fixed Assets:

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company’s accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

An item of property, plant and equipment is de recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

iii) Depreciation on tangible fixed assets:

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on tangible property, plant and equipment is provided using the Straight Line Method (SLM) over the useful lives of the assets estimated by the management.

iv) Non-current assets held for sale:

Non-current assets and disposal Group of assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets (and disposal group) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

v) Borrowing Costs:

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

vi) Inventories:

Inventories are stated at the lower of cost and net realisable value. Cost is determined on a First in First out (FIFO) basis except for Raw materials, where monthly weighted average cost basis method is followed. Obsolete, slow moving and defective inventories are identified and provided for. Cost includes all charges in bringing the goods to the point of sale , including octroi and other levies, transit insurance and receiving charges. Work in progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

vii) Leases:

Leases are classified as finance leases whenever the terms of lease transfer substantially all the risks and rewards of ownership to the lessee. Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases.

Operating Lease

Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term except where another systematic basis is more representative of the time pattern in which economic benefits from leased assets are consumed. The aggregate benefits of incentives (excluding inflationary increases where rentals are structured solely to increase in line with the expected general inflation to compensate for the lessor’s inflationary cost increases, such increases are recognised in the year in which the benefit ts accrue) provided by the lessor is recognized as a reduction of rental expense over the lease term on a straight-line basis.

Finance Lease

Assets held under finance leases are initially recognized as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease. Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability.

Finance expenses are recognized immediately in profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the

Company's general policy on borrowing costs. Contingent rentals are recognized as expenses in the periods in which they are incurred.

viii) Government Grants and Subsidies:

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Company should purchase, construct or otherwise acquire non-current assets are recognised as deferred revenue in the balance sheet and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognised in profit or loss in the period in which they become receivable.

The benefit of a government loan at a below-market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates.

ix) Financial Instruments:

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transactions costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

The Company has made an irrevocable election to present in other comprehensive income subsequent changes in the fair value in equity investments not held for trading.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable of financial assets and liabilities at fair value through profit or loss are immediately recognised profit or loss.

Financial liabilities

Financial liabilities are measured at amortised cost using the effective interest method.

Equity instruments

An equity instruments is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments recognised by the Company are recognised at the proceeds received net off direct issue cost.

DE recognition

A Financial Asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i.e. Removed from the company's balance sheet) where,- The rights to receive cash flow and the asset have expired, or- The Company has transferred the rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to the third party under a ' pass - through' arrangement and either(a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.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 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 pay. "

Derivative financial instruments

The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other gains/ (losses).

x) Foreign currency:

The functional currency of the Company is Indian rupee (INR).On initial recognition, all foreign currency transactions are translated into the functional currency using the exchange rates prevailing on the date of the transaction. As at the reporting date, foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date and the exchange gains or losses are recognised in the Statement of Profit and Loss."

xi) Retirement and other employee benefits:

Defined benefit plans

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each Balance sheet date. Actuarial gains and losses are recognised in full in the other comprehensive income for the period in which they occur. Past service cost both vested and unvested is recognised as an expense at the earlier of (a) when the plan amendment or curtailment occurs; and (b) when the entity recognises related restructuring costs or termination benefits.

Defined contribution plans

Contribution to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits.

Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the Balance sheet date.

xii) Income Taxes:

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the period

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

xiii) Provisions and contingencies:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent liabilities acquired in a business combination

Contingent liabilities acquired in a business combination are initially measured at fair value at the acquisition date. At the end of subsequent reporting periods, such contingent liabilities are measured at the higher of the amount that would be recognised in accordance with Ind AS 37 and the amount initially recognised less cumulative amortisation recognised in accordance with Ind AS 18 - Revenue.

xiv) Earnings per equity share:

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

xv) Dividend:

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the company's Board of Directors.

xvi) Operating Cycle:

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

xvii) Use of estimates:

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented. The estimates and assumptions used in the accompanying financial statements are based upon management’s evaluation of relevant facts and circumstances as at the date of the financial statements. Actual results could differ from estimates.

