

Registered & Corporate Office :

1004 - 1006, 10th Floor, North Tower, One42,
Off. Bopal Ambli Road, Opp. Ashok Vatika,
Bodakdev, Ahmedabad-380054, Gujarat, India.
Phone:+91-6357087189 / 90



ANNUAL REPORT 2024-25

RATNATRIS PHARMACEUTICALS PRIVATE LIMITED
CIN: U24230GJ2005PTC047394

Registered & Corporate Office :

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**CORPORATE INFORMATION****RATNATRIS PHARMACEUTICALS PRIVATE LIMITED**

CIN: U24230GJ2005PTC047394

BOARD OF DIRECTORS

Sr. No.	Name of the Director	DIN/PAN	Designation
1.	Mr. Jitendra Babulal Sanghvi	00271995	Executive Director
2.	Mr. Swapnil Jatinbhai Shah	05259821	Non-Executive, Non-Independent Director
3.	Mr. Arpit Deepakkumar Shah	07214641	Non-Executive, Non-Independent Director
4.	Mr. Rishabh Mahendrakumar Sanghvi*	09320438	Non-Executive, Non-Independent Director
5.	Mr. Chetan Bipinchandra Shah**	10381971	Additional Director (Non-Executive, Non-Independent Director)
6.	Mr. Kalpit Rajesh Gandhi	02843308	Non-Executive, Independent Director
7.	Mr. Udayan Dileep Choksi	02222020	Non-Executive, Independent Director

* Mr. Rishabh Mahendrakumar Sanghvi has resigned from the post of Non-Executive, Non-Independent Director of the Company with effect from May 14, 2025.

** Mr. Chetan Bipinchandra Shah was appointed as Additional Director designated as Non-Executive, Non-Independent Director of the Company in the Board Meeting dated May 14, 2025.

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**COMMITTEES OF THE BOARD:****Audit Committee**

(Constituted w.e.f. March 18, 2025)

Mr. Kalpit Rajesh Gandhi, Chairman
Mr. Udayan Dileep Choksi, Member
Mr. Jitendra Babulal Sanghvi, Member

Nomination and Remuneration Committee

(Constituted w.e.f. March 18, 2025)

Mr. Udayan Dileep Choksi, Chairman
Mr. Kalpit Rajesh Gandhi, Member
Mr. Swapnil Jatinbhai Shah, Member

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Ahmedabad, Gujarat 380054

REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Private Limited
5th Floor, 506 TO 508, Amarnath Business
Centre – 1 (ABC-1), Beside Gala Business
Centre,
Nr. St. Xavier's College Corner, Off C G Road,
Ellisbridge, Ahmedabad – 380006
E-mail:- rnt.helpdesk@linkintime.co.in

Statutory Auditor

M/s Rajesh J. Shah & Associates
Chartered Accountants,
Ahmedabad

Cost Auditor

M/s. N. D. Birla & Co.,
Cost Accountants,
Ahmedabad

Secretarial Auditor

Mukesh H. Shah & Co.
Practicing Company Secretaries
Ahmedabad

BANKERS

HDFC Bank Limited
Union Bank of India

WEBSITE

www.ratnatris.com

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NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twentieth (20th) Annual General Meeting of the members of **RATNATRIS PHARMACEUTICALS PRIVATE LIMITED** will be held on Tuesday, 30th day of September, 2025 at 11:30 A.M. (IST) at the Registered Office of the company situated at 1004-1006, 10th Floor, North Tower, One 42, Off. Bopal Ambli Road, Opp. Ashok Vatika, Bodakdev, Ahmedabad, Gujarat 380054 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone financial statement of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon;

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

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered, approved and adopted."

2. To appoint a director in place of Mr. Jitendra Babulal Sanghvi (DIN: 00271995), who retires by rotation and being eligible, offers himself for re-appointment.

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Jitendra Babulal Sanghvi (DIN 00271995), who retires by rotation as a Director at this 20th Annual General Meeting, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, who shall be liable to retire by rotation."

SPECIAL BUSINESS:

3. To regularize the appointment of Mr. Chetan Bipinchandra Shah as a Director (DIN:10381971) (Non-Executive Non-Independent) of the Company.

To consider and if thought fit, to pass, with or without modification, the following resolutions as **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded, to appoint Mr. Chetan Bipinchandra Shah (DIN: 10381971) as a Director (Non-Executive- Non-Independent Director) and in respect of which the Company has received his consent to act as a Director of the Company, on the Board of the Company w.e.f. May 14, 2025 to hold office for a term upto 5 (five) consecutive years from the date of appointment; and

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Directors of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all necessary

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documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies."

4. To ratify the remuneration payable to the Cost Auditors of the Company for the Financial Year ending March 31, 2025

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad, having Firm Registration No. 000028, being the Cost Auditors appointed by the Board of Directors of the Company to conduct the Cost Audit for the financial year ending on March 31, 2026, be paid Rs. 50,000/- plus applicable taxes, reimbursement of travelling and out-of-pocket expenses incurred by them in connection with aforesaid audit, as remuneration; and

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Directors of the Company be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies."

5. To waive recovery of remuneration paid to Mr. Arpit Deepakkumar Shah (DIN:07214641), Non-Executive, Non-Independent Director of the Company for the period December 2023 to May 2025.

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

"RESOLVED THAT pursuant to Section 197(9) and (10) of the Companies Act, 2013 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 ("the Act") and the Rules made thereunder, including any statutory modification thereof, consent of the members of the Company be and is hereby accorded to ratify and waive recovery of remuneration of Rs. 36,00,000 paid to Mr. Arpit Deepakkumar Shah (DIN-07214641), in his capacity as Non-Executive, Non-Independent Director of the Company, for the period December 2023 to May 2025, which is in excess of the limits prescribed under Section 197(1) of the Companies Act, 2013 read with Section II (A) of Part II of Schedule V to the Companies Act, 2013; and

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution in this regard."

6. To approve the revision in remuneration payable to Mr. Jitendra Babulal Sanghvi (DIN: 00271995), Director of the Company

To consider and if thought fit, to pass, with or without modification, the following resolutions as **Special Resolution**:

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company in accordance with section 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including rules, notifications, statutory

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modification, amendment or re-enactment thereof for the time being in force and as may be enacted from time to time) read with Schedule V of the said act, and pursuant to the provisions of Articles of Association of the Company, approval of the Members be and is hereby accorded for the revision in remuneration of Mr. Jitendra Babulal Sanghvi (DIN: 00271995), Director of the Company, which is in excess of threshold limits as prescribed under Schedule V of the Companies Act, 2013 and the Rules made thereunder with effect from April 01, 2025; as set out in the explanatory statement annexed to the Notice convening this meeting;

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things arising out of and incidental thereto as may be deemed necessary, proper, expedient, or incidental to give effect to this resolution including filing of necessary forms and returns with the Ministry of Corporate Affairs or submission of necessary documents with any other concerned authorities in connection with this resolution; and

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to issue certified true copies of the above resolutions and the same may be forwarded to any concerned authorities for necessary action."

By the order of the Board of Directors
For Ratnatris Pharmaceuticals Private Limited


Jitendra Babulal Sanghvi
Director
DIN: 00271995

A circular corporate stamp with the text 'RATNATRIS PHARMACEUTICALS PVT. LTD.' around the perimeter and a star in the center.

Place: Ahmedabad

Date: 08/09/2025

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NOTES

- An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 in respect of the business as specified above is annexed herewith.
- Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. Proxies in order to be effective must reach the registered office of the Company not less than 48 hours before the scheduled commencement of the meeting.
- Corporate members intending to send their authorized representative(s) to attend the annual general meeting are requested to forward a certified copy of board resolution authorizing their representative to attend and vote at the annual general meeting either to the company in advance or submit the same at the venue of the general meeting.
- Members should bring the duly filed attendance slip sent herewith for attending the meeting.
- Members desirous of getting any information about the accounts/and or operation of the company are requested to write to the company at least 7 days before the meeting to enable the company to keep the information ready at meeting.
- A person can act as proxy on behalf of members not exceeding fifty (50) in numbers and holding in the aggregate not more than ten percent of the total share capital of the Company.
- A map to reach at the venue of meeting is enclosed at the end of the Annual Report.

STATEMENT / EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013
ITEM NO. 3

Mr. Chetan Bipinchandra Shah (DIN: 10381971) was appointed as an Additional Director (Non-Executive Non-Independent Director) of the Company with effect from May 14, 2025 pursuant to Articles of Association of the Company and provisions of Section 149, 152 and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force). Accordingly, his term expires at the ensuing Annual General Meeting.

Mr. Chetan Bipinchandra Shah is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Keeping in view his expertise and knowledge, it will be in the interest of the Company to regularize appointment of Mr. Chetan Bipinchandra Shah as a Director (Non-Executive Non- Independent) of the Company.

Except Mr. Chetan Bipinchandra Shah being appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 3.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the shareholders.

The brief details of Mr. Chetan Bipinchandra Shah (DIN: 10381971) in accordance with para 1.2.5 of the Secretarial Standard on General Meeting (SS 2) is mentioned herein below for the members for the reference:

Sr. No.	Title	Details
1.	Name	Mr. Chetan Bipinchandra Shah
2.	DIN	10381971
3.	Category	Non-Executive Non-Independent Director
4.	Date of Birth/ Age	20/04/1966
5.	Qualification	Graduate
6.	Experience	He has over 3 decades of experience, including more than 25 years of experience in the pharmaceutical industry.
7.	Terms & Conditions of appointment	Mr. Chetan Bipinchandra Shah is proposed to be appointed as Non-Executive, Non- Independent Director for a period of 5 years w.e.f. May 14, 2025
8.	Details of Remuneration	-
9.	Remuneration last paid	-
10.	Date of First Appointment on the Board	May 14, 2025

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11.	Details of Shareholding	-
12.	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	-
13.	No. of Meeting attended during the year (2025-26)	
14.	Membership/ Chairmanship in Committees	-

ITEM NO. 4

As per the provisions of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Board shall appoint Cost Accountant in practice, as the Cost Auditors.

The remuneration shall be considered and approved by the Board of Directors and ratified by the Members of the Company.

The Board has considered and approved the re-appointment of M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad, having Firm Registration No. 000028 as the Cost Auditors of the Company, to conduct the Cost Audit of the Company for the financial year 2025-26 at remuneration as mentioned in the resolution for this item of the Notice.

None of the Directors and/or Key Managerial personnel of the Company and their relatives are concerned or interested, financially, or otherwise, in the resolution set out at Item No.4 of the accompanying the Notice.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No.4 of the Notice for approval by the shareholders.

ITEM NO. 5

The Company became the subsidiary of Senores Pharmaceuticals Limited ("**Senores**") w.e.f. December 14, 2023. Further, Senores got listed on the Main Board on NSE and BSE on December 30, 2024. As a subsidiary of the Listed Entity, the company is now being the deemed public company.

During the FY 2023-24 and FY 2024-25, the Company has inadequate profits. The remuneration paid to the Managerial Personnel during the period December 2023 to May 2025 shall be in accordance with the limits prescribed under Section II (A) of Part II of Schedule V of the Companies Act, 2013.

As the Company has paid remuneration in excess of the limits specified under Section II(A) of Part II of Schedule V of the Companies Act, 2013, therefore, it is proposed to seek approval from the Members of the Company by way of Special Resolution for waiver of recovery of the remuneration paid to Mr. Arpit Deepakkumar Shah for the aforesaid period.

In terms of Section 197(10) of the Act, the Members of the Company can waive the recovery of excess remuneration paid to managerial personnel by way of passing a Special Resolution. The disclosure required under Schedule V of the Act is mentioned in Annexure 2 to this Notice.

The Board of Directors recommends the Special Resolution(s) set out at Item no. 5 of the Notice for approval of the Members.

ITEM NO. 6

Mr. Jitendra Babulal Sanghvi is serving as the Executive Director of the Company from more than a decade and has played a major role in the growth, development and success of the organization.

Considering the continued dedication, leadership and substantial contribution to the Company's operation and performance and based on the recommendations of the Nomination and Remuneration Committee of the Board of Directors of the Company, it was proposed to revise the remuneration of Mr. Jitendra Babulal Sanghvi, Director with effect from April 01, 2025 subject to the approval of the shareholders of the Company in the ensuing General Meeting.

a) Salary : ₹ 96,00,000/- p.a. (₹ 8,00,000/- p.m.)

b) Perquisites : In addition to salary, the following perquisites shall be allowed to the Director:

CATEGORY - "A"

- i. The Company shall contribute towards Provident Fund/Superannuation Fund/Annuity Fund provided that such contributions either singly or put together shall not exceed the tax-free limit prescribed under the Income-tax Act, if opted by the director.
- ii. The Company shall pay Gratuity and other retirement benefits as per statutory laws applicable to the Company.
- iii. The Company shall pay Leave encashment to the director, as per rules of the Company. However, the leave accumulated but not availed of will be allowed to be encashed as per rules of the Company.
- iv. The Company shall deduct and deposit the Income Tax (TDS) on monthly basis as per applicable Income Tax laws.

The perquisite under this Category shall not be included in the computation of ceiling on remuneration.

CATEGORY - "B"

- i. The Company shall provide a Car at the entire cost of the Company for use for the business of the Company. The running and maintenance cost, if any for the same shall be borne by Company. The director shall be eligible to claim reimbursement of Fuel expenses on actual basis from the Company on provision of bills to the company.
- ii. The Director shall not be entitled to sitting fees for attending meetings of the Board of Directors or Committees thereof. He shall, however, be reimbursed the actual travelling, lodging and boarding expenses incurred by him for attending meetings of the Board of Directors and/or committees thereof.
- iii. In the event of cessation of office during any financial year, a ratable proportion of the aforesaid remuneration shall be payable by the Company.
- iv. The Director shall be entitled to reimbursement of all expenses incurred in connection with the business of the Company.

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This Explanatory Statement may also be considered as the requisite abstract under Section 190 of the Companies Act, 2013 setting out the terms and conditions of revision in remuneration of Mr. Jitendra Babulal Sanghvi, Director of the Company.

Further, pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the revision in remuneration of Mr. Jitendra Babulal Sanghvi, Director as decided by the Board of Directors is required to be approved by the Members at their meeting due to inadequacy of profits. The remuneration is in line with the Industrial Standards for managerial personnel falling under the same cadre. Thus, the Members are requested to consider revision in remuneration of Mr. Jitendra Babulal Sanghvi, Director.

The statement pursuant to Section II of Part II of Schedule V of the Companies Act, 2013 is annexed hereto as **Annexure – B**.

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**ANNEXURE-A**

The brief details of Mr. Jitendra Babulal Sanghvi (DIN: 00271995) in accordance with para 1.2.5 of the Secretarial Standard on General Meeting (SS 2) is mentioned herein below for the members for their reference:

Sr. No.	Title	Details
1.	Name	Mr. Jitendra Babulal Sanghvi
2.	DIN	00271995
3.	Category	Executive Director
4.	Date of Birth/ Age	23/08/1979
5.	Qualification	Bachelor's degree in Commerce from Gujarat University
6.	Experience	He is having experience of more than 16 years in pharmaceutical industry.
7.	Terms & Conditions of appointment	Revision in the remuneration of Mr. Jitendra Babulal Sanghvi (DIN: 00271995), Director of the Company, with effect from 01 st April, 2025.
8.	Details of Remuneration	Rs 96,00,000/- p.a. (Kindly refer explanatory statement for Resolution No 6)
9.	Remuneration last paid	Rs 48,00,000/- p.a.
10.	Date of First Appointment on the Board	August 11, 2009
11.	Details of Shareholding	1,88,865 Equity Shares
12.	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	-
13.	No. of Meeting attended during the year (2024-25)	15
14.	Membership/ Chairmanship in Committees	Audit Committee- Member

Disclosure pursuant to Section II of Part II of Schedule V of the Companies Act, 2013

I. GENERAL INFORMATION:

- (i) Nature of Industry: Company is engaged in the business of manufacturing, marketing and trading of pharmaceuticals and allied products and also providing management and consultancy services.
- (ii) Date of commencement of commercial production: N.A
- (iii) In case of new companies, expected date of commencement of activities: N.A.
- (iv) **Financial performance:** Based on the Audited financial results for the last 3 years:

Particulars	(Rs. In Million)		
	2024-25	2023-24	2022-23
Total Revenue	1,417.11	1,051.12	1,192.79
Profit before Depreciation, Fin. Exp. & Tax	93.21	(46.36)	56.47
Depreciation, Fin. Expenses & Tax	52.65	73.26	101.99
Net Profit after Tax	40.56	(119.62)	(27.77)
Paid up Share Capital	37.45	37.45	18.77
Reserves & Surplus	22.50	55.28	(12.57)

- (v) **Foreign investments or collaborators, if any:**

There is no foreign investment or collaborations of the Company as on date.

ii. INFORMATION ABOUT THE APPOINTEE:

Mr. Jitendra Babulal Sanghvi, Director of the Company

- (i) **Background details:**

Name of Director	Mr. Jitendra Babulal Sanghvi
Designation	Director
Education	Graduate
Past Experience	Mr. Jitendra Babulal Sanghvi is Promoter and Director of the company having experience in pharmaceutical industry for more than 16 years.

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**(ii) Past remuneration during the last three financial years:**

Financial Years	Remuneration of Mr. Jitendra Babulal Sanghvi (Rs. in Million per year)
2024-25	4.8
2023-24	4.8
2022-23	4.8

(iii) Recognition or Awards: Not Applicable**(iv) Job Profile and their suitability:**

Mr. Jitendra Babulal Sanghvi, Promoter and Director is taking care of day-to-day activities like business operations, manufacturing as well as global supply chain, and distribution. As an executive director his expertise will be utilised for ensuring the smooth functioning of the company's operations and driving efficiency in the production and distribution processes.

(v) Remuneration drawn/proposed:

Mr. Jitendra Babulal Sanghvi, Executive Director of the Company, revision in remuneration w.e.f. April 01, 2025, member's approval is sought in the Annual General Meeting for his remuneration.

Proposed remuneration is already mentioned in the explanatory statement in Item no. 6

(vi) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Based on market and industry standards, the remuneration received by the CEOs and Executive Directors of the Companies are as follows:

1. The estimated remuneration for CEOs and Executive Directors (Professional) is as follows: median pay is Rs. 8.9 Crores and the average pay is Rs. 13 Crores.
2. The estimated remuneration for CEOs and Executive Directors (Promoters) is as follows: the median pay is Rs. 11.9 Crores and average pay is Rs. 16.7 Crores.

