



Date: 28-05-2025

To,
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400001

Sub: Outcome of Board Meeting held on 28-05-2025 under regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Gayatri Bioorganics Limited (Scrip Code: 524564)

Dear Sir/Madam,

With reference to the above mentioned subject, this is to inform the Exchange that the Board meeting of Gayatri Bioorganics Limited was held on Wednesday, the 28th day of May, 2025 at 11.00 AM at the Registered Office of the Company. The Board has considered and approved the following:

1. Approved the Audited standalone financial results of the company along with the Statutory Audit Report and Declaration as per Regulation 33 of SEBI (LODR) Regulations, 2015, for the quarter and financial year ended 31.03.2025. **(Enclosed)**
2. Based on the recommendation of the Audit Committee of the Company, the Board has considered and approved the appointment of M/s. Vas & Co., Chartered Accountants as Internal Auditors of the Company for the Financial Year 2025-26 **(Brief profile is provided)**
3. Based on the recommendation of the Audit Committee of the Company, the Board has considered and approved the appointment of M/s. Vivek Surana & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company for a period of five (5) years i.e, for the financial years 2025-26 to 2029-30, subject to the approval of shareholders of the company **(Brief profile is provided)**
4. Approved the Resignation tendered by Mr. MURALI VITTALA (DIN: 08688453), Independent Director of the Company with immediate effect, due to his advancing age. He has confirmed that there are no other material reasons for his resignation other than that mentioned in his resignation letter. **(Resignation Letter is enclosed)**
5. Approved the Resignation tendered by Mr. RAMACHANDRA SESHAPRASAD CHODAVARAPU (DIN: 08490735), Independent Director of the Company with immediate effect, due to his advancing age. He has confirmed that there are no other material reasons for his resignation other than that mentioned in his resignation letter. **(Resignation Letter is enclosed)**

SREEDHARA
REDDY
KANAPARTHI

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SREEDHARA REDDY
KANAPARTHI
Date: 2025.05.28
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Regd. & Corp. Office :

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CIN NO : L24110TG1991PLC013512

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6. Based on the recommendation of the Nomination and Remuneration Committee of the Company, approved appointment of Mr. Srinivas Iduri (Din: 05192362) as an Additional Director in the category of Independent Director of the company with immediate effect for a term of 5 years, subject to the approval of the shareholders of the company. **(Brief profile is provided)**
7. Based on the recommendation of the Nomination and Remuneration Committee of the Company, approved re-designation of Ms. MEENAKSHI RAMCHAND SACHDEVA from non-executive non-independent director to an independent director of the company with immediate effect, for a period of 5 years and subject to the approval of shareholders of the company. **(Brief profile is provided)**
8. Reconstitution of Committees of the Board as under:

AUDIT COMMITTEE:

S-No.	Name	Designation
1	Mr. P. V. Narayana Rao	Chairperson
2	Mr. Srinivas Iduri	Member
3	Ms. MEENAKSHI RAMCHAND SACHDEVA	Member

NOMINATION & REMUNERATION COMMITTEE:

S-No.	Name	Designation
1	Mr. P. V. Narayana Rao	Chairperson
2	Mr. Srinivas Iduri	Member
3	Ms. MEENAKSHI RAMCHAND SACHDEVA	Member

Disclosure of information with regard to the above mentioned resignations and appointments as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Para-A of Schedule-III are provided below as **Annexure-A**.

The Meeting Concluded at 8.45 P.M.

We request you to kindly take note of the same in your records.

Thanking you.

Yours sincerely,

For Gayatri Bioorganics Limited

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Sreedhara Reddy Kanaparthi

Whole-time Director

DIN: 09608890

Encl. as mentioned above

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ANNEXURE-A

Details as required under Part A of Schedule III and Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circulars No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023, concerning the appointments and resignations is provided below:

S. No.	Particulars	Mr. MURALI VITALA	Mr. RAMACHANDRA SESHAPRASAD CHODAVARAPU
1	Reason for Change viz. appointment, re-appointment, resignation, removal, death or otherwise	Mr. MURALI VITALA has resigned from the position of Independent Director of the company due to his advancing age	Mr. RAMACHANDRA SESHAPRASAD CHODAVARAPU has resigned from the position of Independent Director of the company due to his advancing age
2	Date of Appointment / Cessation	Resigned with immediate effect from close of business hours on 28-05-2025	Resigned with immediate effect from close of business hours on 28-05-2025
3	Terms of appointment	NA	NA
4	Brief profile (in case of appointment)	NA	NA
5	Disclosure of Relationships with other Directors (in case of appointment)	NA	NA
6.	Shareholding, if any in the company	NA	NA
7.	Affirmation that the Director being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	NA	NA
8.	Name of listed entities in which the resigning Director holds directorship	NIL	NIL