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 and future periods are affected.

Key source of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of useful lives of property, plant and equipment, valuation of deferred tax assets and provisions and contingent liabilities.

Useful lives of property, plant and equipment

As described in Note 1 (ii), the Company reviews the estimated useful lives and residual values of property, plant and equipment at the end of each reporting period. During the current financial year, the management determined that there were no changes to the useful lives and residual values of the property, plant and equipment."

Valuation of deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. The policy for the same has been explained under Note 1 (xii).

Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable than an outflow of resources will be required to settle the obligation, in respect of which the reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

2.1 Investments

Particulars	As at March 31, 2026	As at March 31, 2025
Quoted Investment in equity instruments (fully paid up)		
3,000 equity shares of S.S.Organics Limited	-	0.30
7,100 equity share of East, West Travel and Trade Links Limited	-	2.84
Unquoted Investment in equity instruments (fully paid up)		
1,000 equity share of Sri Lakshmi Engineering Limited	-	0.27
Less: Provision for Impairment	-	(3.41)
Total investments, net of impairment	-	**(0.00)**
Aggregate amount of quoted investment	-	3.14
Aggregate book value of un-quoted investments	-	0.27
Aggregate value of impairment in value of Investments	-	3.41
Net Value	-	-0.00

The management has assessed that carrying value of the investments approximate to their fair value.

2.2 Other Financial Assets (Non-Current)

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good		
Security deposits	-	-
	-	-

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

2.3 Financial Assets (Current)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Trade receivables		
Unsecured, considered good	25.36	25.36
	25.36	**25.36**

Ageing of Current Trade receivables

	Unsecured Undisputed	Considered Good
Outstanding from the due date of payment		
Not due	-	-
Less than 6 Months	-	-
6 Months to 1 Year	-	-
1-2 Years	25.36	25.36
2-3 Years	-	-
More than 3 Years	-	-
Total	**25.36**	**25.36**
Less: Provision for Expected Credit Loss	-	-
Total	**25.36**	**25.36**
(b) Cash and cash Equivalents		
Cash on hand	0.00282	0.17
Balance with banks		-
On current accounts	1.99	1.88
	2.00	**2.04**

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
(c) Other Financial Assets		
Unsecured, considered good		
Interest accrued on Deposits with Banks	-	-
	-	-

2.4 Other Current Assets

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with government Authority	52.51	52.51
Duties and Taxes	88.92	84.62
Prepaid expenses		
Staff advance	1.00	
(Unsecured, considered doubtful)		
Advances	1.96	1.81
	144.39	**138.94**

2.5. Other Recoverable Amounts

Particulars	As at March 31, 2026	As at March 31, 2025
-	-	-
	-	-

2.6 Equity Share Capital:

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Authorised		
9,00,00,000 (previous year March 2018 : 9,00,00,000) equity shares of Rs. 10 each	9,000.00	9,000.00
	9,000.00	**9,000.00**
Issued, subscribed and paid-up 78,788,142 (previous year March 2018 : 78,788,142) equity shares of Rs.10 each	7,878.81	7,878.81
	7,878.81	**7,878.81**

(b) Reconciliation of the shares outstanding at the beginning and at the end of the Year:

	As at March 31, 2026		As at March 31, 2025	
	Number of shares	Amount	Number of shares	Amount
Equity shares				
At the commencement of the year	7,87,88,142	7,878.81	7,87,88,142	7,878.81
Conversion of preference shares to equity				
Shares bought back during the year				-
At the end of the year	**7,87,88,142.00**	**7,878.81**	7,87,88,142.00	**7,878.81**

(c) Rights preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity share is eligible for one vote per share. The dividend, if any, proposed by the Board of Directors of the Company is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. The Company declares and pays dividend in Indian rupees.