(vii) Pecuniary relationship(s) directly or indirectly with the Company, Co-relationship with the managerial personnel, if any:

Besides the remuneration paid to Mr. Jitendra Babulal Sanghvi, he does not have any pecuniary relationship with the Company other than what has been mentioned under related party transactions in annual report of financial year 2024-25.

Further, Mr. Jitendra Babulal Sanghvi is also holding equity shares of the Company.

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III. OTHER INFORMATION:

(i) Reasons of loss or inadequate profits:

The company has inadequate profit on Standalone basis for FY 2024-25. The managerial personnel have played a pivotal role and their expertise and leadership are critical for the successful implementation of strategic decisions and for steering the Company towards achieving their long-term objectives.

(ii) Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms:

In view of the steps taken by the Company, the Company believes that there will be significant increase in productivity and profitability in the years to come.

(iii) Disclosures:

The information and disclosures of the remuneration package of the managerial personnel have been mentioned in the resolutions and explanatory statements as stated above.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice, for approval by the shareholders.

By the order of the Board of Directors
For Ratnatris Pharmaceuticals Private Limited



Jitendra Babulal Sanghvi
Director
DIN:00271995

Place: Ahmedabad
Date: 08/09/2025

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**DIRECTORS' REPORT**

To,

The Members,

RATNATRIS PHARMACEUTICALS PRIVATE LIMITED

Your directors have the pleasure in presenting the 20th Annual Report together with the Audited Statement of Accounts of your Company for the year ended on March 31, 2025.

1. FINANCIAL HIGHLIGHTS

(₹ in Million)

Particulars	2024-25	2023-24
Total Income	1,417.11	1,051.12
Total Expenses before Depreciation & Finance cost	1323.90	1097.48
Profit / (Loss) before Depreciation & Finance Cost	93.21	(46.36)
Depreciation	60.10	58.82
Finance Cost	71.94	55.04
Profit / (Loss) Before exceptional and extraordinary items and tax	(38.83)	(160.22)
Less: Exceptional items	0	0
Profit / (Loss) Before tax	(38.83)	(160.22)
Less : Current Year Tax	0	0
Deferred Tax	(79.39)	(40.60)
Profit / (Loss) from continuing operations	40.56	(119.62)
Profit / (Loss) from discontinuing operations	0	0
Profit for the period	40.56	(119.62)
Other Comprehensive Income	(0.94)	0.67
A.(i) Items that will not be reclassified to profit or loss	(1.30)	0.93
(ii) Income Tax relating items that will not be reclassified to profit or loss	0.36	(0.26)
B.(i) Items that will be reclassified to profit or loss	0	0
(ii) Income Tax relating items that will be reclassified to profit or loss	0	0
Total Comprehensive Income for the period	39.62	(118.94)
Earnings per share	10.83	(48.25)

2. REVIEW OF OPERATIONS AND THE STATE OF THE COMPANY'S AFFAIRS:

During the year under review the Total Income stood at ₹ 1,417.11 Million, as compared to last year's income of ₹ 1,051.12 Million, which shows an increase by over 34.82% over last year due to increase in Sales, including export sale of the Company. Due to this, the Company has made loss before tax of ₹ 38.83 Million as compared to last year's loss of ₹ 160.22 Million. The total comprehensive for the period stood at ₹ 39.62 Million as compared to last year's ₹ (118.94) Million, which shows increase of about 133.31%.

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3. BUSINESS OVERVIEW

The Company develops, manufactures and markets generic pharmaceutical products across several major therapeutic areas for the Emerging Markets through the WHO-GMP approved manufacturing facility at Chhatral (Ahmedabad), Gujarat.

The Company markets its products in 44 countries in the Emerging Markets and has obtained product registrations for 285 products and filed product registrations for 636 products. The Chhatral Facility has received approvals from the regulatory bodies of 10 countries. The penetration in the Emerging markets will boost the revenue growth in the emerging markets, while with a change in product mix and newer molecules, the per unit realization has also increased. Working capital is essential to manage the unique challenges of long development cycles, high inventory costs, complex supply chains, and stringent regulatory requirements.

4. FUTURE PROSPECTS

As we look ahead, the future prospects for our pharmaceutical company remain promising and aligned with our strategic vision. Leveraging advancements in technology and data analytics, we aim to enhance operational efficiency and optimize our commercialization efforts. We envision to become a global market leader in niche category products developed with continuous improvements in innovation, production, and manufacturing verticals.

5. SHARE CAPITAL

Authorized Share Capital of the Company

The Authorized Share Capital of the Company is ₹ 4,50,00,000 (Rupees Four Crores and Fifty Lakhs Only) divided into 45,00,000 (Forty-Five Lakhs) Equity Shares of ₹ 10 (Rupees Ten Only) each as on March 31, 2025.

Issued, Subscribed & Paid-Up Capital

The Paid-up Equity Share Capital of the company is ₹ 3,74,47,260 divided into 37,44,726 Equity Shares of ₹ 10 (Rupees Ten Only) each as on March 31, 2025.

6. RESERVES:

The company has not transferred any amount towards general reserve for FY 2024-25.

7. DIVIDEND:

The Directors of the Company have not recommended any dividend for the financial year ended on March 31, 2025, to conserve the resources of the Company.

8. DEPOSITS:

The Company has not accepted any deposit during the year under review and no amount against the same was outstanding at the end of the year falling within the ambit of Section 73 of the Companies Act, 2013 (the act) and the Companies (Acceptance of Deposits) Rules, 2014.

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**9. FINANCE:**

During the year, the Company has availed financial assistance from HDFC Bank Limited and ICICI Bank Limited for which necessary registration was made in compliance of the provisions of the Companies Act, 2013.

Cash and cash equivalents as at 31 March, 2025 were ₹ 0.25 million. The Company continues to focus on judicious management of its Working Capital, Receivables, Inventories, while other Working Capital parameters were kept under strict check through continuous monitoring.

10. CAPITAL EXPENDITURE OUTLAY

During the year under review, the Company has incurred Capex of ₹ 86.76 Million (including work-in-progress).

11. CHANGE IN THE NATURE OF BUSINESS:

During the Financial Year 2024-25, there was no change in the nature of Business of the Company and continues to be in the same line of business as per the main object of the Company.

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL AND CHANGES THEREIN:

In accordance with the requirements of the Act and the Company's Articles of Association, Mr. Jitendra Babulal Sanghvi (DIN:00271995) retires by rotation and being eligible, offers themselves for re-appointment. Relevant resolutions seeking shareholders' approval forms part of the Notice.

Further, during the year under review, none of the Directors or Key Managerial Personnel have been appointed /tendered their resignation.

Note: During the intervening period between the closure of financial year and the date of this report Mr. Chetan Bipinchandra Shah was appointed as the Additional Director, Non-Executive, Non-Independent w.e.f. May 14, 2025 and Mr. Rishabh Mahendrakumar Sanghvi had tendered his resignation as the Director of the Company w.e.f. May 14, 2025.

As on March 31, 2025 the composition of the Board of Directors of the Company was as follows:

Sr. No	Name of Director	DIN	Category
1.	Jitendra Babulal Sanghvi	00271995	Promoter and Director
2.	Swapnil Jatinbhai Shah	05259821	Non-Executive, Non-Independent Director
3.	Arpit Deepakkumar Shah	07214641	Non-Executive, Non-Independent Director
4.	Rishabh Mahendrakumar Sanghvi*	09320438	Promoter and Non-Independent Director
5.	Kalpit Rajesh Gandhi	02843308	Non-Executive, Independent Director
6.	Udayan Dileep Choksi	02222020	Non-Executive, Independent Director

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None of the *Directors* of the Company is disqualified for being appointed as Director as specified in Section 164 (2) of the Companies Act, 2013.

**Further, after the closure of the financial year, Mr. Rishabh Mahendrakumar had resigned from the post of the Director of the Company w.e.f. May 14, 2025.*

13. COMMITTEES OF THE BOARD:

During the financial year 2024-25, the Company has constituted the following Committees of the Board w.e.f. March 18, 2025.

1. Audit Committee
2. Nomination and Remuneration Committee

The Constitution of the Committees of the Board is available on the website of the Company at www.ratnatris.com.

14. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW

The Board of the Company regularly meets to discuss various Business opportunities. Additional Board Meetings are convened, as and when required to discuss and decide on various business policies, strategies and other businesses.

The Company had Sixteen (16) Board Meetings during the financial year under review on:

Sr. No.	Date of Board Meeting	Sr. No.	Date of Board Meeting
1	09.04.2024	9	19.09.2024
2	27.05.2024	10	04.10.2024
3	12.06.2024	11	05.12.2024
4	27.06.2024	12	27.12.2024
5	29.06.2024	13	21.01.2025
6	20.07.2024	14	29.01.2025
7	27.08.2024	15	18.03.2025
8	05.09.2024	16	27.03.2025

During the year under review, the following General Meetings were held, the details of which are given as under:

Sr. No.	Date of Meeting	Type of Meeting
1	06.07.2024	Extra Ordinary General Meeting
2	30.09.2024	Annual General Meeting

15. ATTENDANCE OF EACH DIRECTOR AT THE MEETING OF THE BOARD OF DIRECTORS:

Attendance of Directors in the Board Meetings:

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Sr. No.	Name	Designation	Meeting attended/ meeting held
1.	Jitendra Babulal Sanghvi	Promoter and Director	15/16
2.	Swapnil Jatinbhai Shah	Non-Executive, Non-Independent Director	14/16
3.	Arpit Deepakkumar Shah	Non-Executive, Non-Independent Director	04/16
4.	Rishabh Mahendrakumar Sanghvi*	Promoter and Non-Independent Director	03/16
5.	Kalpiti Rajesh Gandhi	Non-Executive, Independent Director	10/13
6.	Udayan Dileep Choksi	Non-Executive, Independent Director	07/13

**Further, after the closure of financial year, Mr. Rishabh Mahendrakumar had resigned from the post of the Director of the Company w.e.f. May 14, 2025.*

The time gap between two consecutive Board meetings was less than 120 days and the necessary quorum as per the Act was also present in all the meetings.

16. DECLARATION BY INDEPENDENT DIRECTORS OF THE COMPANY

The provisions of Section 149(6) of the Companies Act, 2013 provides for the definition of Independent Director. The following are the Independent Directors of the Company as on 31.03.2025:

Sr. No.	Name	DIN	Designation
1.	Mr. Kalpit Rajesh Gandhi	02843308	Independent Director
2.	Mr. Udayan Dileep Choksi	02222020	Independent Director

The Company has received necessary declaration from each Independent Director of the Company under the provisions of Section 149(7) of the Act, that they meet the criteria of independence as laid down in Section 149(6) of the Act, at the time of their appointment.

In the opinion of the Board, the Independent Directors fulfill the criteria of independence as provided under the Act, Rules made thereunder read, and they are independent of the management and also possess requisite qualifications, integrity, expertise and experience, including the proficiency.

17. CHANGE IN CONSTITUTION AND NAME OF THE COMPANY

During the period under review, there is no change in constitution and name of the Company.

18. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

The Company's goal has always been to create an open and safe workplace for every employee to feel empowered, irrespective of gender, sexual preferences and other factors, and contribute to the best of their abilities. In line to make the workplace a safe environment, the Company has set up a policy on prevention of sexual harassment in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("PoSH Act"). Further, the Company has complied with the provisions under the PoSH Act relating to the framing of an anti-sexual harassment policy and the constitution of an Internal Committee.

There were no incidences of sexual harassment reported, workplace discrimination, Child labour, forced labour or such other HR issues during the year under review, in terms of the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

19. COST AUDIT & COST RECORDS:

Pursuant to Section 148 of the Companies Act, 2013 ('the Act') read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is required to maintain cost records and have the audit of its cost records conducted by a Cost Accountant. Cost records are made and maintained by the Company as required under Section 148(1) of the Act.

Your directors have, on the recommendation of the Board, re-appointed M/s. N. D. Birla & Co., Cost Accountants, as the Cost Auditor of the Company to audit the Cost Accounts for the financial year 2025-26 at a remuneration of Rs. 50,000/- plus taxes as applicable and out of pocket expenses subject to ratification of the said remuneration by the Members in ensuing Annual General Meeting. Your company has received consent from M/s. N. D. Birla & Co., Cost Accountants, to act as the Cost Auditors for conducting audit of the cost records for the financial year 2025-26 along with a certificate confirming their independence and arm's length relationship.

Accordingly, a resolution seeking Members' ratification for the remuneration payable to M/s. N. D. Birla & Co., Cost Accountants, is included at Item No.4 of the Notice convening the 20th Annual General Meeting. The cost accounts and records of the Company are duly prepared and maintained by the Company as required under Section 148(1) of the Act pertaining to cost audit.

20. RISK MANAGEMENT POLICY:

During the year, the provisions pertaining to Risk Management are not applicable to the Company, but as a matter of good governance practice your directors have put in place and regularly reviews the risk that the organization may face such as financial, credit, market, liquidity, security, property, legal, regulatory, reputational. Your directors regularly reviews and sees that it manages, monitors and principal risks and the uncertainty that can impact the ability to achieve the objectives.

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statement. However, during current financial year, the Company has approved limit for Inter-Corporate Loan, Investments, Corporate Guarantees up to ₹ 300 Crores u/s Section 185, 186 of the Companies Act, 2013 vide resolution approved by member of Company in Extra Ordinary General meeting held on December 10, 2022.

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The details of Loans and Guarantee provided and Investments made by the Company are given in the Notes to the Financial Statements at note no.: 09 & 38.

22. DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:

- a. In the preparation of annual accounts for the financial year ended on 31st March, 2025, the applicable accounting standards have been followed and that no material departures have been made from the same;
- 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 or loss of the Company for that year;
- c. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. The Directors had prepared the annual accounts for the year ended on March 31, 2025 on going concern basis; and
- e. 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.

23. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the Financial Year 2024-25, the Company does not have any Subsidiaries, Joint Venture company or associate company.

24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The particulars of contract or arrangements entered into by the Company with related parties as required by section 134(3)(h) of the Companies Act, 2013 are provided in Form No. AOC – 2 annexed herewith marked as **Annexure 1**.

25. MATERIAL CHANGES AND COMMITMENT AFFECTING FINANCIAL POSITION OF THE COMPANY

There were no material changes and commitments affecting the financial position of the Company occurred between the end of the financial period to which this financial statements relate on the date of this report.

26. ANNUAL RETURN

The extract of Annual Return is no longer required to be attached with the Director's Report u/s 134(3)(a) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management & Administration) Rules, 2014 vide notifications issued by Ministry of Corporate Affairs (MCA) dated 28/08/2020 and 05/03/2021.

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Pursuant to Sub-section 3(a) of Section 134 and Sub-section (3) of Section 92 of the Companies Act, 2013 read with Rule 12 of Companies (Management and Administration) Rules, 2014, the copy of the Annual Return of the Company for the Financial Year ended on 31.03.2025 in Form MGT-7 will be available on website of the Company on www.ratnatris.com

27. DISCLOSURE OF ACCOUNTING TREATMENT

The financial statements have been prepared in accordance with Indian Accounting Standards (IND AS). The Company has prepared these financial statements to comply in all material respects with the IND AS, notified under section 133 of the Companies Act, 2013 ("the Act") read together with paragraph 7 of the Companies (Accounts) Rules, 2014.

28. SECRETARIAL STANDARDS

Secretarial Standards for the Board and General Meetings (SS-1 & SS-2) are applicable to the Company. The Company has complied with the provisions of both these Secretarial Standards.

29. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE & OUTGO:

Information relating to Conservation of Energy, Technology Absorption and Foreign Earning and Outgo, as required under Section 134(3)(m) of the Companies Act, 2013 forms part of this annual report as **Annexure 2**.

30. CORPORATE SOCIAL RESPONSIBILITY

Provisions relating to Corporate Social Responsibility under Section 135 of the Companies Act, 2013 are not applicable to the Company.

31. AUDITOR & AUDITOR'S REPORT**a. Statutory Auditors:**

The Statutory Auditors M/s Rajesh J Shah & Associates (Firm Registration No. 108407W), Chartered Accountants are appointed as Statutory Auditor of the Company for the period of five years i.e. to hold office till the conclusion of the 22nd Annual General Meeting of the Company.

b. Statutory Auditors' Report:

The notes of the financial statements referred to in the Auditor's Report are self-explanatory and do not call for any further comments. The Auditors' Report for the Financial Year 2024-25 does not contain any qualification, reservation or adverse remarks. The Statutory Auditors, M/s. Rajesh J Shah & Associates, Chartered Accountants, have not reported any incident of fraud to the Audit Committee of the Company in the Financial Year under review. Further, the Directors have reviewed the Auditor's Report.

Further, the observations of Statutory Auditor in its reports on the financials are self-explanatory and therefore do not call for any further comments. Furthermore, there are no qualifications, reservations or adverse remarks contain in the Auditor's Report for the year under review.

c. Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with rules made thereunder, the Board of Directors has appointed M/s. Mukesh H. Shah & Co., Company Secretaries, as Secretarial Auditor for F.Y. 2025-26 to conduct Secretarial Audit of the Company. The report submitted by the Secretarial Auditor in Form MR-3 for the financial year ended as on March 31, 2025 is attached to this report as **Annexure-3**. Remarks of secretarial auditor are self-explanatory.

32. ADDRESS AT WHICH THE BOOKS OF ACCOUNT ARE TO BE MAINTAINED:

The Company is also maintaining its books of accounts at 1004-1006, 10th Floor, North Tower, ONE42, Off. Bopal Ambli Road, Opp. Ashok Vatika, Bodakdev, Ahmedabad, Ahmedabad, Gujarat, India, 380054.

33. HUMAN RESOURCE INITIATIVES AND INDUSTRIAL RELATIONS:

The Company treats its employees as most valuable assets as it knows that without good employees the best of the business plans and ideas will fail. In today's dynamic and continuously changing business world, it is the human assets and not the fixed or tangible assets that differentiate an organization from its competitors. Improving employee efficiency and performance has always been the top most priority for the Company. The Company also aims to align human resource practices with its business goals. The performance management system enables a holistic approach to the issue of managing performance and does not limit to only an appraisal. The total number of employees on the rolls of the Company were Three Hundred and Eighty-Nine (389) as on March 31, 2025.

34. STATEMENT ON COMPLIANCE WITH MATERNITY BENEFIT PROVISIONS

The Company declares that it has duly complied with the provisions of the Maternity Benefit Act, 1961. All eligible women employees have been extended the statutory benefits prescribed under the Act. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

35. PERFORMANCE EVALUATION OF BOARD AND ITS COMMITTEES

Pursuant to the provisions of the Act read with Rules made thereunder and as provided in Schedule IV to the Act, the Board of Directors of the Company has carried out an evaluation of the performance of the Directors without the presence of the Director being evaluated. The Directors express their satisfaction with the evaluation process.

