To

Date: 30.07.2026

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

Dear Sir/ Madam,

Sub: Submission of Notice of 33rd Annual General Meeting for the Financial Year 2025-26 under Regulation 34 of SEBI (LODR) Regulations, 2015.

Unit: Oxygenta Pharmaceutical Limited

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In Compliance with Regulation 34 of SEBI (LODR) Regulations, 2015, we are herewith submitting the Notice of the 33rd Annual General Meeting for the Financial Year 2025-26. The Annual General Meeting of the Company is scheduled to be held on Friday, 21st August, 2026 at 10:30 A.M. through Video Conference "VC" / Other Audio-Visual Means. The annual report along with the notice was dispatched on 30th July, 2026.

Further, pursuant to Regulation 36(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a letter providing the web-link of the Annual Report, being sent to those members who have not registered their e-mail address, is available on the Company's website at https://www.oxygentapharma.com/ .

This is for the information and records of the exchange, please.

Thanking You.

Yours faithfully,
For Oxygenta Pharmaceutical Limited

Mamilla Balasubba Reddy
Digitally signed by Mamilla Balasubba Reddy
Date: 2026.07.30 16:50:22 +05'30'

Balasubba Reddy Mamilla
Executive Director
(DIN: 01998852)

OXYGENTA PHARMACEUTICAL LIMITED (Subsidiary of **VIRUPAKSHA ORGANICS LIMITED**)
(An ISO 9001:2015, ISO 14001:2018 and ISO 45001:2015 Certified Company)
Regd off.& Factory: Sy.No. 252/1, Aroor (V), Sadasivapet (M), Sangareddy (Dist)-502 291,Telangana, INDIA. Tel: 08455-250080
Corp. Office: Level-1, Plot No. B1 & B2, IDA Gandhi Nagar, Kukatpally, Hyderabad – 500 037, Telangana, INDIA.
E-Mail id: info@oxygentapharma.com. Website: www.oxygentapharma.com,
Phone 040-23073417, CIN: L24110TG1990PLC012038

OXYGENTA PHARMACEUTICAL LIMITED

33[RD]

ANNUAL REPORT

2025-26

CORPORATE INFORMATION

BOARD OF DIRECTORS:

Mr. Balasubba Reddy Mamilla	-	Whole Time Director	(DIN:01998852)
Mr. Chandra Mouliswar Reddy Gangavaram	-	Whole Time Director	(DIN:00046845)
Mr. Sidda Reddy Kanuparthi	-	Independent Director	(DIN:07156289)
Mrs. Vedavathi Gangavaram	-	Non-Executive Director	(DIN:02870966)
Dr. Veera Reddy Arava	-	Independent Director	(DIN:10832178)
Mrs. Sharvari Swapnil Shinde	-	Independent Director	(DIN:11149764)
*Mr. Amireddy Venkatesu Reddy	-	Additional Director (Executive Category)	(DIN:11087687)
*Mr. Janardhana Reddy Yeddula	-	Additional Director (Independent Category)	(DIN:03207357)

*#Chief Financial Officer - Mr. Prasad Reddy Battinapatla
^Company Secretary and Compliance Officer - Ms. Kumkum Bajaj

*Appointed w.e.f. 23rd May, 2026.
*#Appointed w.e.f. 07th November, 2025.
^ Appointed w.e.f. 14th August, 2025.

Corporate Identity Number (CIN) - L24110TG1990PLC012038

ISIN - INE102E01018

REGISTERED OFFICE:

Survey No.252/1, Aroor Village,
Sadasivapet Mandal,
Medak District, Medak,
Telangana, India – 502291

CORPORATE OFFICE:

Level-1 Plot No B1 and B2,
IDA Gandhi Nagar, Balanagar Township,
Hyderabad, Rangareddy, Telangana, India, 500037

STATUTORY AUDITORS

M/s. A.M. Reddy & D.R. Reddy,
Chartered Accountants
H. No. 3-6-640/1/C, 4th floor,
Street no.9 Himayat Nagar,
Hyderabad, Telangana,
India -500029.
(Firm Registration No. 0090685)

SECRETARIAL AUDITORS

M/s. Aakanksha Dubey & Co
Practicing Company Secretaries,
H. No. 11-1-439/301,
3rd Floor, Baba Residency,
Sitaphalmandi, Secunderabad – 500061
(Firm Registration Number: S2025TS1021000)

INTERNAL AUDITORS

M/s. Suryachandra & Associates,
Chartered Accountants
Plot No 10, House no 8-3-315/8,
Beside MGM International School,
Maruthi Nagar, Yousufguda, Hyderabad- 500045
(Firm Registration No.004297S)

COST AUDITORS

M/s. PCR & Associates,
Cost Accountants,
Plot No. 80/A, Flat No 402, 4th Floor,
Srinivasam Apartment, Western Hills,
Pragati Nagar Road, Opp. JNTU, Kukatpally,
Hyderabad, Telangana, India- 500085
(Firm Registration No. 000355)

BANKERS

Kotak Mahendra Bank Limited

CONSTITUTION OF COMMITTEES:

AUDIT COMMITTEE:

Mr. Sidda Reddy Kanuparthi	-	Chairman
Mrs. Sharvari Swapnil Shinde	-	Member
Dr. Veera Reddy Arava	-	Member
Mr. Chandra Mouliswar Reddy Gangavaram	-	Member

NOMINATION AND REMUNEARTION COMMITTEE:

Dr. Veera Reddy Arava	-	Chairman
Mr. Sidda Reddy Kanuparthi	-	Member
Mrs. Sharvari Swapnil Shinde	-	Member

STAKEHOLDER RELATIONSHIP COMMITTEE:

Dr. Veera Reddy Arava	-	Chairman
Mr. Sidda Reddy Kanuparthi	-	Member
Mrs. Sharvari Swapnil Shinde	-	Member
Mr. Balasubba Reddy Mamilla	-	Member

LISTED AT:

BSE Limited

REGISTRAR & SHARE TRANSFER AGENTS:

M/s. Venture Capital & Corporate Investments Private Ltd
AURUM, Door No.4-50/P-II/57/4F & 5F, Plot No.57, 4th & 5th Floors,
Jayabheri Enclave Phase– II, Gachibowli, Hyderabad – 500032
Contact No: +91 040 23818475 / +91 040 35164940
E-mail: investor.relations@vccipl.com
Website: https://www.vccipl.com/

CONTACT DETAILS:

Cell : 040-23073417

E-Mail : cs@oxygentapharma.com

Website: https://www.oxygentapharma.com/index.html

NOTICE

Notice is hereby given that the 33rd Annual General Meeting of the members of Oxygenta Pharmaceutical Limited will be held on Friday, 21st day of August, 2026 at 10:30 A.M. through Video Conferencing/ Other Audio Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2026, together with the Reports of the Board of Directors and Auditor's thereon.

2. To appoint a director in place of Mr. Balasubba Reddy Mamilla (DIN: 01998852), who retires by rotation and being eligible, offers himself for re-appointment.

   "RESOLVED THAT pursuant to the applicable provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Balasubba Reddy Mamilla (DIN: 01998852), who retires by rotation at this meeting, be and is hereby reappointed as a Director of the Company, whose period of office shall be liable to retire by rotation."