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

(d) Particulars of shareholders holding more than 5% shares of a class of shares:

Name of shareholder	As at March 31, 2026		As at March 31, 2025	
	Number of shares	% of holding	Number of shares	% of holding
T Sandeep Kumar Reddy	1,70,06,802	21.59	1,70,06,802	21.59
Fursa Mauritius	1,84,99,990	23.48	23.48	23.48
Kiran Kumar Gali	10316103	13.1	72,14,670	9.16
Nirmala Jyothi G	7371368	9.36	73,71,368	9.36
Mahmed Rafee Pattan	15915789	20.2	1,59,89,815	20.29

(d) Particulars of Promoter and Promoter group share holding in Equity Shares:

Name of Promoter and Promoter group	As at March 31, 2025		As at March 31, 2024	
	Number of shares	% of holding	Number of shares	% of holding
Promoters				
T Sandeep Kumar Reddy	1,70,06,802	21.59	1,70,06,802	21.59

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

2.7 Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
Central / State subsidy		
At the commencement of the year	10.00	10.00
At the end of the year	**10.00**	**10.00**
Securities Premium		
At the commencement of the period	299.32	299.32
At the end of the year	299.32	299.32
Retained Earnings		
At the commencement of the year	(11,777.44)	(11,704.80)
Add / (Less) : (Loss) for the year	(111.18)	(72.65)
Add / (Less) : Re-measurement gains(losses) on defined benefit plans		
At the end of the year	**(11,888.63)**	**(11,777.44)**
	(11,579.31)	**(11,468.12)**

(i) Securities Premium Account:

Securities premium is created due to premium on issue of shares. These reserve is utilised in accordance with the provisions of the Companies, Act.

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

2.8 Financial Liabilities (Non-Current)

Particulars	As at March 31, 2025	As at March 31, 2024
Borrowings		
Unsecured Term loans		
From Director	182.79 Cr	182.79 Cr
From others	3340.35	166.94
	3,523.14	**349.73**
Transferred to other current liabilities		
	3,523.14	**349.73**

Pursuant to the Company entering into Business Transfer Agreement (BTA) in November 2016 for transfer of business undertaking of manufacturing and selling of starch and its derivatives along with its two units, no interest has been charged on the basis of mutual agreement from October 01, 2016 on the outstanding loan given by Mr T Sandeep Reddy, Director of the Company (Promoter & Related Party). This loan was originally carried an interest of 15% per annum during the earlier years.

The loan does not have a fixed repayment term and shall be repaid subject to Company having adequate cash profits.

Inter Corporate loan carried at an interest rate of 18% per annum

(i) The Company is not been declared as a Wilful Defaulter by any Bank, Financial Institution or other lenders.

(ii) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall. (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by on or behalf of the company (Ultimate Beneficiaries) or (b) Provide any guarantee, security, or the like to or on behalf of the ultimate beneficiaries.(B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall. (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries), or (b) Provide any guarantee, security, or the like to or on behalf of the ultimate beneficiaries.

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

2.9 Financial Liabilities (Current)

Particulars	As at March 31, 2025	As at March 31, 2024
2.9 (a) Borrowings		
Unsecured Loans repayable on demand		
From Others -Refer note (i) below	166.94	3,340.35
From Director	7.46	-
	174.40	**3,340.35**

(i) Interest of 18% p.a is being charged for the loan by Numbermall Pvt Ltd.