In terms of the provisions of Section 134(3)(p) of the Companies Act 2013, read with rule 8(4) of Companies (Accounts) Rules, 2014, the Board is in process to formulate the matrix for evaluation of the performance of the Independent Directors without the presence of the Director being evaluated and evaluation of the fulfillment of the independence criteria as specified in the Act and their independence from the Management. The Independent Directors shall also evaluate the performance of the Chairman and other Non-Independent Director.

36. APPOINTMENT OF DESIGNATED PERSON (MANAGEMENT AND ADMINISTRATION) RULES, 2014 - RULE 9 OF THE COMPANIES ACT 2013

In accordance with Rule 9 of the Appointment of Designated Person (Management and Administration) Rules 2014, it is essential for the company to designate a responsible individual for ensuring compliance with statutory obligations.

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The company has proposed and appointed a Designated person in a Board meeting .

37. Annual Return

The extract of Annual Return is no longer required to be attached with the Director's Report u/s 134(3)(a) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management & Administration) Rules, 2014 vide notifications issued by Ministry of Corporate Affairs (MCA) dated 28/08/2020 and 05/03/2021.

Pursuant to Sub-section 3(a) of Section 134 and Sub-section (3) of Section 92 of the Companies Act, 2013 read with Rule 12 of Companies (Management and Administration) Rules, 2014, the copy of the Annual Return of the Company for the Financial Year ended on 31.03.2025 in Form MGT-7 will be available on website of the Company.

38. OTHER DISCLOSURES

- **Issue of shares with differential rights:**

The Company has not issued equity shares with differential rights as to dividend, voting or otherwise.

- **Issue of sweat equity shares:**

The Company has not issued any shares (including sweat equity shares) to employees of the Company under any scheme.

- **Significant or material orders passed:**

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

- **Reporting of fraud:**

There are no Fraud reported u/s 143(12) of the Companies Act, 2013 for the Period ended March 31, 2025 by the Auditors to the Audit Committee or the Board.

- **Corporate Insolvency Resolution process initiated under the Insolvency and Bankruptcy Code, 2016 (IBC):**

There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the Financial Year 2024-25.

- **One-time settlement with Banks or Financial Institutions:**

There was no instance of one-time settlement with any Bank or Financial Institution during the Financial Year 2024-25.

- **MSME Act:**

The Company complied with the requirement of submitting a half yearly return to the Ministry of Corporate Affairs within the specified timelines.

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- **Proceedings initiated under Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988))**

There have been no proceedings initiated against the Company under Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder during the year ended March 31, 2025.

- **Any transactions with the Companies struck off under section 248 of the Companies Act, 2013**

The Company does not have any transactions with the companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the year ended March 31, 2025.

39. ACKNOWLEDGEMENTS:

The Directors extend their sincere thanks to the Bankers, Central Government and State Government Authorities, Customers, valued Shareholders, Staff members and all other associated with the Company, for their co-operation, continued support and confidence reposed by them in the Company.

40. CAUTIONARY STATEMENT

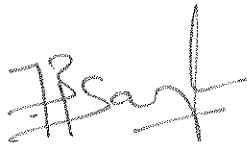
Statement in the Board's Report and the Management Discussion and Analysis describing your Company's objectives, expectations or forecasts may be forward-looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence your Company's operations include global and domestic demand and supply conditions affecting selling price of finished goods, input availability and prices, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations.

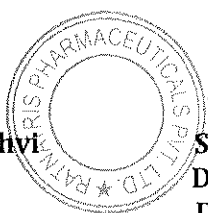
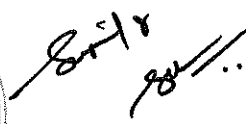
Place: Ahmedabad
Date: 08/09/2025

By order of the Board
For, Ratnatris Pharmaceuticals Private Limited

Regd. Office-

1004 - 1006, 10th Floor,
North Tower, One 42,
Off. Bopal Ambli Road,
Opp. Ashok Vatika, Bodakdev,
Ahmedabad, Gujarat- 380054
CIN: U24230GJ2005PTC047394


Jitendra Babulal Sanghvi
Director
DIN:00271995



Swapnil Jatinbhai Shah
Director
DIN: 05259821

ANNEXURE-1

FORM NO. AOC-2

[(Pursuant to Clause (h) of Sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)]

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

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

There were no such contracts or transactions among the related parties which were not at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis:

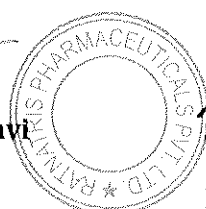
All the contracts or arrangement or transactions entered with the related parties during the financial year 2024-25 were at arm's length basis and in ordinary course of business as detailed below:

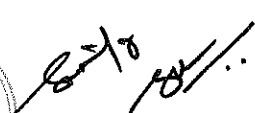
(a)	Name(s) of Related party and nature of Relationship	As mentioned in Note No. 41 of Notes to Accounts forming part of the financial statements for the year ended on March 31, 2025
(b)	Nature of Contracts/ arrangements/ transactions	
(c)	Duration of Contracts/ arrangements/ transactions	
(d)	Salient terms of contracts or arrangements or transactions including the value, is any	
(e)	Date(s) of approval by the board, if any	
(f)	Amount paid as advances, if any	

Place: Ahmedabad
Date: 08/09/2025

By order of the Board
For, Ratnatris Pharmaceuticals Private Limited


Jitendra Babulal Sanghvi
Director
DIN:00271995




Swapnil Jatinbhai Shah
Director
DIN: 05259821

ANNEXURE-2

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo required under the Companies (Accounts) Rules, 2014

(A) Conservation of energy:

i) The steps taken or impact on conservation of energy for 2024-25;

There were no major steps taken for conservation of energy during the year.

ii) The steps taken by the Company for utilizing alternate sources of energy;

There were no major steps taken for utilizing alternate sources of energy.

iii) The capital investment on energy conservation equipment;

There is no such specific investment done by the Company.

(B) Technology absorption:

The Company has not taken any technology in particular or entered into any technology agreement during the period. During the year, no further development is done for research.

(C) Foreign Exchange Earnings & Outgo:

Total Foreign Exchange Earnings during the year was ₹ 495.89 Million (Previous year ₹381.99 Million) towards exports of goods.

Foreign Currency Outgo (CIF value) during the year was ₹ 14.31 Million towards Imports, foreign travelling, foreign consultancy fees and global office rent & deposit (Previous year ₹ 7.01 Million towards Imports (CIF value).



MUKESH H. SHAH & CO.
Company Secretaries

504, Sukh Sagar Complex, Near Hotel Fortune Landmark,
 Usmanpura, Ashram Road, Ahmedabad-380 014.
 Ph. : (O) 079-40301253, 48901665
 (M) 98252 45256, Email : mukeshshahcs@gmail.com

FORM MR-3
SECRETARIAL AUDIT REPORT
For the financial year ended March 31, 2025

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

To,
 The Members,
RATNATRIS PHARMACEUTICALS PRIVATE LIMITED
 CIN: U24230GJ2005PTC047394
 1004-1006, 10th Floor, North Tower,
 One 42, Off. Bopal Ambli Road,
 Opp. Ashok Vatika, Bodakdev,
 Ahmedabad, Gujarat, India, 380054

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **RATNATRIS PHARMACEUTICALS PRIVATE LIMITED** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me with a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and based on the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit through electronically by way of scan copy or soft copy through mail or otherwise, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2025, generally complied with the material statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined through electronically by way of scan copy or soft copy through mail or otherwise, the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2025 according to the provisions of:

- (i) The Companies Act, 2013 ("the Act") and the rules made thereunder as applicable;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
 (Not applicable to the Company during the audit period)



- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not Applicable)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time; (Not applicable to the Company during the audit period)
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015, as amended from time to time; (Not applicable to the Company during the audit period)
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable to the Company during the audit period)
 - (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021(Not applicable to the Company during the audit period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021(Not applicable to the Company during the audit period);
 - (f) 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;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021(Not applicable to the Company during the audit period);and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018(Not applicable to the Company during the audit period);
- (vi) The Management has identified and confirmed the following laws as specifically applicable to the Company:

a) Drug Policy 2002 and Drugs (Price Control) order 2013

I have also examined compliance with the applicable clauses/regulations of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (SS-1 & SS-2)
- (ii) The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015-



The Company is defined as material subsidiary company under Regulation 16 (1) (c) of SEBI (LODR) Regulation, 2015 of Senores Pharmaceuticals Limited, being a Listed Company, having 69% holding stake in the Company. Due to this some provisions of SEBI(LODR) Regulation, 2015 are applicable to the Company.

During the period under review, the Company has generally complied with all the material aspects of the applicable provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that:

- a) The Compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.
- b) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors, as on close of the financial year. Ended March 31, 2025. During the year, change in the Board of Directors took place (appointment of two Independent Directors), after carrying out relevant compliance for the same.
- c) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- d) All decisions of the Board and Committees were carried with requisite majority.

I further report that during the audit period there were few specific events/ actions in pursuance of the above referred laws, rules, regulations, standards, etc. having a major bearing on the Company's affairs, details of which is as stated below:

1. The Board of Directors of the Company had appointed Mr. Kalpit Rajesh Gandhi (DIN: 02843308) and Mr. Udayan Dileep Choksi (DIN: 02222020), as a Non- Executive Independent Director of the Company w.e.f. June 12, 2024.

Place: Ahmedabad
UDIN NO: F005827G001199041
Date: 08.09.2025



Mukesh H. Shah
Proprietor
CP. NO. 2213 FCS NO.: 5827
Peer Review Certificate No.: 6497/2025

Note: This Report is to be read with my letter of above date which is annexed as Annexure A and forms an integral part of this report.



Annexure A

To,
The Members,
RATNATRIS PHARMACEUTICALS PRIVATE LIMITED
CIN: U24230GJ2005PTC047394
1004-1006, 10th Floor, North Tower,
One 42, Off. Bopal Ambli Road,
Opp. Ashok Vatika, Bodakdev,
Ahmedabad, Gujarat, India-380054

My secretarial audit report for the financial year 31st March, 2025 is to be read along with this letter.

Management's Responsibility

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.

Auditor's Responsibility

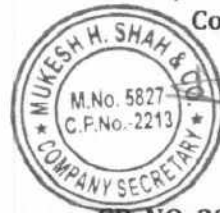
2. My Responsibility is to express an opinion on these secretarial records, standards and procedures followed by the company with respect to secretarial compliances.
3. I believe that Audit evidence and information obtained from the company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, I have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

5. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
6. I have not verified the correctness and appropriateness of financial records and books of account of the company.

Place: Ahmedabad
UDIN NO: F005827G001199041
Date: 08.09.2025

For, Mukesh H. Shah & Co.
Company Secretaries



Mukesh H. Shah
Proprietor

CP. NO. 2213 FCS NO.: 5827

Peer Review Certificate No.: -6497/2025

Registered & Corporate Office :

1004 - 1006, 10th Floor, North Tower, One42,
Off. Bopal Ambli Road, Opp. Ashok Vatika,
Bodakdev, Ahmedabad-380054, Gujarat, India.
Phone:+91-6357087189 / 90



RATNATRIS PHARMACEUTICALS PRIVATE LIMITED
CIN: U24230GJ2005PTC047394

Registered office: 1004-1006, 10th Floor, North Tower, ONE42, Off. Bopal Ambli Road, Opp. Ashok Vatika, Bodakdev, Ahmedabad, Gujarat 380054

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting place)

I/We hereby record my/our presence at the 20th Annual General meeting of the Company being held on Tuesday, 30th September, 2025, at 11:30 A.M. (IST) at 1004-1006, 10th Floor, North Tower, ONE42, off. Bopal Ambli Road, Opp. Ashok Vatika, Bodakdev, Ahmedabad, Gujarat 380054

Full Name of Member (in Block Letters) _____
Registered Folio No. _____ No. of Equity Shares held _____
Full Name of the Proxy (in Block Letters) _____
Signature of the Member (s) / Proxy Present _____

Please complete and sign this attendance slip and hand over at the entrance of the meeting place. Only Members(s) or his/her/their proxy with this attendance slip will be allowed entry to the meeting.

----- cut here -----

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: **U24230GJ2005PTC047394**

Name of the company: **RATNATRIS PHARMACEUTICALS PRIVATE LIMITED**

Registered office: **1004-1006, 10th Floor, North Tower, ONE42, off. Bopal Ambli Road, Opp. Ashok Vatika, Bodakdev Ahmedabad GJ -380054**

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ DP ID and Client Id:	

I/We, being the member (s) of shares of the above-named company, hereby appoint:

1.

Name	
Address	
Email Id	
Signature	

or failing him/her

Registered & Corporate Office :

1004 - 1006, 10th Floor, North Tower, One42,
Off. Bopal Ambli Road, Opp. Ashok Vatika,
Bodakdev, Ahmedabad-380054, Gujarat, India.
Phone:+91-6357087189 / 90



2.

Name	
Address	
Email Id	
Signature	

or failing him/her

3.

Name	
Address	
Email Id	
Signature	

or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 20th Annual general meeting of the company scheduled to be held on Tuesday, 30th September, 2025, at 11:30 A.M. (IST) at 1004-1006, 10th Floor, North Tower, ONE42, off. Bopal Ambli Road, Opp. Ashok Vatika, Bodakdev Ahmedabad, Gujarat -380054 and at any adjournment thereof, in respect of such resolutions as are indicated below:

Resolution No:

Ordinary Businesses:

1. To receive, consider and adopt the audited standalone financial statement of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon;
2. To appoint a director in place of Mr. Jitendra Babulal Sanghvi (DIN: 00271995), who retires by rotation and being eligible, offers himself for re-appointment.

Special Businesses:

3. To Regularize the appointment of Mr. Chetan Bipinchandra Shah as a Director (DIN:10381971) (Non-Executive Non- Independent) of the Company.
4. To Ratify the Remuneration payable to the Cost Auditors of the Company for the Financial Year ending March 31, 2025
5. To waive recovery of remuneration paid to Mr. Arpit Deepakkumar Shah (DIN:07214641), Non-Executive, Non-Independent Director of the Company for the period December 2023 to May 2025.
6. To approve the revision in remuneration to Mr. Jitendra Babulal Sanghvi (DIN:00271995), Executive Director of the Company

Signed this day of..... 20....

Signature of shareholder

Signature of Proxy holder(s)

Affix 15 paise
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Registered & Corporate Office :

1004 - 1006, 10th Floor, North Tower, One42,
Off. Bopal Ambli Road, Opp. Ashok Vatika,
Bodakdev, Ahmedabad-380054, Gujarat, India.
Phone:+91-6357087189 / 90



ROUTE MAP TO THE VENUE OF 20TH ANNUAL GENERAL MEETING OF THE RATNATRIS PHARMACEUTICALS PRIVATE LIMITED TO BE HELD ON TUESDAY, 30TH SEPTEMBER, 2025, AT 11:30 A.M. (IST) AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 1004-1006, 10TH FLOOR, NORTH TOWER, ONE42, OFF. BOPAL AMBLI ROAD, OPP. ASHOK VATIKA, BODAKDEV AHMEDABAD GUJARAT -380054.



P



INDEPENDENT AUDITORS' REPORT

To
The Members of **Ratnatris Pharmaceuticals Private Limited**
(Formerly known as "Ratnamani Healthcare Private Limited")

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of **Ratnatris Pharmaceuticals Private Limited** (formerly known as **Ratnamani Healthcare Pvt Ltd.**) ("the Company"), which comprise the Balance Sheet as at **March 31, 2025**, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at **March 31, 2025**, its loss, changes in equity and its cash flows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing ("SA"s) specified under section 143 (10) of the Act. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's code of ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Other matter

The Comparative financial information of the company for the year ended March 31, 2025 included in these financial statements, are based on the previously issued financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by us and our reports for the years ended March 31, 2025 and March 31, 2024 dated **14th May, 2025** and **27th May, 2024** respectively expressed an unmodified opinion on those financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

Our opinion is not modified in respect of these matter.



Independent Auditor's Report (Continued)
Ratnatris Pharmaceuticals Private Limited

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

The Company's board of directors is responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The board of directors is also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



Independent Auditor's Report (Continued)

Ratnatris Pharmaceuticals Private Limited

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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



Independent Auditor's Report (Continued)
Ratnatris Pharmaceuticals Private Limited
Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The balance sheet, the statement of profit and loss including Other Comprehensive Income, Statement of Cash Flows dealt with by this report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act;
 - (e) On the basis of the written representations received from the directors as on **March 31, 2025** taken on record by the board of directors, none of the directors is disqualified as on **March 31, 2025** from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting 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 over financial reporting;
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has disclosed the impact of pending litigation on its financial position in its financial statements - Refer Note 37 to the financial statements;
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
 - (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources of kind of funds) by the company to or in any



Independent Auditor's Report (Continued)
Ratnatris Pharmaceuticals Private Limited

other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies) including foreign entities ("Funding Parties") with the understanding, whether recorded in writing or otherwise, that the company shall, Directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause(i) and (ii) contain any material misstatement.
- (v) During the year no dividend was declared or paid. Hence, compliance under Section 123 of the companies Act, 2013 is not applicable; and
- (vi) Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1st April 2023, reporting under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the year ended as on 31st March, 2025.

For Rajesh J. Shah & Associates
Chartered Accountants
Firm Reg. No. 108407W



CA Jimit R. Shah
Partner
Membership No.: 163920
UDIN : 25163920BMHULL6888



Place: Ahmedabad
Date: 14-05-2025

ANNEXURE "A" to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that: -

- (i) (a) (A) The company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment, capital work-in-progress and relevant details of right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) Some of the Property, Plant and Equipment, capital work-in-progress and right-of-use assets were physically verified during the year by the management in accordance with a program of verification, which in our opinion provides for physical verification of all the Property, Plant and Equipment, capital work-in-progress and right-of-use assets at reasonable intervals having regard to the size of the Company and the nature of its activities. According to the information and explanations given to us no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.
- (d) 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 revalued its Property, plant and equipment (including right-of-use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventories were physically verified by the management during the year at reasonable intervals. In our opinion and according to the information and explanation given to us, the frequency of such verification is reasonable and procedures and coverage as followed by management is appropriate having regard to size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of accounts.