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S. No.	Particulars	Vivek Surana & Associates	Vas & Co.
1	Reason for Change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of M/s. Vivek Surana & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company	Appointment of M/s. Vas & Co., Chartered Accountants as Internal Auditors of the Company
2	Date of Appointment / Cessation	Appointed on 28-05-2025	Appointed on 28-05-2025
3	Terms of appointment	For a period of five (5) years i.e, for the financial years 2025-26 to 2029-30	For one year i.e, FY 2025-26
4	Brief profile (in case of appointment)	Vivek Surana & Associates, Practicing Company Secretaries are based of Hyderabad with an experience of more than 15 years, specialized in Corporate Consultancy in the areas of Legal Compliances, Corporate Governance Audit, Secretarial Audit, Public issue of Securities both Main Board and SME, Open Offers, Bonus Issue, Rights Issue, Preferential Allotment, Scheme of Arrangement, Revocation of suspension, Delisting of Companies, Legal Due Diligence, Mergers and De-Mergers, Winding-up. The firm also deals with various regulatory authorities like Registrar of Companies (ROC), Regional Director (RD), National Company Law Tribunal (NCLT), Ministry of Corporate Affairs (MCA), Securities & Exchange Board of India (SEBI), Stock Exchanges, etc.,	M/s. Vas & Co., Chartered Accountants, Practicing Chartered Accountants registered with the Institute of Chartered Accountants of India. The firm is being managed by a team of competent and experienced professionals with rich experience.

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5	Disclosure of Relationships with other Directors (in case of appointment)	NA	NA
6.	Shareholding, if any in the company	NA	NA
7.	Affirmation that the Director being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	NA	NA
8.	Name of listed entities in which the resigning Director holds directorship	NA	NA

S. No.	Particulars	Mr. Srinivas Iduri	Ms. MEENAKSHI RAMCHAND SACHDEVA
1	Reason for Change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Mr. Srinivas Iduri as Independent Director of the company	Re-designation of Ms. MEENAKSHI RAMCHAND SACHDEVA from non-executive non-independent director to an independent director of the company due to her strong credentials, vast experience, diverse knowledge of the profession and business of the company and professional integrity of the highest standard, who meets the criteria for independence as provided in the Companies Act, 2013 and SEBI Listing Regulations.

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2	Date of Appointment / Cessation	Appointed on 28-05-2025	Re-designated on 28-05-2025
3	Terms of appointment	For a period of five (5) years	For a period of five (5) years
4	Brief profile (in case of appointment)	Mr. Srinivas Iduri has 20 years of overall experience in Leadership and management field which includes Technical Recruitment & Resourcing, consulting, Key Account Management, Business Development, Bench Sales, HR Operations & Management, General Administration and Delivery Management. He also has expertise in the areas of corporate governance & compliance, risk management and strategic advisory.	Ms. Meenakshi Sachdeva had done her Masters in Microbiology from the Department of Biosciences, Sardar Patel University Gujarat in 2001 and Masters of Business Administration in Operations and Production from Bhartiya Vidhyapeeth Deemed University Pune in the year 2005. Meenakshi has been having very rich experience and seasoned professional now acting as a Chief Operating Officer in Healthcare Industry. She has significant experience in Operational excellence, cost budgeting, restructuring and policies. She has substantial industry-specific experience in the areas of healthcare and life sciences, marketing and branding. She has worked in various credible organisations globally.
5	Disclosure of Relationships with other Directors (in case of appointment)	Nil	Nil
6.	Shareholding, if any in the company	Nil	Nil
7.	Affirmation that the Director being appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority	To the best of our knowledge and information, we hereby affirm that Mr. Srinivas Iduri is not debarred from holding the office of Director by virtue of any	To the best of our knowledge and information, we hereby affirm that Ms. MEENAKSHI RAMCHAND SACHDEVA is not

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		SEBI order or any other such authority.	debarred from holding the office of Director by virtue of any SEBI order or any other such authority.
8.	Name of listed entities in which the resigning Director holds directorship	NA	NA

For Gayatri Bioorganics Limited

SREEDHARA REDDY
KANAPARTHI

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Date: 2025.05.28
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Sreedhara Reddy Kanaparathi
Whole-time Director
DIN: 09608890

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STATEMENT OF AUDITED FINANCIALS RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2025