Particulars	As at March 31, 2025	As at March 31, 2024
2.9 (b)Trade payables		
Trade payables		
Dues to Micro, Small and Medium Enterprises	-	-
Others	16.69	20.19
	16.69	**20.19**

Trade payable other than acceptances include certain dues to Micro and Small Enterprises, under the Micro, Small and Medium Enterprises Development Act, 2006 have been determined based on the information available with the company and the required disclosures are given below:

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

Particulars	For the year ended as at	
	31-Mar-26	31-Mar-25
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year.	-	-
The amount of interest paid by the Company along with the amounts of the payment made to the supplier beyond the appointed day during the year	-	-
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 this Act	-	-
The amount of interest accrued and remaining unpaid at the -end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise	-	-

Outstanding from the due date of payment	Undisputed	Others
Not due	-	-
Less than 6 Months	-	-
Less than 1 Year	-	-
1-2 Years	-	-
2-3 Years	-	-
More than 3 Years	-	-
Total	-	-

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

2.9 (c) Other Current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Advances from customers	-	-
Interest payable - ICD	72.53	40.45
Advances from Numbermall Pvt Ltd	66.03	-
Advance to employees cr	-	-
Statutory liabilities	2.86	2.58
Provision for expenses	16.59	2.35
	158.01	**45.39**

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

2.10 Particulars

	For the Year ended on March 31, 2026	For the Year ended on March 31, 2025
(a) Revenue from Operations		
Sale of Products	-	-
	-	-
(b) Other income		
Miscellaneous income	-	-
	-	-
(c) Cost of materials consumed		
Raw materials and packing materials consumed	-	-
	-	-
(d) Change in inventory of finished goods and work in progress	-	-
Inventories at the beginning of the year	-	-
Finished goods	-	-
Work-in-progress	-	-
Less: Inventories at the end of the year	-	-
Finished goods	-	-
Work-in-progress	-	-
Increase/ (decrease) in stock	-	-
Increase/ (decrease) in excise duty due to closing inventory	-	-
Less: Transferred Stock	-	-
Increase/ (decrease) in Inventories	-	-
	-	-

2.10 Particulars

	For the Year ended on March 31, 2026	For the Year ended on March 31, 2025
(e) Employee benefits expense		
Salaries, wages and bonus	11.29	8.50
Contribution to provident fund and other funds (Refer note 12)	-	-
Staff welfare expenses	-	-
	11.29	**8.50**
(f) Finance costs		
Interest expense	35.77	27.68
	35.77	**27.68**
(g) Other expenses		
Advertisement	0.42	-
Repairs	-	-
- Plant and machinery	-	-
-Others	0.35	0.13
Rates and taxes	0.74	0.23
Insurance		0.10
Vehicle hire and maintenance	1.40	1.50
Interest on tds	0.27	-
Travelling expenses	0.65	-
Contract labour charges	-	-
Legal and professional fees	39.33	28.74
Auditors Remuneration	2.35	-
Directors sitting fee	1.11	1.20
Bank Charges	0.15	-
Printing and stationery	2.11	-
Telephone and other communication expenses	0.03	0.03
Miscellaneous expenses	15.22	4.53
	64.12	**36.47**

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

2.11 Capital commitments and contingent liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
i. Estimated amount of contracts, net of advances, remaining to be executed on capital account and not provided for	-	-
ii. Contingent liabilities		
a. Customs and Sales Tax	271.74	202.68
b. Income Tax	746.55	197.14
c. Southern Power Distribution Company of Telangana Ltd	223.25	
d. Excise Duty	1,146.91	852.42
e. Service Tax	-	-
f. Agricultural Market Committee	97.29	93.36

The Company is subject to legal proceedings and claims, which have arisen in the ordinary course of business. The Company is contesting the above demand and the management including its tax advisors believes that its position will likely be upheld in the appellate process. The management believes that the ultimate outcome of these proceedings will not have a material adverse effect on the Company's financial position and results of operations. Future cash outflows in respect of the above matters are determinable only on receipt of judgments / decisions pending at various forums / authorities.