SPECIAL BUSINESS:

3. **TO APPOINT MR. AMIREDDY VENKATESU REDDY (DIN: 11087687) AS A DIRECTOR AND WHOLE-TIME DIRECTOR OF THE COMPANY:**

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

   "RESOLVED THAT pursuant to the provisions of Sections 152, 161 and any other applicable provisions of the Companies Act, 2013, provisions of SEBI (LODR) Regulations, 2015 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Amireddy Venkatesu Reddy (DIN: 11087687), who was appointed by the Board of Directors as an Additional Director (Category: Executive Director) of the Company on recommendation of Nomination and Remuneration Committee with effect from 23rd May, 2026 who holds office up to the date of this Annual General Meeting or the last date on which the annual general meeting should have been held, whichever is earlier and who is eligible for appointment and has consented to act as Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

   "RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 203, and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Schedule V to the Act, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors, consent of the members be and is hereby accorded for the appointment of Mr. Amireddy Venkatesu Reddy (DIN: 11087687) as Whole Time Director of the Company for a term of Three (3) years w.e.f. 23rd May, 2026 at a remuneration in the pay scale of Rs. 6,00,000/- to Rs. 8,00,000/- per month and at such other terms and conditions as mentioned below and as may be mutually agreed between the Board and the appointee:

a) Period of Appointment: Three Years with effect from 23.05.2026.

b) Remuneration: In terms of Schedule V of the Companies Act, 2013 read together with Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, the Executive Director shall be paid in the pay scale of Rs. 6,00,000/- to Rs. 8,00,000/- per month towards salary as decided by the Nomination remuneration committee from time to time He shall also be allowed the following perquisites and allowances in addition to afore mentioned salary:

c) Encashment of Leave: as per the rules of the Company

d) Provident fund, superannuation benefits and gratuity as per the rules of the Company subject to the ceilings as per the applicable provisions of Law in force from time to time.

e) Any other allowance as may be permitted under the provisions of the Companies Act read with Schedule V of the Companies Act."

"RESOLVED FURTHER THAT in terms of Schedule V of the Companies Act, 2013, as amended from time to time, the Board of Directors be and is hereby authorized to vary or increase the remuneration, if any inclusive of perquisites, and allowances etc. within such prescribed limits."

"RESOLVED FURTHER THAT in the event of losses or inadequacy of profits during his tenure the Company shall pay to Mr. Amireddy Venkatesu Reddy (DIN: 11087687), remuneration, if any inclusive of all perquisites and allowances shall not exceed the limits prescribed from time to time under sections 196, 197 read with Schedule V to the Companies Act 2013, for the time being in force."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, things as may be necessary to give effect to the above resolution including filing of necessary E-forms with the Registrar of Companies."

4. TO APPOINT MR. JANARDHANA REDDY YEDDULA (DIN 03207357) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT, pursuant to the provisions of Sections 149, 150, and 152 read with Schedule IV, Section 161 and other applicable provisions, if any, of the Companies Act, 2013 along with the rules made thereunder, including, the Companies (Appointment and Qualification of Directors) Rules, 2014, each as amended ("Companies Act"), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendments, modification(s) or re-enactment(s) thereof, for the time being in force) ("SEBI Listing Regulations"), and other applicable provisions thereof, if any, and pursuant to the provisions of the articles of association of the Company, Mr. Janardhana Reddy Yeddula (DIN: 03207357), who was appointed as an Additional Director of the Company in the Independent category in the board meeting, pursuant to recommendation of Nomination and Remuneration Committee in their meetings held on 23rd May, 2026, and who holds office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, and the rules made thereunder, be and is hereby appointed as an Independent Director of the Company for a term of five consecutive years with effect from 23rd May, 2026 to 22nd May, 2031, not liable to retire by rotation."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all the acts, deeds, matters and things which are necessary to the appointment of Mr. Janardhana Reddy Yeddula (DIN: 03207357) as an independent director of the Company, including filing of the necessary forms with the Registrar of Companies and things as may be required to be done to give effect to the above mentioned resolutions and to settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company."

5. TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS (SALE AND PURCHASE) OF THE COMPANY WITH M/S. VIRUPAKSHA ORGANICS LIMITED, HOLDING COMPANY:

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

"RESOLVED THAT pursuant to the Regulation(s) 23(4), 2(1)(zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with related Rules made thereunder, if any, each as amended from time to time, other applicable laws/statutory provisions, if any [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], the Company's Policy on Related Party Transactions and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis, the approvals and recommendations of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to continue with the existing contract(s)/arrangement(s)/ transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s)/ transaction(s), (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, with Virupaksha Organics Limited ("VOL"), part of Promoter Group of the Company as well as the Holding Company of our Company and accordingly, a related party pursuant to Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and VOL, for an aggregate value not exceeding Rs. 250 Crores, for sale and purchases of goods and/or services to be entered/ continued during FY 2026-27, subject to such contract(s)/ arrangement(s)/ transaction(s) on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between the related party and the Company, provided that the said Transaction(s)/ Contract(s)/ Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis."

S No.	Particulars	Amount (in Crores)
1.	Sales	130.00
2.	Purchases	120.00

"RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s)."

"RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

6. TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS (LOAN AND GUARANTEE) OF THE COMPANY WITH M/S. VIRUPAKSHA ORGANICS LIMITED, HOLDING COMPANY:

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

"RESOLVED THAT pursuant to the Regulation(s) 23(4), 2(1)(zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with related Rules made thereunder, if any, each as amended from time to time, other applicable laws/statutory provisions, if any [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], the Company's Policy on Related Party Transactions and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis, the approval and recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to continue with the existing contract(s)/arrangement(s)/ transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s)/ transaction(s), (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, with Virupaksha Organics Limited ("VOL"), part of Promoter Group of the Company as well as the Holding Company of our Company and accordingly, a related party pursuant to Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and VOL, for an aggregate value not exceeding Rs. 200 Crores, for availing Inter-corporate Borrowing(s) and paying Interest on such Borrowing(s) and availing guarantee as when required, to be entered/ continued during FY 2026-27, subject to such contract(s)/ arrangement(s)/ transaction(s) on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between the related party and the Company, provided that the said Transaction(s)/ Contract(s)/ Arrangement(s)/Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis."

S No.	Particulars	Amount (in Crores)
1.	Inter-corporate Borrowing(s) and Interest on such Borrowing(s)	100.00
2.	Availing Guarantees	100.00

"RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s)."

"RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

7. RATIFICATION OF PAYMENT OF REMUNERATION TO THE COST AUDITOR FOR THE FINANCIAL YEAR 2026-27:

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(3) and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactments thereof, for the time being in force), the remuneration payable to M/s. PCR & Associates, Cost Accountants (Firm Registration No.000355) who were appointed by the Board of Directors as the Cost Auditors of the Company, based on the recommendation of the Audit Committee, to audit the cost records of the Company for the financial year ending 31st March 2027, amounting to Rs. 75,000/- P.A. (Rupees Seventy-Five Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses at actuals, if any, incurred in connection with the audit, be and is hereby ratified."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, as may be deemed necessary, desirable proper or expedient and file necessary e-forms with the Registrar of Companies, to give effect to this resolution and for matters connected there with or incidental thereto."

For and on Behalf of the Board of
Oxygenta Pharmaceutical Limited

Sd/-
Chandra Mouliswar Reddy Gangavaram
Whole-Time Director
(DIN: 00046845)

Place: Hyderabad
Date: 27.07.2026

NOTES:

1. Pursuant to the MCA Circulars and SEBI Circulars permitting Companies to conduct AGM throughVC/OAVM. the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 02/2021 datedJanuary 13, 2021 read with Circular No. 20/2020 dated May 05, 2020 in conjunction with Circular No.14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020,33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021,20/2021 dated December 08, 2021, Circular No. 03/2022 dated 05.05.2022, Circular No. 09/2023 datedSeptember 25, 2023, Circular No. 09/2024 dated September 19, 2024 (collectively referred to as "MCACirculars") and SEBI Circular No. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020,SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, CircularSEBI/HO/CFD/ CMD2/ CIR/P/2022/ 62 dated May 13, 2022, circular no. SEBI/ HO/ CFD/ PoD-2/P/ CIR/2023/ 4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2024/133 dated October03, 2024. Regulation 44 of Securities and Exchange Board of India (Listing Obligations and DisclosureRequirements) Regulations, 2015 ("Listing Regulations"), the MCA Circulars granted certain relaxationsand thus permitted the holding of Annual General Meeting ("AGM") of the companies through VC/OAVM viz.without the physical presence of the Members at a common venue. Hence in compliance with the provisionsof the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 ("SEBI Listing Regulations") and MCA / SEBI Circulars, as applicable, the AGM of the Company isbeing held through VC / OAVM (e-AGM).