Independent Auditor's Report (Continued)
Ratnatris Pharmaceuticals Private Limited

- (b) According to the information and explanations given to us, at any point of time of the year, the Company has been sanctioned working capital facility excess of five corers rupee in aggregate, from banks on the basis of security current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the unaudited books of account of the Company.

The Company is yet to submit the quarterly returns or statements comprising stock statements, book debt statements and statements on ageing analysis of the debtors/other receivables for the quarter ended 31st March 2025 with banks.

- (iii) (a) The Company has given guarantees during the year and the outstanding balance of loans and guarantees as at 31st March 2025 are given below:

		Loans (₹ in Millions)	Guarantees (₹ in Millions)
A.	Aggregate amount granted / provided during the year:		
	- Holding Company	-	1162.00
	- Subsidiaries	-	-
	- Joint Ventures	-	-
	- Others	-	-
B.	Balance outstanding as at balance sheet date in respect of above cases*		
	- Holding Company#	-	1562.00
	- Subsidiaries	-	-
	- Joint Ventures	-	-
	- Others	-	-

* The amounts reported are gross amounts including accrued interest (wherever applicable), without considering provision made.

The Company has provided the corporate guarantee to the Senores Pharmaceuticals Limited before it become the holding company of the Company w.e.f. 14th December 2023.

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the company has not granted any loans to parties covered in register maintained under Section 189 of The Companies Act, 2013('the act').
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, Loan is repayable on demand and payment of interest on periodic basis, which is regular.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the repayment of principal and payment of interest has been stipulated as in mentioned in (c) above, hence the question of overdue amounts does not arise.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year,



Independent Auditor's Report (Continued)
Ratnatris Pharmaceuticals Private Limited

year, which has been renewed or extended or fresh loans given to settle the overdues of existing loans given to the same party.

- (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 given any loans either repayable on demand or without specifying any terms or period of repayment, except as mentioned in (c) above.
- (iv) The company has given loans and guarantees, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with to the extent applicable.
- (v) 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) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) The Company does not have any liability in respect of Sales tax, Service tax, Duty of excise and Value added tax during the year since effective 1 July 2017, these statutory dues have been subsumed into Goods and Services Tax ('GST').

According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including GST, Provident fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have generally been regularly deposited with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of GST, Provident fund, Employees' State Insurance, Income-tax, Duty of Customs, Cess and other material statutory dues were in arrears as at March, 2024 for a period of more than six months from the date they became payable.



Independent Auditor's Report (Continued)
Ratnatris Pharmaceuticals Private Limited

- (b) According to the information and explanations given to us, there are no dues of GST, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Value added tax, Cess or other statutory dues which have not been deposited by the Company on account of disputes, except for the following:

Name of Statute	Nature of Dues	Amount (₹ in Millions)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	46.29	2018-19	Gujarat High Court
Income Tax Act, 1961	Income Tax	158.83	2021-22	CIT-A-11, Ahmedabad

- (viii) 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, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.
- (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 defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (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 willful defaulter by any bank or financial institution or 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 taken a term loan during the year and it is unutilized for the purpose for which term loan has taken.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds have been raised on short-term basis and utilized for long 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 an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.



Independent Auditor's Report (Continued)
Ratnatris Pharmaceuticals Private Limited

- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, 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.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and up to the date of this report.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) Based upon the audit procedures performed and according to the information and explanations given to us, all the transactions with related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial statements etc. as required by the applicable accounting standards.
- (xiv) Based on examination of the books and records of the Company and according to the information and explanations given to us, Internal audit under sec 138 of Companies Act, 2013 is not applicable to the Company. Accordingly, clause 3(xiv) of the Order is not applicable, However, The Company has in-house internal audit system.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) 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) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.



Independent Auditor's Report (Continued)
Ratnatris Pharmaceuticals Private Limited

- (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has 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 the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the 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) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For Rajesh J. Shah & Associates
Chartered Accountants
Firm Reg. No. 108407W



CA Jimit R. Shah
Partner

Membership No.: 163920
UDIN : 25163920BMHULL6888



Place: Ahmedabad
Date: 14-05-2025

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 Ratnatris Pharmaceuticals Private Limited of even date)

Report on the internal financial controls over financial reporting 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 Ratnatris Pharmaceuticals Private Limited ("the Company") as at 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 board of directors of the Company 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. 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, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls 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 judgment, including the assessment of the risks of material misstatement in 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 control system over financial reporting.



Independent Auditor's Report (Continued)
Ratnatris Pharmaceuticals Private Limited

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 (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

Opinion

In our opinion and according to the information and explanations given to us, 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 Rajesh J. Shah & Associates
Chartered Accountants
Firm Reg. No. 108407W



CA Jimit R. Shah
Partner

Membership No.: 163920
UDIN : 25163920BMHULL6888



Place: Ahmedabad
Date: 14-05-2025

Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)
Balance Sheet as at 31st March, 2025

(₹ in Millions)

Particulars	Notes	As at 31st March, 2025	As at 31st March, 2024
ASSETS			
Non-current assets			
Property, plant and equipment	5	540.08	569.35
Capital Work - In - Progress	6	44.89	28.87
Right-of-use assets	7.1	10.20	12.05
Intangible Assets	8	64.66	18.78
Financial assets			
Deferred Tax Assets(Net)	28	116.37	36.63
Investments	9	0.08	0.07
Other financial assets	10	2.67	3.77
Other non-current assets	11	9.23	10.21
Total non-current assets		788.18	679.75
Current assets			
Inventories	12	144.79	153.81
Financial assets			
Trade receivables	13	430.97	362.65
Cash and cash equivalents	14	0.25	0.34
Bank Balances other than above	14	1.55	1.58
Other financial assets	15	2.95	5.17
Short Term Loans and advances	16	-	3.00
Other current assets	17	99.76	114.59
Current tax assets	18	5.24	5.35
Total current assets		685.51	646.49
TOTAL ASSETS		1,473.69	1,326.23
EQUITY AND LIABILITIES			
Equity			
Equity share capital	19	37.45	37.45
Other equity	20	22.50	55.28
Total Equity		59.95	92.75
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	21	872.27	646.96
Lease liabilities	7.2	9.62	12.06
Provisions	22	10.33	5.90
Total non-current liabilities		892.22	664.92
Current Liabilities			
Financial liabilities			
Borrowings	23	104.46	159.27
Lease liabilities	7.2	2.51	1.18
Trade payables	24		
Dues of micro enterprises and small enterprises		135.62	155.45
Dues of creditors other than micro enterprises and small enterprises		205.10	214.75
Provisions	25	3.66	2.20
Other current financial liabilities	26	29.28	24.31
Other Current Liabilities	27	40.89	11.40
Total current liabilities		521.52	568.56
Total Liabilities		1,413.75	1,233.48
TOTAL EQUITY AND LIABILITIES		1,473.69	1,326.23

Significant Accounting Policies

1

The accompanying notes are integral part of the financial statements.
As per our report of even date attached

For Rajesh J. Shah & Associates
Chartered Accountants
Firm's Registration No: 108407W

Jimit R Shah
Partner
Membership No. 163920
UDIN - 25163920BMHULL6888



For and behalf of Board of Directors of
Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)
CIN : U24230GJ2005PTC047394

Jitendra B. Sanghvi
Director
DIN: 00271995

Swapnil J. Shah
Director
DIN: 05259821

Date : 14/05/2025
Place : Ahmedabad

Date : 14/05/2025
Place : Ahmedabad

Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)
Statement of profit and loss for the year ended 31st March, 2025

(₹ in Millions)

Particulars	Notes	For the year ended 31st March, 2025	For the year ended 31st March, 2024
INCOME			
Revenue from operations	29	1,334.04	1,042.57
Other income	30 & 31	83.07	8.55
TOTAL INCOME (A)		1,417.11	1,051.12
EXPENSES			
Cost of material consumed	32	770.74	676.57
Purchase of Stock in Trade	32	39.78	29.08
Changes in inventories of finished goods, work-in-progress and stock-in-trade	33	37.36	(28.36)
Employee benefits expenses	34	189.37	173.29
Finance costs	35	71.94	55.04
Depreciation and amortisation expenses	5	60.10	58.82
Other expenses	36	286.64	246.88
TOTAL EXPENSES (B)		1,455.94	1,211.34
Profit/ (loss) before exceptional items and tax (A-B)		(38.83)	(160.22)
Exceptional Items	38	-	-
Profit/ (loss) before tax		(38.83)	(160.22)
Tax expense			
Current Tax		-	-
Short / Excess Provision for Tax		-	-
Deferred Tax	28	(79.39)	(40.60)
MAT credit entitlement		-	-
Total Tax Expenses		(79.39)	(40.60)
Profit/ (loss) after tax for the period (C)		40.56	(119.62)
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Re-measurement, (losses)/gains on defined benefit plans	38	(1.30)	0.93
Income tax relating to above	38	0.36	(0.26)
Other comprehensive income for the period, net of tax (D)		(0.94)	0.67
Total Comprehensive Income for the Period (C+D)		39.62	(118.94)
Earning per equity share (EPS) for profit for the period (face value of Rs.10/-)	37		
Basic (Rs.)		10.83	(48.25)
Diluted (Rs.)		10.83	(48.25)

Significant Accounting Policies

1

The accompanying notes are integral part of the financial statements.
As per our report of even date attached

For Rajesh J. Shah & Associates
Chartered Accountants

Firm's Registration No: 108407W

Jimit R Shah
Partner

Membership No. 163920

UDIN - 25163920BMHULL6888

Date : 14/05/2025

Place : Ahmedabad



For and behalf of Board of Directors of
Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)
CIN : U24230GJ2005PTC047394

Jitendra B. Sanghvi
Director
DIN: 00271995

Swapnil J. Shah
Director
DIN: 05259821

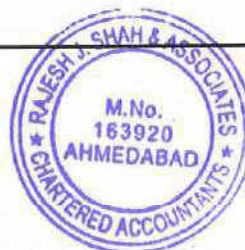
Date : 14/05/2025

Place : Ahmedabad

Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)
Statement of Cash Flows for the year ended on 31st March, 2025

(₹ in Millions)

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
A CASH FLOWS FROM OPERATING ACTIVITIES		
Profit / (Loss) before tax	(38.83)	(160.22)
Adjustments for :		
Depreciation and amortisation expense	60.10	58.82
Provision no longer required written back	(72.40)	(0.01)
Bad debts / advances / sundry balance write off	0.39	0.55
Sundry Creditors Written Off	(2.20)	
Unrealised foreign exchange (gain) (net)	(3.27)	(2.85)
(Gain) / Loss on sale / discard / write-off of property, plant & equipment	-	0.40
Finance costs	71.94	55.04
Interest income	(0.49)	(0.83)
Other Comprehensive Income	(1.30)	
	13.94	(49.10)
Adjustments for changes in working capital :		
Trade receivables and other assets	(76.99)	(119.65)
Inventories	9.02	(28.50)
Trade payables, liabilities and provisions	4.56	154.32
CASH GENERATED FROM OPERATIONS	(49.47)	(42.94)
Direct taxes paid (net of refunds)	0.11	2.25
NET CASH FROM OPERATING ACTIVITIES	(49.36)	(40.69)
B CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipments and intangible assets	(86.76)	(44.19)
Proceeds from sale of property, plant and equipments	-	0.50
Investment in / proceeds from fixed deposits	0.03	(0.00)
Change in Loans (net)	3.00	13.62
Acquisition of Investments	(0.01)	-
Interest received	0.84	0.83
NET CASH USED IN INVESTING ACTIVITIES	(82.90)	(29.25)
C CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issue of Equity Shares	-	-
Proceeds from non-current borrowings	230.26	183.62
Repayment of non-current borrowings	(5.12)	(74.23)
Proceeds from short-term borrowings, (net)	(54.81)	15.91
Repayment of lease obligations	(2.39)	(2.28)
Finance costs paid	(35.75)	(53.08)
NET CASH USED IN FINANCING ACTIVITIES	132.18	69.94
NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENTS	(0.09)	0.00
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF YEAR	0.34	0.34
CASH AND CASH EQUIVALENTS AT THE END OF YEAR (Refer note 12)	0.25	0.34
Notes:		
(a) The above statement of cash flow has been prepared under the 'Indirect method' as set out in Indian Accounting Standard (Ind AS) 7- Statement of Cash Flows.		
(b) Purchase and sale of property, plant and equipment represents additions and deletions to property, plant and equipment and investment properties adjusted for movement of capital work in progress, capital advances, capital creditors during the year.		
(d) Changes in liabilities arising from financing activities :		
Non-current borrowings (Refer note 20):		
Opening balance	646.79	537.23
Amount borrowed during the year	230.26	183.62
Amount repaid during the year	(5.12)	(74.23)
Non-cash cash flows	0.17	0.17
Closing balance	872.27	646.79



Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)
Statement of Cash Flows for the year ended on 31st March, 2025

Statement of Cash Flows for the year ended on 31st March, 2025 (Cont..)

(₹ in Millions)

Particulars	Year ended 31st March, 2025	Year ended 31st March, 2024
Current borrowings (Refer note 21):		
Opening balance	159.44	349.02
Compulsory convertible debentures converted to equity shares	-	(205.49)
Amount (repaid) / borrowed during the year (net)	(54.81)	15.91
Closing balance	104.46	159.44
Lease liabilities (Refer note 7.2):		
Opening balance	13.24	14.20
Interest accrued during the year	1.29	1.32
Amount paid during the year	(2.39)	(2.28)
Closing balance	12.13	13.24
Finance Cost :		
Opening balance	0.92	0.46
Finance Cost during the year	71.94	55.04
Amount reclassified to lease liability	(1.29)	(1.32)
Unwinding of transaction costs incurred on borrowings (Non-cash)	(0.17)	(0.17)
Amount paid during the year	(35.75)	(53.08)
Closing balance	35.65	0.92

As per our report of even date attached

For Rajesh J. Shah & Associates

Chartered Accountants

Firm's Registration No: 108407W

Jimit R Shah

Partner

Membership No. 163920

UDIN - 25163920BMHULL6888

Date : 14/05/2025

Place : Ahmedabad



For and behalf of Board of Directors of

Ratnatris Pharmaceuticals Private Limited

(Formerly known as Ratnamani Healthcare Private Limited)

CIN : U24230GJ2005PTC047394

Jitendra B. Sanghvi

Director

DIN: 00271995

Swapnil J. Shah

Director

DIN: 05259821

Date : 14/05/2025

Place : Ahmedabad

Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)
Statement of changes in equity (SOCIE) for the period ended on 31st March, 2025

A. Equity Share Capital

Particulars	No. of Shares	Amount
		(₹ in Millions)
Issued, subscribed and paid up share capital		
Equity Shares of Rs. 10/- each fully paid up	37,44,726	37.45
Changes in equity share capital	-	-
As at 31st March, 2025	37,44,726	37.45

Particulars	No. of Shares	Amount
		(₹ in Millions)
Issued, subscribed and paid up share capital		
Equity Shares of Rs. 10/- each fully paid up	18,76,636	18.77
Changes in equity share capital	18,68,090	18.68
As at 31st March, 2024	37,44,726	37.45

B. Other equity

Particulars	Reserves & Surplus			
	Capital reserve	Securities Premium	Retained earnings	Total
Restated balance at the beginning of the reporting period	6.80	374.38	(325.90)	55.28
Profit / (Loss) for the year	-	-	40.56	40.56
Other comprehensive income (net of tax)	-	-	(0.94)	(0.94)
Issue of Equity Shares	-	-	-	-
Utilisation during the year	-	-	(72.40)	(72.40)
Balance as at 31st March, 2025	6.80	374.38	(358.69)	22.50
Restated balance at the beginning of the reporting period	6.80	187.57	(206.96)	(12.58)
Profit / (Loss) for the year	-	-	(119.62)	(119.62)
Other comprehensive income (net of tax)	-	-	0.67	0.67
Issue of Equity Shares	-	186.81	-	186.81
Utilisation during the year	-	-	-	-
Balance as at March 31, 2024	6.80	374.38	(325.90)	55.28

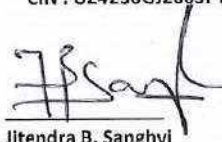
For Rajesh J. Shah & Associates
Chartered Accountants
Firm's Registration No: 108407W



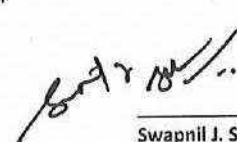
Jimit R Shah
Partner
Membership No. 163920



For and behalf of Board of Directors of
Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)
CIN : U24230GJ2005PTC047394



Jitendra B. Sanghvi
Director
DIN: 00271995



Swapnil J. Shah
Director
DIN: 05259821

Date : 14/05/2025
Place : Ahmedabad

Date : 14/05/2025
Place : Ahmedabad

Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)
Notes to the financial statements for the year ended 31st March, 2025

1 Corporate Information

Ratnatris Pharmaceuticals Private Limited ("the Company") (Corporate Identity Number ('CIN'): U24230GJ2005PTC047394) having registered office at 1004-1006, 10th Floor, North Tower, ONE42, Off. Bopal Ambli Road, Opp. Ashok Vatika, Bodakdev, Ahmedabad, Ahmedabad, Gujarat, India, 380054, is private limited company incorporated and domiciled in India.

The Company is in the business of manufacturing of tablets, oral-liquid, capsules, powders, injections and supplies mainly to domestic and export markets.

2 Statement of Compliance

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The financial statements up to year ended 31st March 2022 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.

3 Basis of Preparation of Financial Statements

3.1 Basis of preparation and presentation

The financial statements have been prepared and presented under the historical cost convention on an accrual basis of accounting except for the following material items which have been measured at fair value.

- Financial assets and liabilities are measured at fair value or at amortised cost depending on classification;
- Lease liability and Right-of-use assets— measured at fair value

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 the market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value measurement and/or disclosure purposes in the financial statements is determined on such a basis except for leasing transactions that are within the scope of Ind AS 116 Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 Inventories or value in use in Ind AS 36 Impairment of asset.

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 in 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.

All assets and liabilities have been classified as current or non-current as set out in the Schedule III (Division II) to the Companies Act, 2013.

3.2 Functional and presentation currency

The financial statements are presented in Indian Rupee (₹) which is also the functional currency of the Company. All amounts disclosed in the financial statements and notes have been rounded-off to the nearest Million or decimal thereof as per the requirement of Schedule III, unless otherwise stated. Amount less than ₹ 5,000/- is presented as ₹ 0.00 Millions.