2.12 Employee benefits

Defined contribution Plan:

The Company makes contributions, determined as a specified percentage of employee’s salaries, in respect of qualifying employees towards provident fund which is defined contribution plans. The Company has no obligations other than the above to make specified contributions. The contributions are charged to the Statement of Profit and Loss. The amount recognised as an expense towards contribution to provident fund aggregated to ₹ 2.96 in lakhs and ₹0.43 in lakhs towards ESIC during the previous year

Defined benefit plan:

The Company operates defined benefit plans that provide gratuity benefits to employees. The gratuity plan entitles an employee, who has rendered at least 5 years of continuous service to receive one-half month’s basic salary for each year of completed service at the time of retirement/resignation/ termination of employment. But as the company has transferred all the employees as a condition of BTA, it has only employees recruted in the previous financial year with liability only as Provident Fund for Contribution plans and hence no defined benifit obligation in the financial year.

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

Reconciliation of opening and closing balances of the present value of the defined benefit obligation
Changes in the present value of defined benefit obligation

Particulars	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Obligation at beginning of the year	-	-
Current service cost	-	-
Interest cost	-	-
Past service cost	-	-
Actuarial (gain)/ loss	-	-
Benefits paid	-	-
Transferred as a BTA	-	-
Obligation as at the end of the year	-	-
Current Portion	-	-
Non- Current Portion	-	-

Expense recognised in the Statement of Profit and Loss

Particulars	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Current service cost	-	-
Interest cost	-	-
Expected return on plan assets	-	-
Past service cost	-	-
Net actuarial loss/(gain) recognised in the year	-	-
Amount in “Employee benefits expense	-	-

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

Amount recognised in balance sheet

Particulars	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Present value of funded obligations	-	-
Fair value of plan assets	-	-
Net liability	-	-

Summary of actuarial assumptions

Particulars	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Discount Rate (p.a.)	0.00%	0.00%
Salary escalation rate (p.a.)	0.00%	0.00%

Discount rate: The discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligations.

Salary escalation rate: The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

The Company does not have any plan assets.

Leave encashment :

The Company has recognized amount of ₹ NIL lakhs (previous year: Rs. Nil lakhs) as expense in the Statement of Profit and Loss in respect of compensated absences.

2.13. Leases

The Company has taken office facilities on lease under cancellable and non-cancellable operating lease arrangements. The total rental expenses under cancellable operating lease was ₹ NIL lakhs (previous year: Rs.Nil lakhs) has been included under “Rent” in the Statement of Profit and Loss.

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

2.14. Income tax expense

Current tax: Current tax provision for the year is Rs. Nil (previous year: Rs. Nil)
Deferred tax:

Particulars	As at 31-Mar-26	As at 31-Mar-25
Deferred tax liability	-	-
Excess of depreciation provided in accounts over depreciation allowable under income tax law	-	-
Deferred tax asset	-	-
Business loss under income tax law		
Net	-	-

Tax losses includes business losses, short term and long term capital loss that can be carried forward under Income Tax Act, 1961 up to eight assessment years immediately succeeding the assessment year for which the loss was first computed, including unabsorbed depreciation can be carried forward to indefinite period.

Deferred tax assets on carry forward unused tax losses have been recognised to the extent of deferred tax liabilities on taxable temporary differences available. It is expected that any reversals of the deferred tax liability would be offset against the reversal of the deferred tax asset.

2.15. Earnings per share (EPS)

Basic and diluted number of shares and Earnings per share is set out below:

Particulars	For the year ended 31-Mar-26	For the year ended 31-Mar-25
Net profit/(Loss) for the year from continued operations (Rs. in lakhs)	(111.18)	(72.65)
Net profit for calculation of basic earnings per share	(111.18)	(72.65)
Number of equity shares outstanding at the beginning of the year	7,87,88,142	7,87,88,142
Add: Equity shares issued during the year	-	-
Total number of equity shares outstanding at the end of the year	7,87,88,142	7,87,88,142
Weighted average number of equity shares outstanding during the year - (Basic and Diluted)	7,87,88,142	7,87,88,142
Earnings per share of par value Rs. 10 – Basic/Diluted	**(0.14)**	**(0.09)**

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

2.16. Related party transactions The Company is incurred loss during the year and previous years. Hence, the Company does not required to contribute any amount towards contribution to Corporate Social Responsibility as per section 135 of Act.