2. The Deemed Venue of the 33rd AGM of the Company shall be its Registered Office.

3. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL"), as the authorized agency for conducting the AGM and providing remote e-Voting and e-Voting facility for/during the AGM of the Company. The instructions for participation by Members are given in the subsequent notes.

4. Since the AGM will be held through VC, the Route Map is not annexed to this Notice. The registered office of the Company shall be deemed to be the venue for the AGM.

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

6. Compliance with the MCA Circulars and SEBI Circular dated January 15, 2021 as aforesaid, Notice of the AGM along with the Annual Report (viz. Financial Statement) for Financial Year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories/R&T Agent. Members may note that the Notice and Annual Report for Financial Year 2025-26 will also be available on the Company's website https://www.oxygentapharma.com/, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of R&T Agent of the Company viz. Venture Capital and Corporate Investments Private Limited at https://www.vccipl.com/.

   Alternatively, Member may send signed copy of the request letter providing the e-mail address, mobile number, self-attested PAN copy, DP ID (in case of electronic mode shares), folio No (in case of physical mode shares) via e-mail at the Email Id - online@vccipl.com for obtaining the Annual Report and Notice of e-AGM of the Company electronically.

7. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

8. The facility of joining the e-AGM through VC / OAVM will be opened 15 minutes before and will remain open up to 15 minutes after the scheduled start time of the e-AGM, and will be available for 1000 members on a first-come first-served basis. This rule would however not apply to participation in respect of large Shareholders (Shareholders holding 2% or more shares of the Company), Promoters, Institutional Investors, Auditors, Key Managerial Personnel and the Directors of the Company including Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

9. The Register of Members and Share Transfer Books of the Company will remain closed from **15.08.2026 to 21.08.2026 (both days inclusive)** for the purpose of AGM.

10. M/s Aakanksha Dubey & Co., Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the remote e-Voting/e-Voting process in a fair and transparent manner. The Scrutinizer will submit the report to the Chairman, or any person authorised by him after completion of the scrutiny and the results of voting will be announced after the AGM of the Company. Subject to receipt of requisite number of

votes, the resolutions shall be deemed to be passed on the date of the AGM. The result will also be displayed on the website of the Company at www.bseindia.com (where the Company is listed) and www.evotingindia.com (agency providing e-Voting facility).

11. Members of the Company under the category of Institutional/Corporate Shareholders are encouraged to attend and vote at the AGM through VC. Corporate Members intending to authorize their representatives to participate and vote are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by email at aakanksha.shuklacs@gmail.com and the same should also be uploaded on the VC portal / e-Voting portal of CDSL.

12. Members who have not yet registered their e-mail addresses are requested to register the same with their DP in case the shares are held by them in demat mode and with RTA in case the shares are held by them in physical mode.

13. To register e-mail address for all future correspondence and update the bank account details, please follow the below process:

a. Members holding shares in Demat mode can get their details registered/updated only by contacting their respective DP.

b. Members holding shares in physical mode may register their email address and mobile number with the RTA by sending an e-mail request to the email ID online@vccipl.com. along with signed scanned copy of the request letter providing the email address and mobile number, self-attested copy of Permanent Account Number Card ("PAN") and copy of a share certificate for registering their email address. Additional details like name and branch of Bank along with bank account type, bank account number, 9-digit MICR code, 11-digit IFSC code and scanned copy of cancelled cheque will be required for updating bank account details.

14. SEBI has mandated submission of PAN by every participant in the securities market. Members holding shares in demat mode are, therefore, requested to submit their PAN to their DP. Members holding shares in physical mode are required to submit their PAN details to the RTA.

15. As per the provisions of Section 72 of the Companies Act, 2013 ("the Act"), the facility for submitting nomination is available for Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same with their DP in case the shares are held by them in demat mode, and to the RTA, in case the shares are held in physical mode.

16. INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM:

A. VOTING THROUGH ELECTRONIC MEANS

i. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations and applicable circulars, the Members are provided with the facility to cast their vote electronically (through remote e-Voting as well as the e-Voting system on the date of the AGM), through the e-Voting services provided by CDSL, on all the resolutions set forth in this Notice.

ii. The remote e-Voting period commences on **Tuesday, the 18th day of August, 2026 (9.00 A.M. IST) and ends on Thursday, the 20th day of August, 2026 (5.00 P.M. IST).** During this period, Members holding shares either in physical mode or in demat mode, as on Friday, the **14th day of August, 2026** i.e. cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. A person who is not a Member as on the Cut-off date should treat Notice of this Meeting for information purposes only.

iii. The Members who have cast their vote by remote e-Voting prior to the AGM may attend/ participate in the AGM through VC but shall not be entitled to cast their vote again.

iv. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the **cut-off date i.e., 14.08.2026.**

v. Any person or non-individual Shareholders (in physical mode/ demat mode) who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow the steps mentioned below.

vi. Login method for e-Voting and voting during the meeting for Individual Shareholders holding securities in demat mode.

In terms of the SEBI circular dated December 9, 2020 on the e-Voting facility provided by listed companies and as part of increasing the efficiency of the voting process, e-Voting process has been enabled to all individual Shareholders holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility. Login method for Individual Shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	a. Users who have opted for Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest is https://web.cdslindia.com/ myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi. b. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider (“ESP”) i.e. CDSL, for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all ESP i.e. CDSL/NSDL/ Venture Capital and Corporate Investments Private Limited, so that the user can visit the ESP website directly. c. If the user is not registered for Easi/Easiest, option to register is available at https://web. cdslindia.com/myeasi/Registration/EasiRegistration. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/ EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP i.e. CDSL where the e-Voting is in progress.
Individual Shareholders holding securities in Demat mode with **NSDL**	a. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com. b. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. c. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider-CDSL and you will be re-directed to the CDSL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. d. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/ SecureWeb /Ideas DirectReg.jsp. e. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

	f. A new screen will open. You will have to enter your User ID (i.e. your 16 digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. g. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider- CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in Demat mode) login through their Depository Participants	a. You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. b. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. c. Click on Company name or e-Voting service provider name -CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

vii. Login method for e-Voting and voting during the meeting for Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.

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

b) Click on Shareholders tab/ module.

c) Now Enter your User ID

- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Members holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

Login type	**For Shareholders holding securities in physical mode and Shareholders other than Individual Shareholders holding securities in demat mode.**
PAN	Enter your 10-digit alpha-numeric "PAN" issued by Income Tax Department. Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by RTA or contact RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

g) After entering these details appropriately, click on "SUBMIT" tab.

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

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

j) Click on the EVSN for the relevant Oxygenta Pharmaceutical Limited on which you choose to vote.

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

l) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

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

n) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

o) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

p) If a Demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot password and enter the details as prompted by the system.

q) Additional Facility for Non – Individual Shareholders and Custodians –For Remote e-Voting only.

- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney ("POA") which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non-Individual Shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address viz; aakanksha.shuklacs@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

B. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC AND E-VOTING DURING THE AGM:

i. The procedure for attending AGM and e-Voting on the day of AGM is same as the instructions mentioned above for e-Voting.

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

iii. The facility for joining the AGM shall open 15 minutes before the scheduled time for commencement of the AGM.

iv. The link for VC to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-Voting.

v. Shareholders who have voted through remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

vi. Shareholders are encouraged to join the Meeting through Laptops / iPad for better experience.

vii. Further Shareholders will be required to allow Camera (in case of speakers) and use Internet with a good speed to avoid any disturbance during the AGM.

viii. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

ix. Members (holding shares as on Cut-off date) who would like to express their views or ask questions during the AGM **may register themselves as a speaker by sending their request, on or before 18.08.2026,** from their registered e-mail address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at cs@oxygentapharma.com. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

x. Only those Shareholders, who are present in the AGM through VC facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

xi. If any Votes are cast by the Shareholders through the e-Voting available during the AGM and if the same Shareholders have not participated in the meeting through VC facility, then the votes cast by such Shareholders shall be considered invalid as the facility of e-Voting during the meeting is available only to the Shareholders attending the AGM.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

17. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Act and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act, shall be available for inspection during the AGM at e-Voting portal.

18. Statement pursuant to Section 102(1) of the Act, in respect of the Special Business to be transacted at the AGM along with details pursuant to SEBI Regulations and other applicable laws are annexed hereto. All documents referred to in the accompanying Notice and the Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to cs@oxygentapharma.com.

19. The term 'Members' or 'Shareholders' has been used to denote Shareholders of Oxygenta Pharmaceutical Limited.

20. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of CDSL within two (2) days of the AGM, and the same will be communicated to BSE Limited.

For and on Behalf of the Board of
Oxygenta Pharmaceutical Limited

Sd/-
Chandra Mouliswar Reddy Gangavaram
Whole-Time Director
(DIN: 00046845)

Place: Hyderabad
Date: 27.07.2026

EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013]

ITEM NO. 03: TO APPOINT MR. AMIREDDY VENKATESU REDDY (DIN: 11087687) AS A DIRECTOR AND WHOLE-TIME DIRECTOR OF THE COMPANY:

The members may note that Mr. Amireddy Venkatesu Reddy was appointed as an Additional Director of the company in the Executive Category, with effect from 23rd May, 2026 pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and holds the office up to the date of ensuing Annual General Meeting or the last date on which the annual general meeting should have been held, whichever is earlier. As per the provisions of section 160 of the Act, any such proposal ought to be approved by the members in the General Meeting.

Pursuant to recommendation of Nomination and Remuneration committee, the Board of Directors in its meeting held on 23rd May, 2026, approved the appointment of Mr. Amireddy Venkatesu Reddy as Whole Time Director of the Company with effect from 23rd May, 2026 for a period of Three (3) years commencing from 23rd May, 2026 to 22nd May, 2029 with remuneration in the pay scale of Rs. 6,00,000/- to Rs. 8,00,000/- per month which is subject to approval of the shareholders. The Board of directors shall have the liberty to fix, alter or vary from time to time the terms and conditions of the said appointment including the remuneration, if any in future, subject to the approval of shareholders in such manner as it may deem fit within the limits in that behalf contained in Schedule V of the said Act including any Statutory modification(s) in force or that may hereinafter be made thereto and as may be agreed by the Board of Directors and Mr. Amireddy Venkatesu Reddy in this regard.

None of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, directly or indirectly, financially or otherwise, in the resolution as set out at Item No. 3.

The Board of Directors recommends the passing of the above resolution as a Special Resolution as set out in the item no.3 of the Notice.

Information in accordance with Schedule V of Companies Act, 2013:

I. GENERAL INFORMATION:

<table>
<tr><td>1.</td><td>Nature of Industry: Pharmaceuticals</td></tr>
<tr><td>2.</td><td>Date or expected date of commencement of commercial operations: 27.11.1990</td></tr>
<tr><td>3.</td><td>In case of new companies, expected date of commencement of business activities as per project approved by financial institutions appearing in the prospects : Not Applicable</td></tr>
<tr><td>4</td><td>Financial performance based on given indications:
<table>
<tr><th>Particulars</th><th>2025-26 (Rs. In Lakhs)</th><th>2024-25 (Rs. In Lakhs)</th><th>2023-24 (Rs. In Lakhs)</th></tr>
<tr><td>Turnover</td><td>11,298.19</td><td>10,929.86</td><td>3,964.21</td></tr>
<tr><td>Net profit after Tax</td><td>(1,757.17)</td><td>(1,029.83)</td><td>(347.93)</td></tr>
</table></td></tr>
<tr><td>5</td><td>Foreign investments or collaborations, if any: Not Applicable</td></tr>
</table>

II. INFORMATION ABOUT THE APPOINTEE:

1.	**Background Details:** Mr. Amireddy Venkatesu Reddy has completed his Bachelor of has completed his Bachelor of possesses rich professional experience of more than 26 years in the pharmaceutical industry and he was also associated with Virupaksha Organics Limited (Holding Company) as an employee. He has extensive expertise in pharmaceutical operations, business development, production management, and industry practices.
2.	**Past Remuneration:** Not Applicable
3.	**Recognition or awards:** Not Applicable
4.	**Job Profile and his suitability:** The Industry in which Oxygenta operates demands from the top management a great amount of experience in the field of pharmaceutical industry. Mr. Amireddy Venkatesu Reddy has completed his Bachelor of has completed his Bachelor of possesses rich professional experience of more than 26 years in the pharmaceutical industry.
5.	**Remuneration proposed:** In the pay scale of Rs. 6,00,000/- to Rs. 8,00,000/- per month.
6.	**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 w.r.t. the country of his origin):** Taking into consideration of the size of the Company, the profile of Mr. Amireddy Venkatesu Reddy and the responsibilities shouldered on him, the aforesaid remuneration package is commensurate with the remuneration package paid to managerial positions in other companies.
7.	**Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:** None
8.	**Names of Listed entities in which the person also holds the Directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years:** None

III. OTHER INFORMATION:

1.	**Reasons for inadequate profits:** primarily due to increased raw material costs, pricing pressure in the generics market, higher R&D expenditure.
2.	**Steps taken or proposed to be taken for improvement:** Necessary efforts are being made to increase the clientele who in turn contribute for the growth of the business as well as the profitability.
3.	Expected increase in productivity and profit in measurable terms: The Company is committed to build the business operations within budget and considering that the business operates on a going concern basis, it is believed that financial position of the Company will improve further in near future.

ITEM NO. 4: TO APPOINT MR. JANARDHANA REDDY YEDDULA (DIN: 03207357) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

The Board of Directors, upon recommendation of the Nomination and Remuneration Committee appointed, Mr. Janardhana Reddy Yeddula as an Additional Director (Non-Executive, Independent Director) of the Company, not being liable to retire by rotation, for a period of five years with effect from 23rd May, 2026, subject to the approval of the Members.

In terms of provisions of section 149(10) of the Companies Act, 2013, an independent director be appointed to hold office for a term up to five consecutive years on the Board of a Company subject to passing of a special resolution by the Shareholders of the Company within three months of appointment as Director.

Mr. Janardhana Reddy Yeddula holds a bachelor’s degree in commerce from Sri Venkateswara University and a diploma in labour laws with administrative law from Annamalai University. Further, he is also an Independent Director of Virupaksha Organics Limited (Holding Company). The Board has determined that the appointment of

Mr. Janardhana Reddy Yeddula, would be beneficial to the Company to avail her services as a Non-Executive Independent Director on the Board of the Company.