Ratnatris Pharmaceuticals Private Limited
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Notes to the financial statements for the year ended 31st March, 2025

3 Basis of Preparation of Financial Statements (Continued..)

3.3 Use of estimates

The preparation of financial statements are in conformity with the recognition and measurement principles of Ind AS which requires management to make critical judgements, estimates and assumptions that affect the reporting of assets, liabilities, income and expenditure. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis and any revisions to the estimates are recognised in the period in which the estimates are revised and future periods are affected.

Estimates and underlying assumptions are reviewed on an ongoing basis and any revisions to the 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 financial statements, which may cause material adjustment to the carrying amount of assets and liabilities within the next financial year, is in respect of:

- Useful lives of property, plant and equipment
- Useful lives of intangible assets
- Valuation of inventories
- Employee benefits
- Provisions & contingent liabilities
- Valuation of deferred tax assets

4 Material Accounting Policies:

A. Financial Instruments

Initial recognition and measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

Classification and subsequent measurement

For purposes of subsequent measurement, financial assets are classified based on assessment of business model and contractual cash flows in which they are held.

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- FVOCI – debt and equity investment; -
- FVTPL

At amortized cost

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

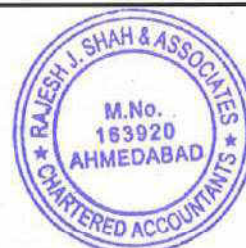
A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

At fair value through Other comprehensive income (FVOCI)

A financial asset is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.



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4 Material accounting policies (Continued..)

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

At fair Value through Profit and Loss (FVTPL)

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL -

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in the Statement of Profit and Loss.

Financial assets at amortised cost -

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in Statement of Profit and Loss. Any gain or loss on derecognition is recognised in the Statement of Profit and Loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in Statement of Profit and Loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in Statement of Profit and Loss. Any gain or loss on derecognition is also recognised in Statement of Profit and Loss.

Derecognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in Statement of Profit and Loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Cash and cash equivalent

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.



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Notes to the financial statements for the year ended 31st March, 2025

4 Material accounting policies (Continued..)

B. Property, plant & equipment

Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price including import duty and non refundable taxes or levies, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit and loss.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

Advances paid towards acquisition of property, plant and equipment outstanding at each Balance Sheet date, are shown under other non-current assets and cost of assets not ready for intended use before the year end, are shown as capital work-in-progress.

Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight line method. Freehold land is not depreciated.

The estimated useful lives are as follows:

Class of asset	Useful life
Buildings	30 Years
Plant & Equipments	3 to 20 Years
Furniture & fixtures	10 Years
Vehicles	8 Years
Office Equipments	5 Years
Electrical Installations	10 Years

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

C. Leases

(i) The Company as lessee:

The Company assesses whether a contract contains a lease, at the inception of contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assesses whether a contract conveys the right to control use of an identified asset, the Company assesses whether:

- The contract involves use of an identified asset;
- The Company has substantially all the economic benefits from the use of the asset through the period of lease; and
- The Company has the right to direct the use of an asset.

At the date of commencement of lease, the Company recognises a Right-of-use asset ("ROU") and a corresponding liability for all lease arrangements in which it is a lessee, except for leases with the term of twelve months or less (short term leases) and low value leases. For short term and low value leases, the Company recognises the lease payment as an operating expense on straight line basis over the term of lease. Certain lease agreements include an option to extend or terminate the lease before the end of lease term. ROU assets and the lease liabilities includes these options when it is reasonably certain that they will be exercised.



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Notes to the financial statements for the year ended 31st March, 2025

4 Material accounting policies (Continued..)

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e., higher of fair value less cost to sell and the value-in-use) is determined on individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate explicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right-of-use assets if the Company changes its assessment if whether it will exercise an extension or a termination of option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and the lease payments have been classified as financing cash flows.

(ii) The Company as a Lessor:

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risk and rewards of ownership to the lessee, the contract is classified as finance lease. All other leases are classified as operating lease.

D. Intangible assets

Other intangible assets

Other intangible assets are initially measured at cost. Subsequently, such intangible assets are measured at cost less accumulated amortisation and any accumulated impairment losses.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on brands, is recognised in statement of profit and loss as incurred.

Amortisation

Amortisation is recognised in the statement of profit and loss on a straight-line basis over the estimated useful lives of intangible assets. The amortisation expense is recognised in the statement of profit and loss account in the expense category that is consistent with the function of the intangible asset. Intangible assets that are not available for use are amortised from the date they are available for use.

The estimated useful lives are as follows:

Class of asset	Useful life
Product related Intangibles	4 Years
Computer Softwares	6 Years

E. Business Combination

In accordance with Ind AS 103, Business combinations, the Company accounts for business combinations after acquisition date using the acquisition method when control is transferred to the Company. The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange. The cost of acquisition also includes the fair value of any contingent consideration and deferred consideration, if any. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in OCI and accumulated in equity as capital reserve if there exists clear evidence of the underlying reasons for classifying the business combination as resulting in a bargain purchase; otherwise the gain is recognised directly in equity as capital reserve. Transaction costs are expensed as incurred. Business combinations between entities under common control is accounted for at carrying value.



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Notes to the financial statements for the year ended 31st March, 2025

4 Material accounting policies (Continued..)

F. Impairment

(i) Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss ("ECL") model for measurement and recognition of impairment loss on following:

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognised as loss allowance.

Loss allowance for financial assets measured at amortised cost are deducted from gross carrying amount of the assets. The amount of ECL (or reversal) that is required to adjust the loss allowance at the reporting date is recognised as an impairment gain or loss in the Statement of Profit and Loss.

(ii) Impairment of non-financial assets

The Company assess at each reporting date whether there is any indication that the carrying amount may not be recoverable. If any such indication exists, then the asset's recoverable amount is estimated and an impairment loss is recognised if the carrying amount of an asset or Cash Generating Unit (CGU) exceeds its estimated recoverable amount in the statement of profit and loss.

The recoverable amount of a CGU (or an individual asset) is higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flow, discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to CGU (or the asset).

The Company's non-financial assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For impairment testing, assets that do not generate independent cash inflows are Combined together into cash-generating units (CGUs). Each CGU represents the smallest Company of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or Company of CGUs) on a pro rata basis.

An impairment loss in respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

G. Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out formula, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products.

Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.



Ratnatris Pharmaceuticals Private Limited
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Notes to the financial statements for the year ended 31st March, 2025

4 Material accounting policies (Continued..)

H. Foreign currency:

Foreign currency transactions:

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at balance sheet date exchange rates are generally recognised in Statement of Profit and Loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example translation differences on non-monetary assets such as equity investments classified as FVOCI are recognised in other comprehensive income (OCI).

I. Revenue from contracts with customer

Sale of goods

Revenue is recognised when a promise in a customer contract (performance obligation) has been satisfied by transferring control over the promised goods to the customer. Control over a promised goods refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the delivery and acceptance terms agreed with the customers. However, in certain cases, revenue is recognized on sale of products where shipment is on hold at specific request of the customer provided performance obligation conditions has been satisfied and control is transferred, with customer taking title of the goods. The amount of revenue to be recognised (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as goods and services tax or other taxes directly linked to sales. If a contract contains more than one performance obligation, the transaction price is allocated to each performance obligation based on their relative stand-alone selling prices. Revenue from product sales are recorded net of allowances for estimated rebates, cash discounts and estimates of product returns, all of which are established at the time of sale.

For contracts with distributors, no sales are recognised when goods are physically transferred to the distributor under a consignment arrangement, or if the distributor acts as an agent. In such cases, sales are recognised when control over the goods transfers to the end-customer, and distributor's commissions are presented within marketing and distribution.

The consideration received by the Company in exchange for its goods may be fixed or variable. Variable consideration is only recognised when it is considered highly probable that a significant revenue reversal will not occur once the underlying uncertainty related to variable consideration is subsequently resolved.

Milestone payments and out licensing arrangements

The Company enters into certain dossier sales, licensing and supply arrangements that, in certain instances, include certain performance obligations. Based on an evaluation of whether or not these obligations are inconsequential or perfunctory, the Company recognise or defer the upfront payments received under these arrangements.

Income from out-licensing agreements typically arises from the receipt of upfront, milestone and other similar payments from third parties for granting a license to product- or technology- related intellectual property (IP). These agreements may be entered into with no further obligation or may include commitments to regulatory approval, co-marketing or manufacturing. These may be settled by a combination of upfront payments, milestone payments and other fees. These arrangements typically also consist of subsequent payments dependent on achieving certain milestones in accordance with the terms prescribed in the agreement. Milestone payments which are contingent on achieving certain clinical milestones are recognised as revenues either on achievement of such milestones, if the Milestones are considered substantive, or over the period we have continuing performance obligations, if the milestones are not considered substantive. Whether to consider these commitments as a single performance obligation or separate ones, or even being in scope of IndAS 115 'Revenues from Contracts with Customers, is not straightforward and requires some judgement. Depending on the conclusion, this may result in all revenue being calculated at inception and either being recognised at point in time or spread over the term of a longer performance obligation. Where performance obligations may not be distinct, this will be bundled with the subsequent product supply obligations. The new standard provides an exemption for sales-based royalties for licenses of intellectual property which will continue to be recognised as revenue as underlying sales are incurred.



Ratnatris Pharmaceuticals Private Limited
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Notes to the financial statements for the year ended 31st March, 2025

4. Material accounting policies (Continued..)

The Company recognises a deferred income (contract liability) if consideration has been received (or has become receivable) before the company transfers the promised goods or services to the customer. Deferred income mainly relates to remaining performance obligations in (partially) unsatisfied long-term contracts or are related to amounts the Company expects to receive for goods and services that have not yet been transferred to customers under existing, non-cancellable or otherwise enforceable contracts.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Sales Return Allowances

The Company accounts for sales return by recording an allowance for sales return concurrent with the recognition of revenue at the time of a product sale. The allowance is based on Company's estimate of expected sales returns. The estimate of sales return is determined primarily by the Company's historical experience in the markets in which the Company operates.

J. Recognition of dividend income, interest income or expense & rental income

Dividend income is recognised in Statement of Profit and Loss on the date on which the Company's right to receive payment is established.

Interest income or expense is recognised using the effective interest method.

Rental income is recognised in statement of profit and loss on a straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease.

K. Government grant

The Company recognises government grants at their fair value only when there is reasonable assurance that the conditions attached to them will be complied with, and the grants will be received. Government grants received in relation to assets are recognised as deferred income and amortised over the useful life of such asset. Government grants, which are revenue in nature are either recognised as income or deducted in reporting the related expense based on the terms of the grant, as applicable.

L. Employee benefits

Short-term employee benefits:

All employee benefits falling due within twelve months from the end of the period in which the employees render the related services are classified as short-term employee benefits, which include benefits like salaries, wages, short term compensated absences, performance incentives, etc. and are recognised as expenses in the period in which the employee renders the related service and measured accordingly.

Post-employment benefit:

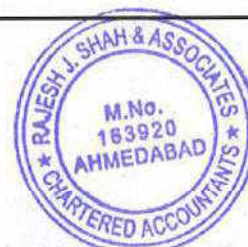
Post-employment benefit plans are classified into defined benefits plans and defined contribution plans as under:

Gratuity

The Company provides for gratuity, a defined benefit plan ("the Gratuity Plan") covering the eligible employees of the Company. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of the employment with the Company.

Liability with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method.

The Company recognises the net obligation of a defined benefit plan as a liability in its balance sheet. Gains or losses through remeasurement of the net defined benefit liability are recognised in other comprehensive income and are not reclassified to profit and loss in the subsequent periods. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognised in other comprehensive income. The effect of any plan amendments are recognised in the statement of profit and loss.



Ratnatris Pharmaceuticals Private Limited
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Notes to the financial statements for the year ended 31st March, 2025

4 Material accounting policies (Continued..)

Provident fund

Eligible employees of the Company receive benefits from provident fund, which is a defined contribution plan. Both the eligible employees and the Company make monthly contributions to the Government administered provident fund scheme equal to a specified percentage of the eligible employee's salary. Amounts collected under the provident fund plan are deposited with in a government administered provident fund. The Company has no further obligation to the plan beyond its monthly contributions. Company's contribution to the provident fund is charged to Statement of Profit and Loss.

Compensated absences

The Company's current policy permits eligible employees to accumulate compensated absences up to a prescribed limit and receive cash in lieu thereof in accordance with the terms of the policy. The Company measures the expected cost of accumulating compensated absences as the additional amount that the Company expects to pay as a result of unused entitlement that has accumulated as at the reporting date. The expected cost of these benefits is calculated using the projected unit credit method by qualified actuary every year. Actuarial gains and losses arising from experience adjustment and changes in actuarial assumptions are recognised in the statement of profit and loss in the period in which they arise. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

M. Borrowing cost

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

N. Income taxes

Income tax comprises of current and deferred income tax. Income tax expense is recognised in statement of profit and loss except to the extent that it relates to an item recognised directly in equity in which case it is recognised in other comprehensive income. Current income tax for current year and prior periods is recognised at the amount expected to be paid or recovered from the tax authorities, using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

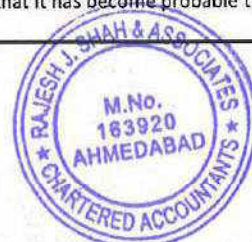
Deferred income tax assets and liabilities are recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of transaction; and
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred income tax assets and liabilities are measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognised as income or expense in the period that includes the enactment or substantive enactment date. A deferred income tax assets is recognised to the extent it is probable that future taxable income will be available against which the deductible temporary timing differences and tax losses can be utilised. The Company offsets income-tax assets and liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.



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Notes to the financial statements for the year ended 31st March, 2025

4 Material accounting policies (Continued..)

O. Provisions and contingencies

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Onerous contracts

A contract is considered to be onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Company recognises any impairment loss on the assets associated with that contract.

P. Earnings per share

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period adjusted for treasury shares held. Diluted earnings per share is computed using the weighted-average number of equity and dilutive equivalent shares outstanding during the period, using the treasury stock method for options and warrants, except where the results would be anti-dilutive.

Q. Cash and cash equivalents

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise cash, drafts and cheques in hand, bank balances, unencumbered demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose of Cash Flow Statement.

R. Operating cycle

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Operating cycle for project related assets and liabilities is the time from start of the project to their realisation in cash or cash equivalents.

S. Exceptional items

Exceptional items refer to items of income or expense within the statement of profit and loss from ordinary activities which are nonrecurring and are of such size, nature or incidence that their separate disclosure is considered necessary to explain the performance of the Company.

T. Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Directors of the Company is responsible for allocating resources and assessing performance of the operating segments and accordingly is identified as the Chief Operating Decision Maker (CODM). All operating segments' operating results are reviewed regularly by the CODM to make decisions about resources to be allocated to the segments and assess their performance.

U. Events after reporting date

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

V. Recent accounting pronouncements

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the half year ended 30th September, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.



Ratnatris Pharmaceuticals Private Limited
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Notes to the financial statements for the year ended 31st March, 2025

5 Property, Plant and Equipment:

Particulars	Freehold Land	Buildings	Plant & Equipments	Furniture & fixtures	Vehicles	Office Equipments	Electrical Installations	Total
								(₹ in Millions)
Gross Carrying Amount as at 1 April 2024	12.40	233.10	355.41	18.88	13.42	1.03	32.40	666.63
Additions during the year	-	-	21.22	0.08	-	0.05	0.25	21.61
Deductions during the year	-	-	-	-	-	-	-	-
Gross carrying amount as at 31 March 2025	12.40	233.10	376.63	18.96	13.42	1.08	32.65	688.24
Accumulated Depreciation as at 1 April 2024	-	17.13	61.08	5.57	2.75	0.63	10.12	97.27
Depreciation for the year	-	8.59	33.01	2.66	1.70	0.07	4.85	50.88
Deductions during the year	-	-	-	-	-	-	-	-
Accumulated Depreciation as at 31 March 2025	-	25.72	94.09	8.23	4.45	0.69	14.97	148.15
Net Carrying Amount as at 31 March 2025	12.40	207.38	282.54	10.73	8.97	0.38	17.68	540.08
Gross Carrying Amount as at 1 April 2023	12.40	233.10	376.25	18.88	10.97	1.03	32.34	634.96
Additions during the year	-	-	30.10	-	2.45	-	0.06	32.61
Deductions during the year	-	-	0.94	-	-	-	-	0.94
Gross carrying amount as at 31 March 2024	12.40	233.10	355.41	18.88	13.42	1.03	32.40	666.63
Accumulated Depreciation as at 1 April 2023	-	8.46	29.53	2.82	0.97	0.55	5.12	47.45
Depreciation for the year	-	8.67	31.60	2.74	1.77	0.08	5.00	49.87
Deductions during the year	-	-	0.05	-	-	-	-	0.05
Accumulated Depreciation as at 31 March 2024	-	17.13	61.08	5.57	2.75	0.63	10.12	97.27
Net Carrying Amount as at 31 March 2024	12.40	215.98	294.33	13.31	10.67	0.40	22.28	569.35
Net Carrying Amount as at 1st April 2024	12.40	224.65	296.71	16.05	10.00	0.47	27.23	587.51

Notes:

5.1 Refer note 22 for the property, plant and equipment which are subject to charge.

5.2 For capital commitments made by the Company as at the balance sheet date, see note 38.

5.3 The title deeds of the immovable properties are held in the earlier name of the Company.

5.4 Additions to research and development assets during the year are as under:

	Year ended	Year ended
	31st March, 2025	31st March, 2024
Plant and Equipments [including Lab Equipments]	-	1.00
Total	-	1.00



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

Note 6

Capital Work - In - Progress

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Capital Work - In - Progress		
Opening Balance:	28.87	26.50
Additions During Year:	16.02	2.37
Deduction during year	-	-
Gross carrying Amount	44.89	28.87

Note 7

7.1

Right Of Use -Asset

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Intangible Assets		
Right Of Use -Asset		
Opening Balance:	15.65	15.65
Additions During Year:	-	-
Deduction during year	-	-
Gross carrying Amount	15.65	15.65
Accumulated Amortisation Opening	3.60	1.80
Amortisation for the year	1.85	1.80
Deduction during the year	-	-
Accumulated Amortisation Closing	5.45	3.60
Net carrying Amount	10.20	12.05

7.2

Lease Liabilities

(₹ in Millions)

Particulars	31st March, 2025	31st March, 2024
Lease Liabilities	12.13	13.24
Total	12.13	13.24

Note: 7.2.1 - Reconciliation of Lease Liabilities

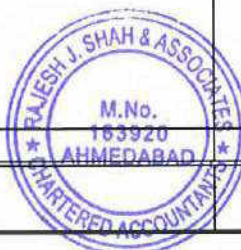
(₹ in Millions)

Particulars	31st March, 2025	31st March, 2024
Balance at the beginning	13.24	14.20
Additions	1.29	1.32
Finance Cost	1.29	1.32
Deletions	(2.39)	(2.28)
Payment of Lease	(2.39)	(2.28)
Balance at the end	12.13	13.24

Note: 7.2.2 - Current and Non-Current Classification of Lease Liabilities

(₹ in Millions)

Particulars	31st March, 2025	31st March, 2024
Less than 1 year	2.51	2.39
1-5 years	13.47	10.84
More than 5 years	-	5.01
Total undiscounted Lease Liability	15.99	18.24
Less : Future Liability on Interest Account	(3.86)	(5.01)
Balance of Lease Liability	12.13	13.24
Non-current	9.62	12.06
Current	2.51	1.18



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Notes to Financial statements for the year ended 31st March, 2025

Note: 7.2.3- Amount Recognised in Profit and Loss

(₹ in Millions)

Particulars	31st March, 2025	31st March, 2024
Depreciation of Right to Use Assets	1.85	1.80
Interest on Lease Liabilities	1.29	1.32
Amount recognised in Profit & Loss	3.14	3.12

Note: 7.2.4 - Total cash Outflow For the Year

(₹ in Millions)

Particulars	31st March, 2025	31st March, 2024
Total cash Outflow For the Year	2.39	2.28
Total	2.39	2.28

7.2.5 - Other Notes:

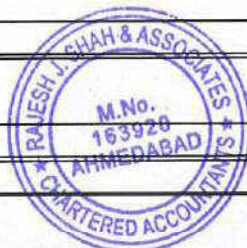
- (i) Lease contract entered by the Company along with Senores Pharmaceuticals Limited pertains to office buildings taken on lease to conduct its business in the ordinary course.
(ii) The Company has not revalued its Right-of-use assets.
(iii) Lease obligations, interest expense on lease, maturity profile of lease obligation and payment of lease obligations are disclosed
(iv) Lease liabilities presented as per Ind AS 116.