2.16. Related party transactions

A) Related parties

Key management personnel (KMP) represented on the Board of Directors

1. Mr. P V Narayana Rao, Director
2. Mr. CH R Sesha Prasad, Director
3. Mr. V. Murali, Director
4. Mr. T Sandeep Kumar Reddy, Chairman & Managing Director
5. Mr. Sreedhara Reddy Kanaparthi, Whole Time Director
6. Mr. A Prabhakar Rao, Chief Financial Officer
7. Mr. Aamir Tak, Company Secretary and Compliance officer

B) Related parties with whom transactions have taken place during the year: (Closing Balances)

Particulars	Nature of Transaction	For the year ended 31-03-2026	For the year ended 31-03-2025
Sitting Fees Paid			
P V Narayana Rao	Sitting Fee	0.32	0.32
CH R Sesha Prasad	Sitting Fee	0.08	0.32
Srinivas Iduri	Sitting Fee	0.24	-
Meenakshi Sachdeva	Sitting Fee	0.32	0.24
V Murali	Sitting Fee	0.08	0.32
Managerial remuneration		-	-
A Prabhakar Rao	Remuneration	5.40	5.40
Aamir Tak	Remuneration	0.75	3.00
Huda Khan	Remuneration	1.63	0

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

C) Balances payable to related parties are as follows:

Nature of balance		For the year ended 31-03-2026	For the year ended 31-03-2025
Unsecured loans			
T Sandeep Kumar Reddy	Loan	182.79	182.79
Sridhar Reddy Kanaparthi	Loan	7.46	0.00

2.17 Financial instruments

Fair value hierarchy				
Particulars	Total	Quoted prices in active markets	Significant observable inputs	Significant unobservable inputs
		Level 1	Level 2	Level 3
31-Mar-26				
Financial Asset				
Investments	-	-	-	-
Trade receivables	25.36			25.36
Cash and cash Equivalents	-			-
Bank balances other than Cash and cash Equivalents	2.00			2.00
Other Finacial Assets	-			-
Total	**27.36**	**-**	**-**	**27.36**
Financial Liability				
Trade payables	16.69			16.69
Borrowings	3,690.08			3,690.08
Other Finanical liabilities	-			-
Total	**3,706.77**	**-**	**-**	**3,706.77**
31-Mar-25				
Financial Asset				
Investments	(0.00)		(0.00)	
Trade receivables	25.36			25.36
Cash and cash Equivalents	-			-
Bank balances other than Cash and cash Equivalents	2.04			2.04
Other Finacial Assets	-			-
Total	**27.40**	**-**	**(0.00)**	**27.41**
Financial Liability				
Trade payables	20.19			20.19
Borrowings	3,690.08			3,690.08
Other Finanical liabilities	-			-
Total	**3,710.27**	**-**	**-**	**3,710.27**

The management assessed that the fair values of financial assets approximate their carrying amounts largely due to the short-term maturities of these instruments.The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. For fianncial assets and financial liabilities that are measured at fair value, the carrying amounts are equal to the fair value.

2.18 Financial Risk Management Objectives and Strategy:

Major risk belongs to the discontinued operations of the Company which are Credit risk and Liqudity risk etc.Credit Risk: Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Financial instruments that potentially subject the Company to concentration of credit risk consist principally of cash and bank balances and trade receivables."

Liqudity Risk: Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company invests its surplus funds in various marketable securities and other financial intruments to ensure that the sufficient liquidity is available. 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. The Company requires funds both for short-term operational needs as well as for long-term investment programmes mainly in growth projects.

2.19 Capital Management

The Company’s policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company monitors the return on capital as well as level of dividend on its equity shares. The Company’s objective when managing capital is to maintain and optimal structure so as to maximize shareholder’s value.

No changes were made in the objectives, policies or processes for managing capital during the current period.