In the opinion of the Board, Mr. Janardhana Reddy Yeddula is a person of integrity and fulfils the conditions specified in the Act and the rules framed thereunder for appointment as a Non-Executive Independent Director and he is Independent of the Management.

The Company has received declarations from Mr. Janardhana Reddy Yeddula, stating that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1) (b) of SEBI Listing Regulations and further that he is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013. In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. He has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs. He has given his consent to act as a Director of the Company.

In terms of the proviso to Section 160(1) of the Act, the Board recommends the Resolution set out in Item No. 4 of the accompanying notice for the approval by the Members of the Company as a Special Resolution.

Except Mr. Janardhana Reddy Yeddula, none of the Directors, or any other key managerial personnel or any of their relatives, are concerned or interested, whether financially or otherwise, in this Resolution.

ITEM NO.5: TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS (SALE AND PURCHASE) OF THE COMPANY WITH M/S. VIRUPAKSHA ORGANICS LIMITED, HOLDING COMPANY:

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended, material related party transactions require prior approval of the shareholders through ordinary resolutions. In terms of the SEBI Listing Regulations, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds the thresholds specified in Schedule XII of the SEBI Listing Regulations. Accordingly, the materiality threshold for seeking shareholders' approval for related party transactions of the Company is 10% of the annual consolidated turnover. The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

Further, Regulation 2(1)(zc) of the SEBI Listing Regulations defines a Related Party Transaction ('RPT') to include a transaction involving transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, as well as (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit a related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not and a "transaction" with a related party shall be construed to include a single transaction or a group of transactions in a contract.

Further, SEBI vide its circular SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2025/93 dated June 26, 2025 has notified the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ('Standards') effective September 1, 2025 which inter alia requires listed entity to provide minimum information, in specified format, relating to the proposed RPTs including material modifications, to the Audit Committee and to the Members, while seeking approval.

It is in the above context that, this Resolution is placed for the approval of the Members of Oxygenta Pharmaceutical Limited (OPL) ('Company'/'OPL') along with necessary details on the proposed RPTs provided in this Statement.

Details of the proposed transactions with VOL being a related party of the Company, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

S. No.	Particulars of the Information	Information provided by the management	Comments of the Audit Committee
A. Details of the related party and transactions with the related party			
A (1). Basic details of the related party			
1.	Name of the related party	Virupaksha Organics Limited	
2.	Country of incorporation of the related party	India	
3.	Nature of business of the related party	Virupaksha Organics Limited is a R&D driven Indian pharmaceutical Company engaged in manufacturing of active Pharmaceutical Ingredients (APIs) and intermediaries. The Company is mainly focused on manufacturing products across diverse therapeutic areas. Further, the key customers of the Company are spread across the world.	
A.(2) Relationship and ownership of the related party			
1.	Relationship between the listed entity/subsidiary1 (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Virupaksha Organics Limited is the Promoter and Holding Company of the Company (i.e. Oxygenta Pharmaceutical Limited).	
2.	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Oxygenta Pharmaceutical Limited does not have any direct or indirect holdings or hold any shares in Virupaksha Organics Limited.	
3.	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable Since the related party is a Body Corporate.	
4.	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control2. While calculating indirect shareholding, shareholding held by relatives 3shall also be considered.	Virupaksha Organics Limited holds 2,08,96,975 (56.50 %) Equity Shares in Oxygenta Pharmaceutical Limited.	

<table>
<tr><td colspan="4">A.(3) Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.

Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td><td>Following transactions were undertaken by the listed entity with the related party during the last financial year i.e. FY_2025-26:

<table><tr><th>Nature of Transactions</th><th>Amount (in Lakhs) FY 2025-26</th></tr><tr><td>Sales</td><td>6,665.37</td></tr><tr><td>Purchases</td><td>6,275.55</td></tr><tr><td>Inter-Corporate Borrowings</td><td>3,550.00</td></tr><tr><td>Interest on Borrowings</td><td>169.34</td></tr><tr><td>Total</td><td>16,660.27</td></tr></table></td><td></td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>No</td><td></td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>Not Applicable</td><td></td></tr>
<tr><td colspan="2">A.(4) Amount of the proposed transaction(s)</td><td></td><td></td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>Following are the amounts of proposed transactions to be undertaken between the Company and the Related Party:

<table><tr><th>Particulars of proposed transaction</th><th>Proposed Amount (in Lakhs.)</th></tr><tr><td>Sales</td><td>13,000.00</td></tr><tr><td>Purchases</td><td>12,000.00</td></tr><tr><td>TOTAL</td><td>25,000.00</td></tr></table></td><td></td></tr>
</table>

<table>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td><td></td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>The details of the percentage of listed entity's annual consolidated turnover with the value of proposed transaction is as shown hereunder:
<table><tr><th>Particulars</th><th>Amounts (in Lakhs)</th></tr><tr><td>Value of Proposed Transaction</td><td>25,000.00</td></tr><tr><td>Annual Turnover (FY 2025-26)</td><td>11,298.19</td></tr><tr><td>Percentage of 1 & 2</td><td>221.27</td></tr></table></td><td></td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).</td><td>Not applicable</td><td></td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>The details of the percentage of Related Party's annual consolidated turnover with the value of proposed transaction is as shown hereunder:
<table><tr><th>Particulars</th><th>Amounts (in Lakhs)</th></tr><tr><td>Value of Proposed Transaction</td><td>25,000.00</td></tr><tr><td>Annual Turnover (FY 2025-26)</td><td>89,991.60</td></tr><tr><td>Percentage of 1 & 2</td><td>27.78</td></tr></table></td><td></td></tr>
</table>

<table>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:

Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td>The details of the financial performance of the related party for immediately preceding financial year are as mentioned below:
<table><tr><th>Particulars</th><th colspan="2">Amount (in Lakhs) FY 2025-26 on provisional basis</th></tr><tr><td></td><td>Standalone</td><td>Consolidated</td></tr><tr><td>Turnover</td><td>92558.60</td><td>89991.60</td></tr><tr><td>Profit After Tax (PAT)</td><td>8950.60</td><td>7391.90</td></tr><tr><td>Net Worth</td><td>54505.50</td><td>51353.40</td></tr></table></td><td></td></tr>
<tr><td colspan="4">A.(5) Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>The transaction(s) involve(s) sale of goods to the related party and purchase of goods from related party i.e. Virupaksha Organics Limited (VOL).</td><td></td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>Following are the details of each type of transaction:
<table><tr><th>Category</th><th>Amount (In Lakhs) FY 2026-27</th></tr><tr><td>Sale of Goods</td><td>13,000.00</td></tr><tr><td>Rendering of Services</td><td>-</td></tr><tr><td>Purchase of Goods</td><td>12,000.00</td></tr><tr><td>Receiving of Services</td><td>-</td></tr><tr><td>Others</td><td>-</td></tr><tr><td>Total</td><td>25,000.00</td></tr></table></td><td></td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>For the Financial Year 2026-27</td><td></td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>No</td><td></td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.

If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Aggregate value of proposed transactions for FY 2026-27 is Rs. 25,000 Lakhs.</td><td></td></tr>
</table>

<table>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>Company intends to work closely with Virupaksha Organics Limited (“Holding Company”) to meet its business objectives. The Company plans to engage in a range of transactions with the Holding Company, including purchase and sale of goods and services in the ordinary course of business. The aforementioned transactions will not only help both the companies to smoothen and strengthen the business operations but will also ensure a consistent flow of desired quality and quantity of various facilities for uninterrupted operations and an increase in productivity. This in turn will contribute towards the group entities’ synergy and sustainability.</td><td></td></tr>
<tr><td>7.</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.

Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</td><td>Mr. Chandra Mouliswar Reddy Gangavaram, Mr. Balasubba Reddy Mamilla and Mrs. Vedavathi Gangavaram holds Shares directly in the Related Party i.e. Virupaksha Organics Limited (VOL) and hence they will have interest in the transaction.</td><td></td></tr>
<tr><td></td><td>a. Name of the director / KMP</td><td>a) Mr. Chandra Mouliswar Reddy Gangavaram,
b) Mr. Balasubba Reddy Mamilla and
c) Mrs. Vedavathi Gangavaram
holds shares directly in the Related Party i.e. Virupaksha Organics Limited (VOL).</td><td></td></tr>
<tr><td></td><td>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>The directors as mentioned above have direct holding in VOL and the details of shareholding and % are as mentioned below:
<table><tr><th>Name of the Director</th><th>No. of shares held</th><th>% of holding</th></tr><tr><td>Chandra Mouliswar Reddy Gangavaram</td><td>56,24,645</td><td>9.14</td></tr><tr><td>Balasubba Reddy Mamilla</td><td>14,97,191</td><td>2.43</td></tr><tr><td>Vedavathi Gangavaram</td><td>1,06,12,161</td><td>17.25</td></tr><tr><td>TOTAL</td><td>1,77,33,997</td><td>28.82</td></tr></table></td><td></td></tr>
</table>

8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable	
9.	Other information relevant for decision making.	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.	
B. (1) Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances			
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Comparable price	
2.	Basis of determination of price.	Pricing mechanism under comparable has been determined either by benchmarking internal / external comparable contracts / published reports of similar nature.	
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable	
	a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?		
C. Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B			
C (5) Disclosure only in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate			
1.	Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months.	Not Applicable	
2.	Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details.	No	
3.	Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary?	No	

4.	Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary?	No	
5.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	No	

Minimum Information to be provided to the shareholders for approval of Material RPTs:

a. **Justification for the proposed transaction:** The Company intends to work closely with Virupaksha Organics Limited ("Holding Company") to meet its business objectives. The Company plans to engage in a range of transactions with the Holding Company, including purchase and sale of goods and services in the ordinary course of business. The aforementioned transactions will not only help both the companies to smoothen and strengthen the business operations but will also ensure a consistent flow of desired quality and quantity of various facilities for uninterrupted operations and an increase in productivity. This in turn will contribute towards the group entities' synergy and sustainability.

b. **Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards:** Certificates as prescribed were placed before the Audit Committee and the Committee had considered and reviewed the same.

c. **Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval:** Complied

d. **Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT:** The proposed transactions are routine in nature and in the ordinary course of business & at arm's length. The terms of proposed transactions are as per the market practice and beneficial to the Corporation and its Shareholders.

e. **The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making:** Not Applicable

f. **Any other information that may be relevant: Nil**

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related parties is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No. 5.

Except Mrs. Vedavathi Gangavaram, Director, Mr. Balasubba Reddy Mamilla, Whole- Time Director and Mr. Chandra Mouliswar Reddy Gangavaram, Whole- Time Director, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, directly or indirectly, financially or otherwise, in the resolution as set out at Item No. 5.

Basis the consideration and approval of the Audit Committee, the Board of Directors recommend the Ordinary Resolution forming part of Item No. 5 of the accompanying Notice to the shareholders for approval.

ITEM NO.6: TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS (LOAN AND GUARANTEE) OF THE COMPANY WITH M/S. VIRUPAKSHA ORGANICS LIMITED, HOLDING COMPANY:

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **('SEBI Listing Regulations'),** as amended, material related party transactions require prior approval of the shareholders through ordinary resolutions. In terms of the SEBI Listing Regulations, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds the thresholds specified in Schedule XII of the SEBI Listing Regulations. Accordingly, the materiality threshold for seeking shareholders' approval for related party transactions of the Company is 10% of the annual consolidated turnover. The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

Further, Regulation 2(1)(zc) of the SEBI Listing Regulations defines a Related Party Transaction **('RPT')** to include a transaction involving transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, as well as (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit a related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not and a "transaction" with a related party shall be construed to include a single transaction or a group of transactions in a contract.

Further, SEBI vide its circular SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2025/93 dated June 26, 2025 has notified the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" **('Standards')** effective September 1, 2025 which inter alia requires listed entity to provide minimum information, in specified format, relating to the proposed RPTs including material modifications, to the Audit Committee and to the Members, while seeking approval.

It is in the above context that, this Resolution is placed for the approval of the Members of Oxygenta Pharmaceutical Limited (OPL) ('Company'/'OPL') along with necessary details on the proposed RPTs provided in this Statement.

Details of the proposed transactions with VOL being a related party of the Company, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

The following information were provided by the management of the listed entity to the Audit Committee at the time of approval of the proposed Related Party Transactions:

S. No.	Particulars of the Information	Information provided by the management	Comments of the Audit Committee
A. Details of the related party and transactions with the related party			
A (1). Basic details of the related party			
1.	Name of the related party	Virupaksha Organics Limited	
2.	Country of incorporation of the related party	India	
3.	Nature of business of the related party	Virupaksha Organics Limited is a R&D driven Indian pharmaceutical Company engaged in manufacturing of active Pharmaceutical Ingredients (APIs) and intermediaries. The Company is mainly focused on manufacturing products across diverse therapeutic areas. Further, the key customers of the Company are spread across the world.	

<table>
<tr><td colspan="4">A.(2) Relationship and ownership of the related party</td></tr>
<tr><td>1.</td><td>Relationship between the listed entity/subsidiary1 (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>Virupaksha Organics Limited is the Promoter and Holding Company of the Company (i.e. Oxygenta Pharmaceutical Limited).</td><td></td></tr>
<tr><td>2.</td><td>Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</td><td>Oxygenta Pharmaceutical Limited does not have any direct or indirect holdings or hold any shares in Virupaksha Organics Limited.</td><td></td></tr>
<tr><td>3.</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>Not Applicable

Because the related party is a Body Corporate.</td><td></td></tr>
<tr><td>4.</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).

Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control2.

While calculating indirect shareholding, shareholding held by relatives 3shall also be considered.</td><td>Virupaksha Organics Limited holds 2,08,96,975 (56.50 %) Equity Shares in Oxygenta Pharmaceutical Limited.</td><td></td></tr>
<tr><td colspan="4">A.(3) Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.

Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td><td>Following transactions were undertaken by the listed entity with the related party during the last financial year i.e. FY 2025-26:

<table><tr><th>Nature of Transactions</th><th>Amount (in Lakhs) FY 2025-26</th></tr><tr><td>Sales</td><td>6,665.37</td></tr><tr><td>Purchases</td><td>6,275.55</td></tr><tr><td>Inter-Corporate Borrowings</td><td>3,550.00</td></tr><tr><td>Interest on Borrowings</td><td>169.34</td></tr><tr><td>Total</td><td>16,660.27</td></tr></table></td><td></td></tr>
</table>

<table>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Not applicable</td><td></td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No</td><td></td></tr>
<tr><td colspan="4">A.(4) Amount of the proposed transaction(s)</td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>Following are the amounts of proposed transactions to be undertaken between the Company and the Related Party:
<table><tr><th>Particulars of proposed transaction</th><th>Proposed Amount (in Lakhs.)</th></tr><tr><td>Inter-corporate Borrowing(s) and Interest on borrowings

Availing Guarantee</td><td>10,000.00

10,000.00</td></tr><tr><td>TOTAL</td><td>20,000.00</td></tr></table></td><td></td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td><td></td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>The details of the percentage of listed entity's annual consolidated turnover with the value of proposed transaction is as shown hereunder:
<table><tr><th>Particulars</th><th>Amounts (in Lakhs)</th></tr><tr><td>Value of Proposed Transaction