Sr.	Particulars	Quarter Ended			Year ended	
		March 31, 2025	Dec 31, 2024	March 31, 2024	01-04-2024 to 31-03-2025	01-04-2023 to 31-03-2024
		(Refer Note 3)	Unaudited	(Refer Note 3)	(Audited)	(Audited)
	Continuing Operations					
1	Revenue from operations (Refer Note 5)	-	-	-	-	-
2	Other Income	-	-	-	-	-
3	Total Revenue from operations (1+2)	-	-	-	-	-
4	Expenses (Refer Note 5)					
	Cost of Materials Consumed	-	-	-	-	-
	Changes in Inventories of Finished Goods and Work in Progress	-	-	-	-	-
	Employee Benefits Expenses	2.12	2.14	2.11	8.50	9.44
	Finance Cost	7.41	7.53	4.63	27.68	14.93
	Depreciation and Amortisation Expenses	-	-	-	-	-
	Other Expenses (Including Excise expense)	7.93	6.39	16.22	36.47	43.75
	Total Expenses	17.46	16.06	22.96	72.65	68.12
5	Profit/(Loss) before exceptional and extraordinary items and tax (3-4)	(17.46)	(16.06)	(22.96)	(72.65)	(68.12)
6	Add/(Less): Exceptional Items	-	-	-	-	-
7	Profit / (loss) before tax for the period / year (5-6)	(17.46)	(16.06)	(22.96)	(72.65)	(68.12)
8	Tax Expense	-	-	-	-	-
9	Profit/(Loss) from continuing operations for the period / year (7-8)	(17.46)	(16.06)	(22.96)	(72.65)	(68.12)
13	Net Profit/(Loss) for the period / year (9+12)	(17.46)	(16.06)	(22.96)	(72.65)	(68.12)
14	Other Comprehensive Income (net of Tax)					
	Items that will not be reclassified to Statement of Profit and Loss					
	(a) Remeasurement of employee benefit obligation	-	-	-	-	-
	(b) Income tax relating to above item	-	-	-	-	-
15	Total Comprehensive Income/(Loss) for the period / year (After tax) (13+14)	(17.46)	(16.06)	(22.96)	(72.65)	(68.12)
16	Paid-up Equity Share Capital	7,878.81	7,878.81	7,878.81	7,878.81	7,878.81
17	Other Equity	-	-	-	(11,468.12)	(11,395.48)
18	Earnings per share in ₹ for discontinued operations (annualised except for quarter)					
	Basic	(0.02)	(0.02)	(0.03)	(0.09)	(0.09)
	Diluted	(0.02)	(0.02)	(0.03)	(0.09)	(0.09)
	(see accompanying notes to the financial results)					



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STATEMENT OF ASSETS AND LIABILITIES AS AT MARCH 31, 2025

Sr. No.	Particulars	As at March 31 2025 (Audited)	As at March 31 2024 (Audited)
I.	ASSETS		
1	Non-Current Assets		
	(a) Financial assets		
	(i) Investments	-	-
	(ii) Other Financial Assets	-	-
2	Current Assets		
	(a) Financial Assets		
	(i) Trade Receivables	25.36	25.36
	(ii) Cash and Cash equivalents	2.04	3.10
	(iii) Other Financial Assets	-	-
	(b) Other Current assets	138.94	129.27
		166.35	157.73
	TOTAL ASSETS	166.35	157.73
	EQUITIES AND LIABILITIES		
1	EQUITY		
	(a) Equity Share Capital	7878.81	7,878.81
	(b) Other Equity	-11468.12	(11,395.48)
		(3,589.31)	(3,516.67)
2	LIABILITIES		
	Non-Current Liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	349.73	295.73
		349.73	295.73
3	Current Liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	3340.35	3,340.35
	(ii) Trade Payables	20.19	17.65
	(iii) Other Financial Liabilities	-	-
	(b) Other Current liabilities	45.39	20.67
	(c) Provisions	-	-
	(d) Current tax liabilities	-	-
		3405.93	3378.67
	TOTAL EQUITY AND LIABILITIES	166.35	157.73

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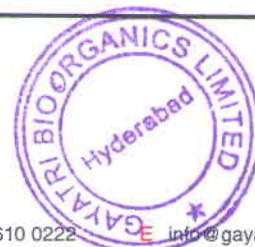
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Gayatri BioOrganics Limited
Statement of Cash Flow for the year ended on March 31, 2025