2.20

i. No proceedings have been initiated or are pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

ii. The Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of Current Assets."

iii. During the current financial year, to the best knowledge of the company, it didn’t have any relationship with Struck-off Companies.

iv. The Company has no Charges or Satisfaction yet to be registered with the Registrar of Companies beyond the statutory period."

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

v. The Company has not made any investment and do not have subsidiaries, therefore clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017, is not applicable."

vi. The Company has not entered into any Scheme of Arrangement in terms of sections 230 to 237 of the Companies Act, 2013. Hence there will be no accounting impact on the current or previous financial year

vii. There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account."

viii. The Company has not traded or invested in Crypto Currency or Virtual Currency during the current or previous year."

ix. The Company has not revalued its property, plant, and equipment during the current or previous year.

x. The provisions of Corporate Social Responsibility Under Section 135 of Companies Act 2013 are not applicable to the Company.

xi. The Company does not have any Immovable Properties where title deeds are not held in the name of the Company.

xii. The Company has not raised any funds through the Issue of Securities during the current or previous year.

2.21. CIF value of imports

There are no imports made during the current year and previous year.

2.22. Expenditure in foreign currency

There is no expenditure in foreign currency in current year and previous year.

2.23. Earnings in foreign currency

Particulars	31st March 2026	31st March 2025
Exports on FOB basis	-	-
Total	-	-

Notes to the financial statements for the year ended March 31, 2026
(Rs. in lakhs unless otherwise stated)

2.24. Ratios

Particulars	31st March 2026	31st March 2025	**% Change**
Current Ratio (Total current assets/Total current liabilities)	0.49	0.05	930.56%
Debt-Equity Ratio, (Total Gross Debt/Average shareholder's)	(1.00)	(1.03)	-3.36%
Debt Service Coverage Ratio, (Earnings for Debt service (Profit after tax + Finance cost + Depreciation and amortisation + Other non-cash expenditure)/ Debt service = (interest + Principal Repayments)	NA	NA	NA
Return on Equity Ratio, (Profit after tax)/(Average shareholder's equity)	-0.03	-0.02	58.31%
Inventory turnover ratio, (Average inventory * 365)/(Total revenue from operations)	NA	NA	NA
Trade Receivables turnover ratio, (Average trade receivables * 365)/(Total revenue from operations)	NA	NA	NA
Trade payables turnover ratio, (Average trade payables * 365)/(Cost of materials and services consumed or used)	NA	NA	NA
Net capital turnover ratio, (Average working capital = Current assets (-) Current liabilities *365)/(Total revenue from operations)	NA	NA	NA
Net profit ratio, (Profit after tax)/(Total revenue from operations)	NA	NA	NA
Return on Capital employed, (Earnings before interest and taxes)/Average Capital employed Capital employed = Total equity + Borrowings	-0.63	-0.02	-
Return on investment. (Net return)/(cost of investment)	-0.63	-0.02	-

2.25. Balances in the accounts of various parties appearing in these statements are subject to confirmations and reconciliations.

2.26. Figures for the previous year have been regrouped / rearranged, wherever necessary, to conform to current year's classification.

As per our report attached
For MGR & Co
Chartered Accountants
Firm Registration No: 012787S

M. G. Rao
Partner
Membership No. 029893
UDIN: 26029893KFBYWG3416

Place: Hyderabad
Date: May 19, 2026

For Gayatri Bio Organics Limited

T.V. Sandeep Kumar Reddy
Chairman & Director
DIN : 00005573

Sreedhara Reddy Kanaparthi
Whole-time Director
DIN : 09608890

Huda Khan
Company Secretary &
Compliance Officer

A Prabhakar Rao
Chief Finacial Officer

If undelivered please return to :

GAYATRI

Gayatri BioOrganics Limited

B3, 3rd Floor, 6-3-1090, Rajbhavan Road
Somajiguda, Hyderabad – 500 082,