Note 8

Intangible Assets

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Intangible Assets		
Product relatable Intangibles		
Opening Balance:	28.23	16.81
Additions During Year:	53.24	11.42
Deduction during year	-	-
Gross carrying Amount	81.47	28.23
Accumulated Amortisation Opening	11.26	4.20
Amortisation for the year	7.06	7.06
Deduction during the year	-	-
Accumulated Amortisation Closing	18.32	11.26
Net carrying Amount	63.16	16.97
Computer Softwares		
Opening Balance:	1.99	0.15
Additions During Year:	-	1.84
Deduction during year	-	-
Gross carrying Amount	1.99	1.99
Accumulated Amortisation Opening	0.18	0.08
Amortisation for the year	0.31	0.10
Deduction during the year	-	-
Accumulated Amortisation Closing	0.48	0.18
Net carrying Amount	1.50	1.81
Total Intangible Assets	64.66	18.78



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

Note 9

Investments

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Non-current investments		
A. Investment in government securities	0.00	0.00
B. Other Investment	0.08	0.07
Total non-current investments	0.08	0.07

Refer Note-44-Fair Value Measurement

Note 10

Non Current Financial Assets

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Deposits with original maturity more than 12 months	-	0.42
Security and other deposits	2.49	3.35
Other non-current financial asset	0.18	-
Total non-current financial assets	2.67	3.77

Note 11

Other Non Current Assets

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Capital Advances	-	2.31
Payment under Protest	9.23	7.90
Total other non-current assets	9.23	10.21

Note 12

Inventories

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Raw Material	69.06	48.87
Raw Material In Transit	2.78	2.23
Packing Materials	34.38	34.73
Packing Materials In Transit	1.95	0.19
Work-in-progress	20.10	50.52
Finished goods	10.34	17.28
Stores and spares	6.18	-
Total Inventories	144.79	153.81

Inventories are hypothecated as security for borrowings as disclosed under Note 39.1.



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

Note 13

Trade receivables

[Carried at amortised cost, except otherwise stated]

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Trade receivables considered good-unsecured	431.27	362.99
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	-	-
	431.27	362.99
Allowance for bad and doubtful debts	-0.30	-0.34
Total trade receivables	430.97	362.65

Note 13.1 Receivable From Related Parties Included Above. (Refer Note 41)

* Refer note 42 - Financial Instruments - Fair Value Measurement & Financial Risk Management
Ageing schedule is given as under.

Trade Receivable ageing schedule for the year ended as on 31st March 2025 and 31st March 2024

As at 31 March 2025 (₹ in Millions)

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months - 1 year	1 Year - 2 Years	2 Year - 3 Years	More than 3 Years	
Undisputed								
Considered good	26.90	61.47	263.97	13.11	17.85	18.68	29.29	431.27
Credit Impaired	-	-	-	-	-	-	-	-
Total	26.90	61.47	263.97	13.11	17.85	18.68	29.29	431.27

As at 31 March 2024 (₹ in Millions)

Particulars	Unbilled	Not Due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months - 1 year	1 Year - 2 Years	2 Year - 3 Years	More than 3 Years	
Undisputed								
Considered good	0.31	201.47	100.95	9.34	21.43	27.44	2.06	362.99
Credit Impaired	-	-	-	-	-	-	-	-
Total	0.31	201.47	100.95	9.34	21.43	27.44	2.06	362.99

Note 14

Cash and cash equivalents

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Cash and bank balances		
Balances with banks		
In current accounts	0.13	0.12
Cash on hand	0.12	0.22
Total cash and cash equivalents	0.25	0.34
Bank balances other than above		
Margin money deposits	1.55	1.58
Liquid deposit	-	-
Total other bank balances	1.55	1.58



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

* Refer note 42 - Financial Instruments - Fair Value Measurement & Financial Risk Management

Note 15

Current Financial Assets

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Incentives/ benefits receivable from Government	2.94	4.81
Interest accrued but note received on loans and deposits	0.01	0.36
Total current Financial Assets	2.95	5.17

Note 16

Short Term Loans and Advances

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Loans and Advances to Related Party	-	3.00
Total Short Term Loans and Advances	-	3.00

Note 17

Other Current Assets

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Gross Indirect taxes recoverable	201.23	187.33
Less: earmarked against specific borrowing	-107.19	-107.19
Indirect taxes recoverable	94.05	80.15
Advances to vendors	3.83	31.39
Pre-paid expenses	1.41	2.74
Staff advances	0.16	0.31
Other Current Assets	0.30	-
Total other current assets	99.76	114.59

Note 18

Current tax asset

(₹ in Millions)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Advance Income Tax for the year	5.24	5.35
Current Tax asset (net)	5.24	5.35



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

Note 19

Equity share capital

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Authorised share capital 45,00,000 [PY 45,00,000 (PPY 45,00,000)] equity shares of ₹ 10 each	45.00	45.00
Total	45.00	45.00

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Issued, subscribed and paid up capital 37,44,726 equity shares of ₹ 10 each	37.45	37.45
Total	37.45	37.45

Note 19.1

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	No. of shares	Amount ₹ in Millions
As At 31st March 2024		
At the beginning of the year	3744726	37.45
Add : Shares issued during the year	-	-
As At 31st March 2025	3744726	37.45

Particulars	No. of shares	Amount ₹ in Millions
As At 31st March 2023		
At the beginning of the year	1876636	18.77
Add : Shares issued during the year	1868090	18.68
As At 31st March, 2024	3744726	37.45

Note 19.2

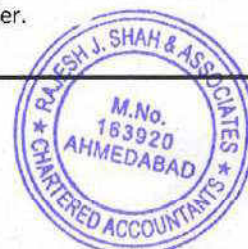
Details of shareholder(s) holding more than 5% Equity Shares

Particulars	As At 31st March 2025 No. of shares	Percentage Holding
Senores Pharmaceuticals Limited	25,83,861	69.00%
Ratnamani Marketing Private Limited	2,70,000	7.21%
Jitendra Babulal Sanghvi	1,88,865	5.04%

Particulars	As At 31st March, 2024 No. of shares	Percentage Holding
Senores Pharmaceuticals Limited	25,83,861	69.00%
Ratnamani Marketing Private Limited	2,70,000	7.21%

Terms /Rights 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 entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder.



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

Note 19.3

Details of Promoter(s) holding:

Particulars	As At 31st March 2025 No. of shares	Percentage Holding
Senores Pharmaceuticals Limited	25,83,861	69.00%
Ratnamani Marketing Private Limited	2,70,000	7.21%
Jitendra Babulal Sanghvi	1,88,865	5.04%
Jayanti Misrimal Sanghvi	1,62,000	4.33%
Manoj Prakash Sanghvi	1,08,000	2.88%
Dimple Manoj Sanghvi	1,08,000	2.88%
Pavan Misrimal Sanghvi	1,08,000	2.88%
Vimla Pavan Sanghvi	1,08,000	2.88%
Shanti Misrimal Sanghvi	54,000	1.44%
Sashi Shantilal Sanghvi	54,000	1.44%

Particulars	As At 31st March, 2024 No. of shares	Percentage Holding
Senores Pharmaceuticals Limited	25,83,861	69.00%
Ratnamani Marketing Private Limited	2,70,000	7.21%
Jitendra Babulal Sanghvi	14,320	0.38%
Jayanti Misrimal Sanghvi	1,62,000	4.33%
Manoj Prakash Sanghvi	1,08,000	2.88%
Dimple Manoj Sanghvi	1,08,000	2.88%
Pavan Misrimal Sanghvi	1,08,000	2.88%
Vimla Pavan Sanghvi	1,08,000	2.88%
Kushal Champalal Bhansali	1,26,818	3.39%
Adinath Medicare Pvt. Ltd.	47,727	1.27%
Shanti Misrimal Sanghvi	54,000	1.44%
Sashi Shantilal Sanghvi	54,000	1.44%

Note 20

Other equity

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Retained Earnings	(358.69)	(325.90)
Securities Premium	374.38	374.38
Capital Reserve	6.80	6.80
Total other equity	22.50	55.28

Note 20.1

Retained earnings

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Opening Balance	(325.90)	(206.96)
Add:		
Profit during the year	40.56	(119.62)
Other comprehensive income (net of tax)	(0.94)	0.67
Utilisation during the year	(72.40)	
Total Retained earnings	(358.69)	(325.90)



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

Note 20.2

Securities Premium

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Opening Balance	374.38	187.57
Add: During the year	-	186.81
(Less): During the year	-	-
Total Securities Premium	374.38	374.38

Note 20.3

Capital Reserves

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Opening Balance	6.80	6.80
Add: During the year	-	-
(Less): During the year	-	-
Total Capital Reserves	6.80	6.80

Note 21

Non-current Borrowings

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Vehicle loans from bank	5.96	26.65
Secured-Term loan from banks- rupee	185.99	55.63
NC-Secured-Term loan from banks for adjustment	(0.92)	(1.09)
NC - Unsecured borrowings from - ZCB	0.29	0.27
Unsecured-loan from related parties	527.74	40.94
Unsecured-loan from others	153.03	524.39
Less:		
Current maturities of long term debt - vehicle	(0.00)	(0.00)
Current maturities of long term debt - term loan-rupee	(0.00)	(0.00)
Current maturities of long term debt - term loan adjustment	0.17	0.17
Total Non-Current Borrowings	872.27	646.96

21.1 The Company has been sanctioned Working Capital limits from banks on the basis of Security of Current Assets. The Quarterly Returns or statements filed by the Company with such Banks are in agreement with the Books of Accounts of the Company.

21.2 The Company has issued Zero Coupon Redeemable Non-Convertible Debentures (NCD) amounting to ₹ 220 Millions against the partial claim of unsecured lenders of the Company. The Conditions are as follows:

- (i) Zero Coupon NCDs will not carry any Interest and they will be unsecured.
- (ii) The redemption of Zero Coupon NCDs are linked to the recoveries of the items of Assets mentioned in 21.3
- (iii) As and when the Company makes recovery / realization in respect of any of the above mentioned assets, these NCDs are to be redeemed to holders of NCD on progressive basis.
- (iv) If however, the Company is unable to make full recovery of the entire amount of assets as mentioned in above sub-note (ii) within period of 15 years from the date of NCLT order, Unrecovered Assets mentioned above to be written off and Zero Coupon NCDs to be written back.



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Notes to Financial statements for the year ended 31st March, 2025

21.3 As the recovery / realisation of these assets directly related to redemption of zero coupon NCDs, the Company has offset zero coupon NCDs with below mentioned assets in balance sheet presentation.

Particulars	31st March, 2025	31st March, 2024
Zero Coupon NCDs	220.00	220.00
Trade Receivables	(40.12)	(40.14)
Indirect Tax Recoverable (GST)	(72.40)	(72.40)
Deferred Tax Asset	(107.19)	(107.19)
Total	0.29	0.27

Note 22

Non-Current Provisions

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Provision for gratuity	5.93	3.91
Provision for leave encashment	4.40	1.99
Total non-current provisions	10.33	5.90

Note 23

Current Borrowings

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Current maturities of non-current borrowing, Secured		
Term loans from banks	(0.17)	(0.17)
Short term loan from Related Party	30.00	-
Interest Payable	35.65	-
Other Borrowings		
Secured		
Working capital facilities	38.98	159.44
Total Current Borrowings	104.46	159.27

* Refer note 42 - Financial Instruments - Fair Value Measurement & Financial Risk Management and * Refer Note 38 for Liability Schedule

Note 24

Trade payables

[Unsecured, Carried at amortised cost, except otherwise stated]

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Total outstanding dues of creditors other than micro enterprises and small enterprises	205.10	214.75
Total outstanding dues of micro enterprises and small enterprises	135.62	155.45
Total trade payables	340.71	370.20

These amounts represent liabilities for Goods and Services provided to the Company prior to the end of Financial Year which are unpaid. Trade and Other Payables are presented as Current Liabilities unless payment is not due within 12 months after the Reporting Period. They are recognised initially at their Fair Value and subsequently measured at amortised cost using the Effective Interest Method.

Payable to Related Parties included above. (Refer note 41)



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

* Ageing schedule is given as a separate note

Trade Payables ageing schedule for the year ended as on 31st March 2025 and 31st March 2024

As at 31st March, 2025 (₹ in Millions)

Particulars	Unbilled	Not Due	Outstanding For Following periods from Due Date Of Payment				Total
			Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
Un-Disputed dues - MSME		2.66	133.09	0.59	-	0.14	136.49
Disputed dues - MSME		-	-	-	-	-	-
Un-Disputed dues - Others		5.79	196.56	1.02	8.63	1.43	213.43
Disputed dues - Others		-	-	-	-	-	-
Total		8.46	329.64	1.61	8.63	1.58	349.92

As at 31st March, 2024 (₹ in Millions)

Particulars	Unbilled	Not Due	Outstanding For Following periods from Due Date Of Payment				Total
			Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
Un-Disputed dues - MSME	-	69.60	70.36	15.35	-	0.14	155.45
Disputed dues - MSME	-	-	-	-	-	-	-
Un-Disputed dues - Others	-	133.83	70.00	3.31	-	1.38	208.52
Disputed dues - Others	6.23	-	-	-	-	-	6.23
Total	6.23	203.43	140.36	18.66	-	1.52	370.20

Note 25

Current Provisions

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Provision for Gratuity	1.54	1.23
Provision for leave encashment	2.12	0.97
Total current provisions	3.66	2.20

Note 25.1

Provision for employee benefits

The provision for employee benefits includes annual leave and vested long service leave entitlements accrued and compensation claims made by employees. For other disclosures of post retirement benefit plans, refer note 40.

Note 26

Current Financial Liabilities

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Interest accrued but not due on borrowings	-	0.92
Payables for employee benefits	20.08	15.99
Creditors for capital goods	9.21	7.40
Total current liabilities	29.28	24.31



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Notes to Financial statements for the year ended 31st March, 2025

Note 27

Other current Liabilities

(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Advance from customers	5.26	5.73
Payables to statutory and other authorities	29.22	5.67
Other current Liabilities	6.42	-
Total Current Liabilities	40.89	11.40

Note 28

Deferred tax Asset/(Liability)

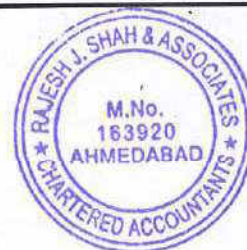
(₹ in Millions)

Particulars	As At 31st March, 2025	As At 31st March, 2024
Deferred tax assets:		
Tax losses	163.55	157.00
Provision for employee benefit expense	5.84	3.69
Expenses allowable on payment basis	3.87	7.60
MAT credit entitlement	1.78	1.78
Leases	0.66	0.50
Other comprehensive income	0.36	-
Sub-total (A)	176.05	170.57
Deferred tax liabilities:		
Property, plant and equipment and Intangible assets	59.42	61.23
Others	0.26	0.30
Sub-total (B)	59.68	61.54
Deferred tax assets / (liabilities) net (C = A - B)	116.37	109.03
Less: earmarked against specific borrowing	-	72.40
Deferred tax assets / (liabilities) net (C - D)	116.37	36.63

The deferred tax liabilities / assets are off-set, where the company has a legally enforceable right to set-off assets against liabilities, and are presented in balance sheet as follows:

Under the Income-tax Act, 1961, the Company is liable to pay Minimum Alternate Tax (MAT). MAT paid can be carried forward for a period of 15 years and can be set off against the future tax liabilities. MAT is recognised as a deferred tax asset only when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

Opening:	36.63	(3.71)
Recognised in P & L	79.39	40.60
Closing	116.37	36.63



Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)
Notes to Financial statements for the year ended 31st March, 2025

Note 29

Revenue from operations

(₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Revenue from contract with customers		
Revenue from sale of products	1,147.03	953.59
Revenue from services	88.07	51.34
Revenue from sale of Power generated from Windmills	3.18	4.29
	1,238.28	1,009.22
Other operating revenues		
Income from product registration dossiers	53.72	18.94
Export benefits	9.30	6.86
Sale of scrap	7.79	3.99
Others	24.95	3.56
	95.75	33.35
Total revenue from operations	1,334.04	1,042.57

Note 29.1

(₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Reconciliation of revenue from operations with the contracted price :		
Contracted price	1,238.86	1,018.62
Adjustments :		
Discounts	-	(0.08)
Sales return	(0.57)	(9.32)
Revenue from contract with customers	1,238.28	1,009.22
Add : Other operating income	95.75	33.35
Revenue from operations	1,334.04	1,042.57

Note 29.2

(₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Revenue disaggregation by geography :		
Within India	823.08	631.06
Outside India	510.96	411.51
Total	1,334.04	1,042.57