Annual Consolidated Turnover (FY 2025-26)

Percentage of 1 & 2</td><td>20,000.00

11,298.19

177.01</td></tr></table></td><td></td></tr>
</table>

<table>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).</td><td>Not applicable</td><td></td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>The details of the percentage of Related Party's annual consolidated turnover with the value of proposed transaction is as shown hereunder:
<table>
<tr><th>Particulars</th><th>Amounts (in Lakhs)</th></tr>
<tr><td>Value of Proposed Transaction</td><td>20,000.00</td></tr>
<tr><td>Annual Consolidated Turnover (FY 2025-26) on provisional basis</td><td>89991.60</td></tr>
<tr><td>Percentage of 1 &2</td><td>22.22%</td></tr>
</table></td><td></td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:

Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td>The details of the financial performance of the related party for immediately preceding financial year are as mentioned below:
<table>
<tr><th>Particulars</th><th colspan="2">Amount (in Lakhs) FY 2025-26 on provisional basis</th></tr>
<tr><td></td><td>Standalone</td><td>Consolidated</td></tr>
<tr><td>Turnover</td><td>92558.60</td><td>89991.60</td></tr>
<tr><td>Profit After Tax (PAT)</td><td>8950.60</td><td>7391.90</td></tr>
<tr><td>Net Worth</td><td>54505.50</td><td>51353.40</td></tr>
</table></td><td></td></tr>
<tr><td colspan="4">A.(5) Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>The transaction(s) involve(s) Inter-corporate Borrowings and interest on borrowings and Availing of Guarantee by the Company and/or by Virupaksha Organics Limited (VOL).</td><td></td></tr>
</table>

2.	Details of each type of the proposed transaction	**Category** — **Amount (In Lakhs) FY 2026-27** Inter-corporate Borrowings and interest on borrowings — 10,000.00 Availing of Guarantee — 10,000.00 Others — - **Total** — **20,000.00**	
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	For the Financial Year 2026-27	
4.	Whether omnibus approval is being sought?	No	
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of transactions for FY 2026-27 is Rs. 20,000 Lakhs.	
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Company intends to work closely with Virupaksha Organics Limited ("Holding Company") to meet its business objectives. The Company plans to engage in a range of transactions with the Holding Company, including availing of loans and guarantees in the ordinary course of business. The aforementioned transactions will not only help both the companies to smoothen and strengthen the business operations but will also ensure a consistent flow of desired quality and quantity of various facilities for uninterrupted operations and an increase in productivity. This in turn will contribute towards the group entities' synergy and sustainability.	
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. **Explanation:** Indirect interest shall mean interest held through any person over which an individual has control.	Mr. Chandra Mouliswar Reddy Gangavaram, Mr. Balasubba Reddy Mamilla and Mrs. Vedavathi Gangavaram holds Shares directly in the Related Party i.e. Virupaksha Organics Limited (VOL) and hence they will have interest in the transaction.	

<table>
<tr><td></td><td>a. Name of the director / KMP</td><td>a) Mr. Chandra Mouliswar Reddy Gangavaram,
b) Mr. Balasubba Reddy Mamilla and
c) Mrs. Vedavathi Gangavaram

holds shares directly in the Related Party i.e. Virupaksha Organics Limited (VOL).</td><td></td></tr>
<tr><td></td><td>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>The directors as mentioned above have direct holding in VOL and the details of shareholding and % are as mentioned below:
<table>
<tr><th>Name of the Director</th><th>No. of shares held</th><th>% of holding</th></tr>
<tr><td>Chandra Mouliswar Reddy Gangavaram</td><td>56,24,645</td><td>9.14</td></tr>
<tr><td>Balasubba Reddy Mamilla</td><td>14,97,191</td><td>2.43</td></tr>
<tr><td>Vedavathi Gangavaram</td><td>1,06,12,161</td><td>17.25</td></tr>
<tr><td>TOTAL</td><td>1,77,33,997</td><td>28.82</td></tr>
</table></td><td></td></tr>
<tr><td>8.</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Not applicable</td><td></td></tr>
<tr><td>9.</td><td>Other information relevant for decision making.</td><td>All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.</td><td></td></tr>
<tr><td colspan="4">B. (4) Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.</td></tr>
<tr><td>1.</td><td>a. Rationale for giving guarantee, surety, indemnity or comfort letter</td><td>The listed entity is availing guarantee from its holding company/ related party i.e Virupaksha Organics Limited (VOL) this is not applicable.</td><td></td></tr>
<tr><td></td><td>b. Whether it will create a legally binding obligation on listed entity?</td><td>No</td><td></td></tr>
</table>

2.	Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity or its subsidiary; (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	Not Applicable (Refer Point no. 1(a))	
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	Since, the listed Company is availing guarantee, no obligations arises on the Company. Further, there are no provisions required to be made in the books of accounts of listed company.	
B (5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary			
1.	Material covenants of the proposed transaction	The Listed entity is availing loans and/or borrowing amounts aggregating to Rs. 100,00,00,000/- from its holding company/ related party Virupaksha Organics Limited.	
2.	Interest rate (in terms of numerical value or base rate and applicable spread)	9%	
3.	Cost of borrowing Note: This shall include all costs associated with the borrowing	There is no other costs	
4.	Maturity / due date	3 years	
5.	Repayment schedule & terms	The amount will be repaid within 3 years.	
6.	Whether secured or unsecured	Unsecured	
7.	If secured, the nature of security & security coverage ratio	Not Applicable	
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	Payment of unsecured loans and clearing of outstanding vendors payments	

A. Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B			
C (3) Disclosure only in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary			
1.	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party **Note:** a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. b. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	The listed entity is availing guarantee from its holding company/ related party i.e Virupaksha Organics Limited (VOL) this is not applicable.	
2.	Details of solvency status and going concern status of the related party during the last three financial years	During the last three financial years the related party is Solvent and has a going concern status.	
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/ contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	Not Applicable	
4.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. In addition, state the following:	There is no default on borrowings over last three financial years by the related party from the listed entity.	

	a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.		
C (4). Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary			
1.	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies	Debt to equity Ratio of the listed entity provided below:	
	a. Before transaction b. After transaction	-2.57 -4.91	
2.	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements Note: This shall not be applicable to listed banks /NBFC / insurance companies / housing finance companies.	Debt Service Ratio of the listed entity provided below:	
	a. Before transaction b. After transaction	-9.61 -1.04	

Minimum Information to be provided to the shareholders for approval of Material RPTs:

a. Justification for the proposed transaction: The Company intends to work closely with Virupaksha Organics Limited ("Holding Company") to meet its business objectives. The Company plans to engage in a range of transactions with the Holding Company, including purchase and sale of goods and services in the ordinary course of business. The aforementioned transactions will not only help both the companies to smoothen and strengthen the business operations but will also ensure a consistent flow of desired quality and quantity of various facilities for uninterrupted operations and an increase in productivity. This in turn will contribute towards the group entities' synergy and sustainability.

b. **Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards:** Certificates as prescribed were placed before the Audit Committee and the Committee had considered and reviewed the same.

c. **Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval:** "Not Applicable"

d. **Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT:** The proposed transactions are routine in nature and in the ordinary course of business & at arm's length. The terms of proposed transactions are as per the market practice and beneficial to the Corporation and its Shareholders.

e. **The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making:** Not Applicable

f. **Any other information that may be relevant:** Nil

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.6.