(₹ in lakhs unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
A. Cash Flow from Operating Activities		
(Loss) before tax	(72.65)	(68.12)
Adjustments for:		
- Finance Costs	27.68	14.93
Operating Profit Before Working Capital Changes	(44.97)	(53.19)
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	(9.67)	4.43
Increase / (Decrease) in Operating Liabilities:		
- Trade Payables	2.54	(3.66)
- Other Current Liabilities	(2.96)	(16.98)
Cash (used in) / generated from Operations	(55.06)	(69.40)
- Direct Taxes paid	-	-
Net cash (used in) Operating Activities (A)	(55.06)	(69.40)
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)	54.00	70.00
- Proceeds from Short-term Borrowings (Net)	-	-
- Interest and Finance Charges paid	-	-
Net cash flow from financing activities (C)	54.00	70.00
Net increase / (decrease) in cash and cash equivalents (A + B + C)	(1.06)	0.60
Cash and Cash Equivalents at the beginning of year	3.10	2.50
Cash and Cash Equivalents at the end of year (Refer Note - 2.3(b) & 2.5)	2.04	3.10

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



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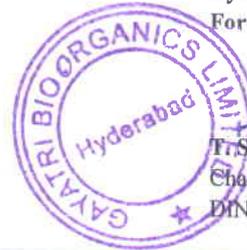


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NOTES

- 1 The above financial results were reviewed by the Audit Committee and taken on record by the Board of Directors at their respective meeting held on May 28, 2025.
- 2 The above financial results are extracted from the Audited Financial Statements of the Company, which are prepared in accordance with Indian Accounting Standards ('Ind AS') as prescribed under section 133 of the Companies Act, 2013 ("the Act") read with relevant rules issued thereunder.
- 3 The figures for the quarter ended March 31, 2025, and March 31, 2024, are balancing figures between the audited figures in respect of the full financial year and the unaudited published year-to-date figures upto the third quarter ended December 31, 2024 and December 31, 2023 respectively.
- 4 The financial statements have been prepared on a going concern basis based upon Comfort letter given by the promoters of the Company for any other business to be continued by them in the future.
- 5 The Company doesn't have more than one segment. Therefore, disclosure relating to segments is not applicable and accordingly not made.
- 6 The figures for the corresponding previous period have been regrouped/reclassified/restated wherever necessary to make them comparable with the current year's classification.

By order of the Board
For Gayatri Bioorganics Limited



T. Sandeep Kumar Reddy
Chairman
DIN: 00005573

Place: Hyderabad
Date: May 28, 2025

Regd. & Corp. Office :

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GAYATRI

Date: 28-05-2025

To,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400001

Sub: Declaration pursuant to regulation 33(3)(d) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

I, Sreedhara Reddy Kanaparthi, Whole-time Director of Gayatri Bioorganics Limited hereby declare that, the statutory Auditors of the Company, M/s. MGR & Co., Chartered Accountants have issued an Audit Report with unmodified / unqualified opinion on Financial results of the Company for the quarter and year ended 31st March, 2025.

I further declare that the audited financial results of the company for the quarter and year ended 31-03-2025 do not contain any false or misleading statements or figures and do not omit any material fact which may make the statements or figures contain therein misleading.

This declaration is issued in compliance of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you.

Yours sincerely,
For Gayatri Bioorganics Limited

K. Sreedhara Reddy

Sreedhara Reddy Kanaparthi
Whole-time Director
DIN: 09608890



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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, 2025 ("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, 2025.

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.

Other Matters

We draw attention to the following matter:

We draw attention to the fact that certain dues relating to the Provident Fund (EPF & MP Act, 1952), pertaining to the period from 2013-14 to 2023-24 of Rs.16,38,248/- remain outstanding as at the balance sheet date. 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 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

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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, 2025 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2025 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 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure 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 NO: 25029893BMHAMQ1886



Place: HYDERABAD
Date: 28th May, 2025



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 yearended March 31, 2025)

- (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 from 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, Provident Fund, Income-tax, and other material statutory dues in arrears as at March 31, 2024 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, 2025, 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	1,03,86,163	CESAT_Banglore
Central Excise Act, 1944	Excise Duty including penalty	02/2020 to 08/2014	8,52,42,349	CESAT - Hyderabad
Agricultural Market Committee	Market Cess	2009 -10 to 2012 -13	93,35,696	The Secretary Agriculture Market Committee, Sadasjvapet.
EPF & MP Act, 1952	7Q and 14B	2013-14 to 2023-24	16,38,248	The regional PF Commissioner II , Patancheru

- (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.



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- (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 in compliance 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.



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- (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)

MGR Rao

M G Rao
Partner
M No. 029893
UDIN NO: **25029893BMHAMQ1886**



Place: HYDERABAD
Date: 28th May, 2025

(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, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The 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.