Note 29.3

(₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Set out below is the amount of revenue recognised from:		
Amounts included in contract liabilities at the beginning of the year	-	5.81

Note 29.4

(₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Timing of revenue recognition		
Goods transferred at a point in time	1,147.03	953.59
Services transferred over time	91.25	55.63
Total	1,238.28	1,009.22



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Notes to Financial statements for the year ended 31st March, 2025

Note 29.5 (₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Contract liabilities		
Advance from customers (REFER note 27)	5.26	5.73
Total	5.26	5.73

Note 30 (₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Other income		
Net foreign exchange gain	7.73	5.28
Rental Income	0.05	-
Sundry balances written back	2.20	0.01
Provisions no longer required written back	72.40	-
Other non-operating income	0.20	2.42
Total other income	82.58	7.71

Note 31 (₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Finance income		
Interest income		
- From fixed deposits	0.10	0.14
- From loans to related parties	-	0.34
- From others	0.39	0.35
Total finance income	0.49	0.83

Note 32 (₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Cost of materials consumed		
Inventory at the beginning of the year	86.01	85.86
Add: Purchases	792.90	676.72
Less: Inventory at the end of the year	108.17	86.01
Total	770.74	676.57
Purchase of Stock In Trade		
Purchase of Stock in trade	39.78	29.08
Purchase of Stock in trade	39.78	29.08
Total Cost of material consumed and Purchase of Stock in Trade	810.53	705.65



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

Note 33

Changes in inventories of finished goods, work-in-progress and stock-in-trade

(₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Opening Stock :		
Finished goods	17.28	32.73
Work-in-progress	50.52	6.71
Total	67.80	39.44
Less:		
Closing Stock:		
Finished goods	(10.34)	(17.28)
Work-in-progress	(20.10)	(50.52)
Total	(30.43)	(67.80)
Change in inventories	37.36	(28.36)

Note 34

Employee benefit expenses

(₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Salaries and wages	170.99	156.69
Contributions to provident and other Funds	10.14	9.97
Gratuity expenses	1.48	0.85
Staff welfare expenses	6.76	5.78
Total employee benefit expenses	189.37	173.29

Note 35

Finance costs

(₹ in Millions)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Interest on Borrowings	68.59	52.02
Interest on lease	1.29	1.32
Other Interest (including interest on income tax)	0.00	0.01
Unwinding of processing fees of loans	0.17	0.17
Other Borrowing Costs (includes bank charges, etc.)	1.89	1.51
Total finance costs	71.94	55.04



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

Note 36

Other expenses

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
(A) Repair & Maintenance		
- Building	4.68	3.92
- Machinery	14.90	16.35
- Vehicles	1.07	1.23
- Others	3.72	4.38
	24.38	25.89
(B) Other		
Consumption of stores and spares	0.15	2.37
Power & Fuel	83.40	71.78
Payment to labourers and other processing charges	87.32	64.31
Laboratory expenses	14.62	9.61
Rent	0.78	0.12
Rates, taxes and fees	1.66	0.66
Insurance	3.50	5.57
Travelling and conveyance	7.12	6.54
Communication costs	2.03	1.99
Printing and stationery	1.96	1.62
Legal and professional expenses	4.76	15.02
Donations	0.47	0.50
Product development expenses	4.07	5.29
Loss on sale of Property, Plant & Equipment	-	0.40
Bad debts / advances / sundry balance write off	0.39	0.55
Commission on sales	-	0.06
Logistics & distribution expenses	28.26	16.79
Seminar, exhibition and Conference Expenses	5.91	5.42
Other marketing expenses	5.20	2.67
Miscellaneous expenses	10.06	9.52
	261.66	220.79
(C) As Statutory Auditors	0.60	0.20
	0.60	0.20
Total other expenses (A+B+C)	286.64	246.88



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

Note 37

Earning per share

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Profit attributable to equity holders for :		
Basic earnings	40.56	(119.62)
Adjusted for the effect of dilution	-	-
Weighted average number of equity Shares for:		
Basic EPS	37,44,726	24,78,916
Adjusted for the effect of dilution	37,44,726	24,78,916
Earnings Per Share (Rs.):		
Basic	10.83	(48.25)
Diluted	10.83	(48.25)

Note 38

Commitments and contingencies:	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Commitments:		
Estimated amount of contracts remaining unexecuted on capital account (net of advances) not provided for	-	1.32
	-	1.32
Contingent liabilities:		
Corporate guarantees given to banks against credit facilities availed by related parties (Refer note 29)	1,562.00	772.50
Claims against the Company not acknowledged as debts :		
Disputed demand of income tax for which appeals before first appellate authority have been preferred AY 2021-22	158.83	158.83
Disputed demand of income tax for which appeals before appellate authority have been preferred AY 2018-19	46.29	46.29
	1,767.12	977.62
XI. Other comprehensive income		
Items that will not be reclassified to profit or loss		
Actuarial Gains and losses	1.30	0.93
Income tax related to items that will not be reclassified to profit or loss	(0.36)	-0.26
	0.94	0.67



Note 39
Liability Schedule
Term Loans from Banks

Ratnamani Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)

Notes to Financial statements for the year ended 31st March, 2025

(* in Millions)									
Particulars	Closing Balance as on 31.03.2025	Closing Balance as on 31.03.2024	Non Current Portion as on 31.03.2025	Non Current Portion as on 31.03.2024	Current Maturities as on 31.03.2025	Current Maturities as on 31.03.2024	Total as on 31.03.2025	Total as on 31.03.2024	
HDFC Bank Limited - Term Loan - 86625077	33.18	38.30	27.42	33.23	5.75	5.06	33.18	38.30	
HDFC Bank Limited - Term Loan - 8823542	36.64	20.73	31.31	18.20	5.33	2.53	36.64	20.73	
HDFC Bank Limited - Term Loan - 99699987	107.18	-	90.17	-	17.01	-	107.18	-	
HDFC Bank Limited - Moratorium Loan - 452529491	8.99	12.80	4.82	8.99	4.17	3.81	8.99	12.80	
HDFC Bank Limited - Moratorium Loan	-	2.58	0.00	-	-	2.58	-	2.58	
HDFC Bank Limited - Vehicle Loan - BMW - 133797024	4.39	5.92	2.74	4.39	1.65	1.53	4.39	5.92	
HDFC Bank Limited - Vehicle Loan - Honda City - 142641514	1.57	1.96	1.14	1.57	0.42	0.39	1.57	1.96	
Total(A)	191.95	82.29	157.61	66.39	34.34	15.89	191.95	82.29	

Loans from Related Parties

Particulars	Closing Balance as on 31.03.2025	Closing Balance as on 31.03.2024	Non Current Portion as on 31.03.2025	Non Current Portion as on 31.03.2024	Current Maturities as on 31.03.2025	Current Maturities as on 31.03.2024	Total as on 31.03.2025	Total as on 31.03.2024	
Remus Pharmaceuticals Limited	48.64	40.94	45.94	40.94	2.70	-	48.64	40.94	
Maniratna Stainless Private Limited	-	14.87	-	14.87	-	-	-	14.87	
Senores Pharmaceuticals Limited	376.53	-	361.80	-	14.73	-	376.53	-	
Babulal Misrimal Sanghavi	156.22	-	120.00	-	36.22	-	156.22	-	
Total(B)	581.39	55.81	527.74	55.81	53.65	-	581.39	55.81	

Loans from Others

Particulars	Closing Balance as on 31.03.2025	Closing Balance as on 31.03.2024	Non Current Portion as on 31.03.2025	Non Current Portion as on 31.03.2024	Current Maturities as on 31.03.2025	Current Maturities as on 31.03.2024	Total as on 31.03.2025	Total as on 31.03.2024	
Ratnajirot Steel & Pipes Private Limited	-	152.92	-	152.92	-	-	-	152.92	
Real Value Services Private Limited	61.09	55.05	58.00	55.05	3.09	-	61.09	55.05	
Ratnamani Techno casts Private Limited	101.03	218.63	92.11	218.63	8.92	-	101.03	218.63	
Ratnamani Marketing Private Limited	2.92	82.92	-	82.92	2.92	-	2.92	82.92	
Total(C)	165.04	509.52	150.11	509.52	14.93	-	165.04	509.52	

Working Capital Facilities

Particulars	Closing Balance as on 31.03.2025	Closing Balance as on 31.03.2024	Non Current Portion as on 31.03.2025	Non Current Portion as on 31.03.2024	Current Maturities as on 31.03.2025	Current Maturities as on 31.03.2024	Total as on 31.03.2025	Total as on 31.03.2024	
HDFC Bank Limited - Cash Credit	34.17	157.28	-	-	34.17	157.28	34.17	157.28	
HDFC Bank Limited - Overdraft	4.81	2.17	-	-	4.81	2.17	4.81	2.17	
Total(D)	38.98	159.44	-	-	38.98	159.44	38.98	159.44	





Note 39.1 Nature of Borrowings						
Particulars	Type of Borrowing	Nature of Security	Original Loan Amount	Outstanding as at 31.03.2025	Outstanding as at 31.03.2024	Repayment Terms Interest Rate
HDFC Bank Limited - Term Loan - 86629077	Term Loan	- Primarily secured by hypothecation by way of first and exclusive charge in all present and future stocks and book debts, and hypothecation by way of first and exclusive charge in all plant and machinery. Further, collaterally secured by Equitable Mortgage of 100 % share of NA land admeasuring about 35205 Sq. Mtr bearing amalgamated Revenue Survey No. 416 (old S. NO. 750/1 and 770) situated, laying & being at Mouje Village Indrad, Taluka KADI and Equitable Mortgage of Factory building thereon.	45.00	33.18	38.30	Repayable in 92 monthly instalments 9.52 - 9.69 % p.a. (p.y. 9.10 - 10.60 % p.a.)
HDFC Bank Limited - Term Loan - 88253542	Term Loan		41.14	36.64	20.73	Repayable in 86 monthly instalments 9.63 - 9.76 % p.a.
HDFC Bank Limited - Term Loan - 99699987	Term Loan		120.00	107.18	-	Repayable in 72 monthly instalments 9.9 % p.a.
HDFC Bank Limited - Moratorium Loan - 452529491	Moratorium Loan		12.80	8.99	12.80	Repayable in 61 monthly instalments 9.25 % p.a. (p.y. ranging from 8.25 - 9.65 % p.a.)
HDFC Bank Limited - Moratorium Loan	Moratorium Loan	- Personal guarantee of Share holders more than 75 % and Collateral Security of owners, FD as cash margin for BG/LC, LC for FBD and Drul, Stock for Exports, Exports Debtors / FBD DISC.	-	-	2.58	Repayable in 49 monthly instalments 9.25 % p.a. (p.y. ranging from 8.25 - 9.65 % p.a.)
HDFC Bank Limited - Vehicle Loan - BMW - 133797024	Car Loan	Secured by hypothecation of assets given under this loan.	8.00	4.39	5.92	Repayable in 60 equated monthly instalments 7.90 % p.a.
HDFC Bank Limited - Vehicle Loan - Honda City - 142641514	Car Loan	Secured by hypothecation of assets given under this loan.	2.20	1.57	1.96	Repayable in 60 equated monthly instalments 8.50 % p.a.
Ramamani Marketing Private Limited	Unsecured Loans	Unsecured Loans		2.92	82.92	Loans payable after 7 years 6% p.a. (except directors 0% loans)
Remus Pharmaceuticals Limited	Unsecured Loans	Unsecured Loans		48.64	40.94	
Maniratna Stainless Private Limited	Unsecured Loans	Unsecured Loans		-	14.87	
Ratnamani Techno casts Private Limited	Unsecured Loans	Unsecured Loans		101.03	218.63	
Babulal Misrimal Sanghvi	Unsecured Loans	Unsecured Loans	120.00	120.00	-	Loans payable after 7 years 12% p.a.
Senores Pharmaceuticals Limited	Unsecured Loans	Unsecured Loans	-	376.53	-	Short Term Loan Loans payable after 7 years 12% p.a. 6% p.a. (except directors 0% loans)
Babulal Misrimal Sanghvi	Unsecured Loans	Unsecured Loans	30.00	36.22	152.92	
Ratnajyot Steel & Pipes Private Limited	Unsecured Loans	Unsecured Loans	-	-	55.05	
Real Value Services Private Limited	Unsecured Loans	Unsecured Loans	-	61.09	-	
HDFC Bank Limited - Cash Credit	Cash Credit	Secured against exclusive 1st charge by way of Hypothecation of entire Raw Materials, Stock-in-process, stores & spares, packing materials, finished goods and book-debts of the Company, both present & Future and personal guarantee of Directors and other Primary and Collateral Security as mentioned in above term loans		34.17	157.28	Interest rate 9.36% p.a. for the F.Y. 2024-25
HDFC Bank Limited - Overdraft	Overdraft			4.81	2.17	Interest rate 9.36% p.a. for the F.Y. 2024-25

Ratnatris Pharmaceuticals Private Limited
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40 Employee benefits:

40.1 Defined Contribution Plan

Contributions are made to Employee Provident Fund (WPF), Employees State Insurance Scheme (ESIC) and other funds which covers all regular employees. While both the employees and the Company make predetermined contributions to the Provident Fund and ESIC and other statutory funds are made only by the Company. The contributions are normally based on a certain percentage of the employee's salary. Amount recognised as expense in respect of these defined contribution plans.

Details of amount recognized as expenses during the year:		(₹ in Millions)	
Particulars	Year ended 31 March 2025	Year ended 31 March 2024	
Contribution to Provident Fund	7.85	5.86	
Contribution to ESIC and Employees Deposit Linked Insurance (EDLI)	1.09	1.03	
Contribution to Labour Welfare Fund	0.01	0.01	
Total	8.96	6.90	

40.2 Defined Benefit Plan

The accruing liability on account of retirement benefit plans (in the nature of defined benefits plan) is accounted as per Ind-AS 19 "Employee Benefits".

General description of the plan :

The Company operates a defined benefit plan (the gratuity plan) covering eligible employees, which provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employees basic salary and the tenure of employment.

Interest risk:

A fall in the discount rate which is linked to the Government Security Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Investment risk:

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting year on government bonds. If the return on plan asset is below this rate, it will create plan deficit.

Longevity risk:

Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Salary risk:

The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

		(₹ in Millions)	
Particulars	As at 31st March 2025	As at 31 March 2024	
(a) Reconciliation of opening and closing balances of the present value of the defined benefit obligation :			
Obligations at the beginning of the year	5.14	5.11	
Current service cost	1.11	1.41	
Interest cost	0.37	0.37	
Actuarial (gain) / losses	1.30	(0.93)	
Benefits paid directly by the employer	(0.45)	(0.81)	
Obligations at the end of the year	7.47	5.14	
(b) Amount recognized in Balance Sheet			
Liability at the end of the period	7.47	5.14	
Net Amount recognized in Balance Sheet	7.47	5.14	



Ratnatris Pharmaceuticals Private Limited
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Notes to Financial statements for the year ended 31st March, 2025

40 Employee benefits: (cont.):

(₹ in Millions)		
Particulars	Year ended 31st March 2025	Year ended 31 March 2024
(c) Expense recognised in the statement of profit and loss for the year :		
Current service cost	1.11	1.41
Net interest on net defined benefit liability	0.37	0.37
Net gratuity cost	1.48	1.78
(d) Expenses recognised in other comprehensive income for the year :		
Actuarial (Gains)/Losses - Due to Change in Demographic Assumptions	-	(0.61)
Actuarial (Gains)/Losses - Due to Change in financial assumptions	0.13	0.02
Actuarial (Gains)/Losses - Due to experience adjustments	1.17	(0.34)
Total	1.30	(0.93)
(e) Assumptions :		
Discount rate*	7.14%	7.31%
Salary escalation rate	8.00%	8.00%
Mortality Rate	Indian Assured Lives Mortality 2012-14 (Urban).	

* The discount rate is based on the prevailing market yields of government of India securities as at the balance sheet date for the estimated term of the obligations.

(f) Sensitivity Analysis for each significant actuarial assumption :

The significant actuarial assumptions for the determination of the defined benefit obligations are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

(₹ in Millions)		
Particulars	As at 31st March 2025	As at 31 March 2024
Impact of increase in discount rate by 1 %	(0.21)	(0.13)
Impact of decrease in discount rate by 1 %	0.22	0.14
Impact of increase in salary escalation rate by 1 %	0.22	0.14
Impact of decrease in salary escalation rate by 1 %	(0.21)	(0.13)
Impact of increase in employee turnover rate by 1 %	(0.10)	(0.05)
Impact of decrease in employee turnover rate by 1 %	0.10	0.05

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligations has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

(g) Maturity profile :

(₹ in Millions)		
Projected benefits payable in future years from the date of reporting:		
Undiscounted values	Year ended 31 March 2025	Year ended 31 March 2024
1st following year	1.54	1.23
2nd following year	1.26	0.90
3rd following year	1.19	0.82
4th following year	1.23	0.77
5th following year	1.03	0.69
Sum of Years 6 To 10	2.37	1.58
Sum of Years 11 and above	0.64	0.43



41. Related Party Disclosures:

41.1 List of related parties with whom the Company had transactions during the year:

Holding Company:	Enterprise having significant influence over Company:
Senores Pharmaceuticals Limited (W.e.f. 14 December 2023)	Retnamani Marketing Private Limited (Till 13 December 2023)
Key Management Personnel ("KMP") (Incl. KMP of holding company):	
Mr. Jitendra B. Sanghvi - Director	Mr. Swapnil J. Shah - Director
Mr. Arpit D. Shah - Director	Mr. Rishabh M. Sanghvi - Director
Relatives of KMPs:	
Mrs. Pinky J. Sanghvi	Mrs. Anar S. Shah
Mrs. Roma A. Shah	
Fellow Subsidiaries (w.e.f. 14 December 2023):	
Retnamani Lifescience Private Limited	Senores Pharmaceuticals Inc.
Havix Group Inc.	
Entities controlled by Key Management Personnel ("KMP") and / or their close family members:	
Babulal M. Sanghvi HUF	Senores Pharmaceuticals Limited (Till 13 December 2023)
Sumer Enterprises LLP	Retnamani Lifescience Private Limited (Till 13 December 2023)
Aelius Projects LLP	Senores Pharmaceuticals Inc. (Till 13 December 2023)
Everlane Properties LLP	Remus Pharmaceuticals Limited
Newmark Properties LLP	Relius Lifesciences Private Limited
Calypso Hospitality LLP	Renosen Pharmaceuticals Private Limited
	Espee Therapeutics LLP
	Espee Pharmachem Private Limited
	Espee Lifesciences Private Limited
	Espee Pharma (UK) Limited
	Mascot Industries
	Ramaya Estate Developers Private Limited

Mr. Deval R. Shah - Director in holding co. (W.e.f. 14 December 2023)

41.2 The disclosures pertaining to related parties and transactions therewith are set out in the table below :

Particulars	Holding Company		Enterprise having significant influence over Company		Key Management Personnel		Entities controlled by 'KMP' and / or their close family members		Fellow Subsidiaries		Total
	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2023-24
(a) Nature of Transactions*											
Revenue from sale of products & Services	37.00	16.33	-	-	-	-	91.95	79.12	-	2.39	128.95
Purchase of material, consumables etc	0.66	-	-	-	-	-	4.50	1.96	-	(0.97)	5.16
Interest income	-	-	-	-	-	-	0.42	0.34	-	-	0.42
Recovery of expenses	1.95	0.06	-	-	-	-	-	1.27	-	-	1.95
Remuneration	-	-	-	-	7.20	7.20	-	-	-	-	7.20
Interest expense	16.37	-	-	-	-	-	2.55	0.44	-	-	18.92
Other expenses	-	-	-	-	-	1.50	-	2.40	-	-	3.90



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Notes to Financial statements for the year ended 31st March, 2025

41 Related Party Disclosures: (Cont..)

41.2 The disclosures pertaining to related parties and transactions therewith are set out in the table below :

Particulars	₹ in Millions									
	Holding Company		Enterprise having significant influence over Company		Key Management Personnel		Entities controlled by 'KMP' and /or their close family members		Fellow Subsidiaries	
	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24
(a) Nature of Transactions*										
Expenses reimbursement	11.21	6.25	-	-	-	-	-	1.57	-	7.82
Loans given	-	-	-	-	-	-	-	-	-	-
Repayment of loan received	-	-	-	-	3.00	13.58	-	-	3.00	13.58
Borrowing taken	411.80	-	-	-	20.00	40.94	-	-	431.80	40.94
Borrowing repaid	50.00	-	-	-	15.00	5.28	-	-	65.00	5.29
Corporate guarantee given	1,562.00	-	-	-	-	772.50	-	-	1,562.00	772.50
(b) Balances at the end of the year										
Trade receivables	-	-	-	-	-	-	6.03	-	-	6.03
Loans	-	-	-	-	-	-	-	12.74	-	16.50
Trade payables	20.80	5.00	-	-	-	0.11	-	3.00	-	3.00
Payables for Employee benefits	-	-	-	-	0.39	0.39	-	0.22	20.80	5.33
Borrowing	361.80	-	-	-	-	-	195.94	40.94	0.39	0.39
Interest payable	14.73	-	-	-	-	-	8.92	0.40	557.74	40.94
Outstanding corporate guarantee given	-	400.00	-	-	-	-	-	-	23.65	0.40
								372.50	-	772.50

* Above transaction values are excluding taxes

Terms and conditions of transactions with related parties

All related party transactions entered during the year were in ordinary course of the business and are on arm's length basis.



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42 Financial Instruments:

42 Accounting classification and fair values:

Carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy, are presented below.

(₹ in Millions)

As at 31 March 2025

Particulars	Carrying Value				Fair Value			
	At Cost	At FVTPL	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Assets								
Investments	0.08	-	-	0.08	-	-	-	-
Trade Receivables	-	-	430.97	430.97	-	-	430.97	430.97
Cash and Cash Equivalents	-	-	0.25	0.25	-	-	0.25	0.25
Other Bank Balances	-	-	1.55	1.55	-	-	1.55	1.55
Loans	-	-	-	-	-	-	-	-
Others	-	-	5.62	5.62	-	-	5.62	5.62
Total Financial Assets	0.08	-	438.39	438.47	-	-	438.39	438.39
Financial Liabilities								
Borrowings	-	-	806.23	806.23	-	-	806.23	806.23
Lease Liability	-	-	13.24	13.24	-	-	13.24	13.24
Trade Payable	-	-	370.20	370.20	-	-	370.20	370.20
Others	-	-	24.31	24.31	-	-	24.31	24.31
Total Financial Liabilities	-	-	1,213.99	1,213.99	-	-	1,213.99	1,213.99

As at 31 March 2024

(₹ in Millions)

Particulars	Carrying Value				Fair Value			
	At Cost	At FVTPL	Amortised Cost	Total	Level 1	Level 2	Level 3	Total
Financial Assets								
Investments	0.07	-	-	0.07	-	-	-	-
Trade Receivables	-	-	362.65	362.65	-	-	362.65	362.65
Cash and Cash Equivalents	-	-	0.34	0.34	-	-	0.34	0.34
Other Bank Balances	-	-	1.58	1.58	-	-	1.58	1.58
Loans	-	-	3.00	3.00	-	-	3.00	3.00
Others	-	-	5.94	5.94	-	-	5.94	5.94
Total Financial Assets	0.07	-	373.50	373.57	-	-	373.50	373.50
Financial Liabilities								
Borrowings	-	-	886.25	886.25	-	-	886.25	886.25
Lease Liability	-	-	14.20	14.20	-	-	14.20	14.20
Trade Payable	-	-	181.48	181.48	-	-	181.48	181.48
Others	-	-	22.02	22.02	-	-	22.02	22.02
Total Financial Liabilities	-	-	1,103.94	1,103.94	-	-	1,103.94	1,103.94



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42.1 Financial Instruments (cont.):

(i) **Financial Instrument measured at Amortised Cost:**

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are reasonable approximation of their fair values since the company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

(ii) **Levels 1, 2 and 3**

Level 1 : It includes Investment in equity shares and mutual fund that has a quoted price and which are actively traded on the stock exchanges. It is been valued using the closing price as at the reporting period on the stock exchanges.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

(iii) There have been no transfers between Level 1 and Level 2 during the years.

42.2 Financial risk management:

The Company's activities are exposed to variety of financial risks. These risks include market risk (including foreign exchange risk and interest rate risks), credit risks and liquidity risk. The Company's overall risk management program seeks to minimize potential adverse effects on the financial performance of the Company through established policies and processes which are laid down to ascertain the extent of risks, setting appropriate limits, controls, continuous monitoring and its compliance.

(a) **Market risk :**

Market risk refers to the possibility that changes in the market rates may have impact on the Company's profits or the value of its holding of financial instruments. The Company is exposed to market risks on account of foreign exchange rates and interest rates.

(a1) **Foreign currency exchange rate risk :**

The Company's foreign currency risk arises from its foreign currency transactions. The fluctuation in foreign currency exchange rates may have potential impact on the income statement and equity, where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the Company.

The Company's revenue is partially comes in foreign currency and major part of the costs are in Indian Rupees, any movement in currency rates would have impact on the Company's performance. Consequently, the overall objective of the foreign currency risk management is to minimize the short term currency impact on its revenue and cash-flow in order to improve the predictability of the financial performance.

The following table sets forth information relating to foreign currency exposure from non-derivative financial instruments:

Particulars	₹ in Millions			
	31st March 2025		31st March 2024	
	USD (\$)	INR (₹)	USD (\$)	INR (₹)
Assets				
Trade receivables	2.26	193.28	2.06	171.45
Net assets	2.26	193.28	2.06	171.45

Profit or loss is sensitive to higher / lower gain / loss on foreign currency denominated monetary assets and liabilities as a result of change in fluctuation in foreign currency exchange rate. The following table demonstrates the sensitivity of foreign currency denominated monetary assets and liabilities to a reasonably possible change in foreign currency exchange rates. The risk estimates provided assume a parallel shift of 2% change in exchange rate. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average outstanding during the period.

Impact on Profit / (loss) after tax			₹ in Millions
Particulars	31st March 2025	31st March 2024	
Change in exchange rate by +2%	2.79	2.48	
Change in exchange rate by -2%	(2.79)	(2.48)	



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42.2 Financial Instruments (cont.):

(a) Interest rate risk :

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's seeks to mitigate such risk by maintaining an adequate proportion of floating and fixed interest rate borrowings. The Company's borrowings are at fixed rate 74.91% 73.46% and 76.35% as at 31st March 2025, 31st March 2024 and as at 31 March 2023 respectively. Summary of financial assets and financial liabilities has been provided below:

Exposure to interest rate risk

The interest rate profile of the Company's interest - bearing financial instrument as reported to management is as follows:

Particulars	₹ in Millions)	
	As at 31st March 2025	As at 31st March 2024
Fixed-rate Instruments		
Financial Assets	1.55	3.05
Financial Liabilities	681.07	-
Variable-rate Instruments		
Financial Liabilities	230.01	806.23

Interest rate sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of change in interest rates. The following table demonstrates the sensitivity of floating rate financial instruments to a reasonably possible change in interest rates. The risk estimates provided assume a parallel shift of 100 basis points interest rate across all yield curves. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

Impact on Profit / (loss) after tax		₹ in Millions)
Particulars	31st March 2025	31st March 2024
Increase in 100 basis points	(1.66)	(5.82)
Decrease in 100 basis points	1.66	5.82

(b) Credit risk :

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Financial instruments that are subject to concentrations of credit risk materially consists of trade receivables, loans, balances with bank and bank deposits.

All trade receivables are subject to credit risk exposure. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country, in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through established policies, controls relating to credit approvals and procedures for continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. There are 2 customers amounting to ₹ 187.17 Millions, 2 customers amounting to ₹ 128.90 Millions contributes to more than 10 % of outstanding accounts receivable as at 31 March 2025, 31 March 2024 respectively.

Exposure to credit risk

The carrying value of financial assets represents the maximum credit risk. The maximum exposure to credit risk was ₹ 540.72 Millions and ₹ 443.43 Millions as at 31 March 2025 and 31 March 2024 respectively, being the total carrying value of trade receivables, balances with bank, bank deposits, loans and other financial assets.

In respect of financial guarantees provided by the Company to banks/financial institutions, the maximum exposure which the Company is exposed to is the maximum amount which the Company would have to pay if the guarantee is called upon. Based on the expectation at the end of the reporting period, the Company considers that it is more likely than not that such an amount will not be payable under the guarantees provided.



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42.2 Financial Instruments (cont.):

(c) Liquidity risk :

Liquidity risk refers to the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company generates cash flows from operations to meet its financial obligations, maintains adequate liquid assets in the form of cash & cash equivalents and has undrawn short term line of credits from banks to ensure necessary liquidity.

Contractual maturities of significant financial liabilities are as below:

As at 31st March 2025

Particulars	Due in				Total
	Year 0 to 1	Year 1 to 2	Year 2 to 5	Due after Year 5	
Borrowings*	175.34	13.81	39.04	579.14	807.33
Lease liabilities	2.51	2.64	6.98	-	12.13
Trade payables	340.71	-	-	-	340.71
Other financial liabilities	29.28	-	-	-	29.28
Total	547.85	16.45	46.01	579.14	1,189.46

(₹ in Millions)

As at 31st March 2024

Particulars	Due in				Total
	Year 0 to 1	Year 1 to 2	Year 2 to 5	Due after Year 5	
Borrowings*	158.66	12.98	31.85	478.57	682.06
Lease liabilities	2.39	2.51	2.23	7.06	14.20
Trade payables	370.20	-	-	-	370.20
Other financial liabilities	24.31	-	-	-	24.31
Total	555.57	15.49	34.09	485.63	1,090.78

(₹ in Millions)

*Excluding amortised cost adjustment and compulsory convertible debentures as it will not create any liquidity risk for the Company.

43 Capital management

The Company's capital management is intended to create value for shareholders by facilitating the achievement of long-term and short-term goals of the Company.

The Company determines the amount of capital required on the basis of annual business plan coupled with long-term and short term strategic investment and expansion plans. The funding needs are met through equity, cash generated from operations, long-term and short-term bank borrowings and issue of non-convertible debt securities.

The Company monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the Company. Net debt includes interest bearing borrowings including lease liabilities less cash and cash equivalents, other bank balances (including non-current earmarked balances).

The table below summarises the capital, net debt and net debt to equity ratio of the Company.

Particulars	As at	
	31st March 2025	31st March 2024
Total Equity (Incl. compulsory convertible debt securities)	59.95	92.75
Adjusted Net Equity (A)	59.95	92.75
Gross Debt (Excl. compulsory convertible debt securities)	988.86	819.47
Less: Cash and cash equivalents	(0.25)	(0.34)
Less: Bank balances other than cash and cash equivalents	(1.55)	(2.00)
Adjusted Net Debt (B)	987.06	817.13
Net debt to equity ratio (B / A)	16.47	8.81

(₹ in Millions)



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44 Ratio analysis:

Sr. No.	Ratios	Year ended 31st March, 2025	Year ended 31st March, 2024	Variance	Reasons
(a)	Current Ratio (In times) : Current assets / Current liabilities	1.31	1.14	15.6%	N.A.
(b)	Debt equity ratio (In times) : Total debt / Shareholder's Equity	16.29	8.69	87.4%	Refer note (i)
	Total debt: Non-current Borrowings + Current Borrowings & Shareholder's Equity: Equity share capital + Other equity				
(c)	Debt service coverage ratio (In times) : Profit after tax + Deferred tax + Depreciation and amortisation + Interest on debt and lease / Interest on debt and lease + Principal repayments of long term debt including lease payment	1.17	-0.68	-272.5%	Refer note (ii)
(d)	Return on Equity Ratio (In %) : Net profit after taxes / Average shareholder's equity	53.12%	-128.97%	-141.2%	Refer note (iii)
(e)	Inventory turnover (In times): Revenue from sale of products / Average Inventories	7.68	6.20	23.9%	Refer note (iv)
(f)	Debtors turnover (In times): Revenue from contract with customers / Average trade receivables	3.12	2.78	12.1%	N.A.
(g)	Trade payables turnover (In times): Cost of Goods Sold/ Average trade payables	2.39	3.66	-34.8%	Refer note (v)
(h)	Net capital turnover ratio: Net Sales/Working Capital	6.99	12.24	-42.8%	Refer note (v)
(i)	Net profit ratio (In %): Net Profit/Net Sales	3.54%	-12.54%	-128.2%	Refer note (vi)
(j)	Return on Capital employed (In %): EBIT/Capital Employed	8.15%	6.38%	27.7%	Refer note (vii)
(k)	Return on investment (In %): Interest Income / Average loans & Time Deposits	3.03%	18.93%	-84.0%	Refer note (viii)

Note:

- (i) During the year, the Company infused additional borrowings to fund growth and working capital requirements. This has significantly increased total debt while equity grew moderately. As well as The Company recorded a profit of ₹ 40.56 Millions in the current year versus ₹ 119.62 Million loss in the previous year, reflecting better operational efficiency and cost control. Which resulting in the heightened debt-to-equity ratio.
- (ii) During the year, Net operating income has turned significantly positive, supporting full coverage of interest and principal repayments which leads to improvement in Debt Service Coverage Ratio
- (iii) Due to Positive shift in PAT from a loss to profit, boosting the numerator. Which leads to increase in Return on Equity Ratio.
- (iv) During the year there is increase in turnover which leads to Optimized inventory management, inventory movement has become faster and holding period for inventory has been reduced. This results into higher Inventory Turnover Ratio.
- (v) The decrease in the Trade Payables Turnover Ratio is primarily due to a higher percentage increase in trade payables compared to the increase in cost of goods sold, indicating slower supplier payments relative to purchases.
- (vi) The Net Capital Turnover Ratio has decreased from 12.24 to 6.99, a change of 42.8%, primarily due to a higher percentage increase in working capital compared to the increase in net sales. This indicates a less efficient utilization of capital in generating revenue.
- (vii) During the year, Net Profit Ratio has been increased to 3.54% compared to -12.54%, which shows the company is effectively converting sales into actual profit.
- (viii) During the year, the increase in capital employed, driven by higher long-term borrowings and retained earnings supporting business expansion and operational growth, coupled with a higher EBIT compared to the previous year, has led to an improved Return on Capital Employed (ROCE).
- (ix) During the year, there is decrease in return on capital employed which is primarily due to reduced interest income and an increase in loan receivables, impacting overall returns.



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45 Segment Information:

The chief operational decision maker (CODM) monitors the operating results of its Business segment separately for the purpose of making decision about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. Operating segment have been identified on the basis of nature of products and other quantitative criteria specified in the Ind AS 108. Pharmaceuticals business is identified as single operating segment for the purpose of making decision on allocation of resources and assessing its performance.

46 Additional Regulatory Information pursuant to the requirement in Division II of schedule III to the Companies Act, 2013:

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (iv) The Company has not advanced or loaned or invested funds to any other person(s) or entity(is), 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 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.
- (v) The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vi) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (vii) The Company is not declared as wilful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- (viii) The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the year.
- (ix) The Company doesn't have any co-owned properties or the properties (including properties for which the lease agreement executed and disclosed as 'Right-of-Use Assets' in financial statements) for which title deed are held by the others. (except as mentioned note 5 and 8)
- (x) The Company has not granted any Loans or Advances in the nature of loans to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person (except disclosed in note 40).
- (xi) The Company has used the borrowings from the banks for its intended purpose during the financial year.
- (xii) The Company did not have any transaction with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the current and previous financial year.

47 These financial statements were authorised for issuance by the Company's Board of Directors on 12th May, 2025

48 The Indian Parliament has approved the Code on Social Security, 2020 ('Code') which may impact the contributions made by the Company towards Provident Fund and Gratuity. The Company will evaluate the impact once the corresponding rules are notified and will give appropriate effect in the financial statements in the period in which the Code becomes effective and the related rules are notified.

49 Events occurring after the Balance sheet Date

The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to approval of the financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements. As of 14th May, 2025, there are no subsequent events to be recognized or reported.

The accompanying notes are integral part of the financial statements.
As per our report of even date attached

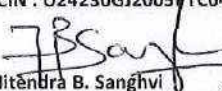
For Rajesh J. Shah & Associates
Chartered Accountants
Firm's Registration No: 108407W

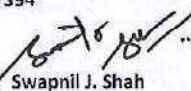

Jimit R Shah
Partner
Membership No. 163920
UDIN - 25163920BMHULL6888



Date : 14/05/2025
Place : Ahmedabad

For and behalf of Board of Directors of
Ratnatris Pharmaceuticals Private Limited
(Formerly known as Ratnamani Healthcare Private Limited)
CIN : U24230GJ200517C047394


Jitendra B. Sanghvi
Director
DIN: 00271995


Swapnil J. Shah
Director
DIN: 05259821

Date : 14/05/2025
Place : Ahmedabad