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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, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note 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

M G Rao
Partner
M No. 029893
UDIN NO: **25029893BMHAMQ1886**
Place: HYDERABAD
Date: 28th May, 2025



Date: 28.05.2025

To
The Board of Directors
Gayatri Bioorganics Limited
Hyderabad

Sub: Resignation from the position of Independent Director

Dear Sir/Madam,

It has been my privilege to serve on the board of directors of the company as an independent Director.

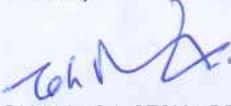
Due to my advancing age, I hereby tender my resignation from the independent Directorship of the company. Kindly accept this resignation letter as independent Director of the company including the board committees and relieve me from my duties with effect from 28.05.2025.

I confirm that there are no material reasons for my resignation other than stated herein.

Kindly acknowledge the receipt of this resignation letter and arrange to submit the necessary forms with the office of the Registrar of Companies (ROC) and Stock Exchanges to the effect.

Thanking you.

Yours faithfully,



RAMACHANDRA SESHAPRASAD CHODAVARAPU
08490735

Date: 28.05.2025

To
The Board of Directors
Gayatri Bioorganics Limited
Hyderabad

Sub: Names of listed entities in which the resigning director holds directorships

Dear Sir/Madam,

Further, pursuant to my resignation letter dated 28.05.2025, I hereby confirm that pursuant to Schedule III Part A Clause 7B (ia) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendments) Regulations, 2018, I hold directorships in any other company is as follows:

Name of the Company	Designation	Member Committee	of	Board
-	-	-		

Thanking you.

Yours faithfully,



RAMACHANDRA SESHAPRASAD CHODAVARAPU
08490735

Date: 26.05.2025

To
The Board of Directors
Gayatri Bioorganics Limited
Hyderabad

Sub: Confirmation on Reason for Resignation.

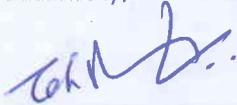
Further, pursuant to my resignation letter dated 28.05.2025, I hereby confirm that pursuant to Schedule III Part A Clause 7B (ii) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendments) Regulations, 2018, there are no other material reasons other than those provided in my resignation letter.

Additional details in connection to my resignation from the Company are as below:

S. No.	Particulars	Comment
1.	Detailed reasons for the resignation.	Due to my advancing age, I hereby tender my resignation from the independent Directorship of the company.

Thanking you.

Yours faithfully,



RAMACHANDRA SESHAPRASAD CHODAVARAPU
08490735

Date: 28.05.2025

To
The Board of Directors
Gayatri Bioorganics Limited
Hyderabad

Sub: Resignation from the position of Independent Director

Dear Sir/Madam,

It has been my privilege to serve on the board of directors of the company as an independent Director.

Due to my advancing age, I hereby tender my resignation from the independent Directorship of the company. Kindly accept this resignation letter as independent Director of the company including the board committees and relieve me from my duties with effect from 28.05.2025.

I confirm that there are no material reasons for my resignation other than stated herein.

Kindly acknowledge the receipt of this resignation letter and arrange to submit the necessary forms with the office of the Registrar of Companies (ROC) and Stock Exchanges to the effect.

Thanking you.

Yours faithfully,



MURALI VITTALA
08688453

Date: 28.05.2025

To
The Board of Directors
Gayatri Bioorganics Limited
Hyderabad

Sub: Names of listed entities in which the resigning director holds directorships

Dear Sir/Madam,

Further, pursuant to my resignation letter dated 28.05.2025, I hereby confirm that pursuant to Schedule III Part A Clause 7B (ia) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendments) Regulations, 2018, I hold directorships in any other company is as follows:

Name of the Company	Designation	Member of Board Committee
-	-	-

Thanking you.

Yours faithfully,


MURALI VITTALA
08688453

Date: 28.05.2025

To
The Board of Directors
Gayatri Bioorganics Limited
Hyderabad

Sub: Confirmation on Reason for Resignation.

Further, pursuant to my resignation letter dated 28.05.2025, I hereby confirm that pursuant to Schedule III Part A Clause 7B (ii) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendments) Regulations, 2018, there are no other material reasons other than those provided in my resignation letter.

Additional details in connection to my resignation from the Company are as below:

S. No.	Particulars	Comment
1.	Detailed reasons for the resignation.	Due to my advancing age, I hereby tender my resignation from the independent Directorship of the company.

Thanking you.

Yours faithfully,


MURALI VITALA
08688453