Except Mrs. Vedavathi Gangavaram, Director, Mr. Balasubba Reddy Mamilla, Whole- Time Director and Mr. Chandra Mouliswar Reddy Gangavaram, Whole- Time Director, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, directly or indirectly, financially or otherwise, in the resolution as set out at Item No.6.

Basis the consideration and approval of the Audit Committee, the Board of Directors recommend the Ordinary Resolution forming part of Item No. 6 of the accompanying Notice to the shareholders for approval.

ITEM NO. 07: RATIFICATION OF PAYMENT OF REMUNERATION TO THE COST AUDITOR FOR THE FINANCIALYEAR 2026-27:

Based on the recommendation of the Audit Committee, the Board of Directors in its meeting held on 27th July, 2026 has approved the appointment of M/s. PCR & Associates, (Registration No. 000355), Cost Accountants to conduct the cost audit of the Company for the financial year ending 31st March, 2027 and has fixed their remuneration at Rs. 75,000/- P.A. (Rupees Seventy-Five Thousand Only) per annum plus applicable taxes and out of pocket expenses.

As per the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be subsequently ratified by the shareholders of the Company.

Accordingly, the Board of Directors recommends the passing of the above Resolution as an Ordinary Resolution as set out in the item no.07 of the notice.

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

The Board recommends the passing of this Ordinary Resolution for approving the payment of remuneration to the Cost Auditor for The Financial Year 2026-27.

For and on Behalf of the Board of
Oxygenta Pharmaceutical Limited

Sd/-
Chandra Mouliswar Reddy Gangavaram
Whole-Time Director
(DIN: 00046845)

Place: Hyderabad
Date: 27.07.2026

Additional Information for Item No. s 2, 3 & 4 of the Notice and Explanatory Statement:

Details of Directors seeking appointment at the Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name of the Director	**Balasubba Reddy Mamilla**	**Amireddy Venkatesu Reddy**	**Janardhana Reddy Yeddula**
DIN	01998852	11087687	03207357
Date of Birth	01/06/1964	10/06/1963	15/08/1958
Date of first appointment	20th June, 2025	23rd May, 2026	23rd May, 2026
Board Meetings attended during the year	Four (4) Board Meetings	Not Applicable	Not Applicable
Brief Resume, Qualification and Experience	He is a B. Tech Graduate and has more than 25 years of experience in Pharma field.	Mr. Amireddy Venkatesu Reddy has completed his Bachelor of Pharmacy from HKE Society and possesses rich professional experience of more than 26 years in the pharmaceutical industry. He has extensive expertise in of pharmaceutical operations, production management, and industry practices. Further, he was also associated as an employee with Holding Company Virupaksha Organics Limited (Holding Company).	Mr. Janardhana Reddy Yeddula holds a bachelor's degree in commerce from Sri Venkateswara University and a diploma in labour laws with administrative law from Annamalai University. He is an associate member of Institute of Cost Accountants of India. He is Independent Director of Virupaksha Organics Limited (Holding Company). He has approximately 38 years of experience in the finance and accounts sector.
Expertise in specific functional area	Expertise in of pharmaceutical operations, production management, and industry practices.	Expertise in of pharmaceutical operations, production management, and industry practices.	Expertise in Finance and Accounts Sector.
Terms and conditions of appointment	He was liable to retirement by rotation, eligible for reappointment.	Appointment as a Whole-time Director w.e.f. 23.05.2026 for a period of 3 years.	Appointment as an Independent Director w.e.f. 23.05.2026 for a period of 5 years.

Remuneration drawn, if any Relationships between Directors inter se	**Remuneration: NIL** **Relationship:** Except Mr. Chandra Mouliswar Reddy Gangavaram, Whole-time Director and Mrs. Vedavathi Gangavaram, Non-Executive Director none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise.	**Remuneration:** At a pay scale of Rs. 6,00,000/- to Rs. 8,00,000/- per month. **Relationship:** He is not related to any of the Director of the Company. Except that he was an employee of Viupaksha organics Limited ("Holding Company")	**Remuneration:** Sitting Fees as decided by the Board. **Relationship:** Except that he is an Independent Director of Virupaksha Organics Limited (Holding Company) none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise.
Name of the Listed entities in which the person also holds the directorship and the membership of the committees of the Board along with the Listed entities from which the person has resigned in the past three years*	Nil	Nil	Mr. Janardhan Reddy Yeddula is an Independent Director in Sigachi Industries Limited which is a listed entity and he has following designations in the Committees: He is a Chairperson of Audit and Stakeholder Relationship Committee of the Company i.e. Sigachi Industries Limited and He is the member of Nomination and Remuneration Committee of Sigachi.
Number of shares held in the Company	Nil	Nil	Nil
Directorships held in other companies (excluding Foreign Companies)	Mr. Balasubba Reddy Mamilla is holding directorships in following Companies: i. Virupaksha Laboratories Private Limited ii. Virupaksha Organics Limited	Nil	Mr. Janardhan Reddy Yeddula is holding directorships in following Companies: i. Trimax Bio Sciences Private Limited ii. Sigachi Industries Limited iii. Virupaksha Organics Limited

For and on Behalf of the Board of
Oxygenta Pharmaceutical Limited

Sd/-
Chandra Mouliswar Reddy Gangavaram
Whole-Time Director
(DIN: 00046845)

Place: Hyderabad
Date: 27.07.2026

BOARD'S REPORT

To the Members,

The Directors have pleasure in presenting before you the 33rd Boards' Report of the Company along with the Audited Financial Statements for the year ended 31st March, 2026.

1. FINANCIAL SUMMARY/HIGHLIGHTS:

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

(Rs. In Lakhs)

Particulars	Amounts	
	2025-26	2024-25
Revenue from operations	11,298.19	10,929.86
Other income	28.58	130.91
Total Income	11,326.77	11,060.77
Total Expense	13,544.79	12,495.91
Profit /loss before Exceptional items and Tax Expense	(2,218.02)	(1,435.14)
Add/(less): Exceptional items	--	--
Profit /loss before Tax Expense	(2,218.02)	(1,435.14)
Less: Tax Expense (Current & Deferred)	(460.86)	(405.31)
Profit /loss for the year (1)	(1,757.17)	(1,029.83)
Total Comprehensive Income/loss (2)	52.54	(10.73)
Total (1+2)	(1,704.63)	(1,040.56)

The financial results and the results of operations, including major developments, if any and statement of affairs of the Company which are prepared on the basis of the financial statements have been discussed in detail in the Management Discussion and Analysis Report.

2. REVIEW OF OPERATIONS:

The total revenue of the Company for the financial year under review was Rs. 11,298.19 Lakhs as against total revenue of Rs. 10,929.86 Lakhs for the previous financial year. The company incurred a net loss of Rs.1,757.17 Lakhs for the financial year 2025-26 as against the net loss of Rs. 1,029.83 Lakhs for the previous year.

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

The information on Company's affairs and/ or the operational performance have with the related aspects if any, is provided under Management Discussion and Analysis report, which has been prepared, inter-alia, in compliance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and forms part of this Report. The Management Discussion and Analysis report is attached herewith as Annexure – V.

4. TRANSFER TO RESERVES:

Pursuant to provisions of Section 134 (3) (j) of the Companies Act, 2013, the company has not transferred any amount to general reserves account of the company during the year under review.

5. DIVIDEND:

Based on Company's performance the directors of the Company have decided not to recommend any dividend for the year 2025-26.

6. UNPAID / UNCLAIMED DIVIDEND:

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

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

During the period under review and at the date of Board's Report there was no change in the nature of business pursuant to inter-alia Section 134 of the Companies Act, 2013 and Companies (Accounts) Rules, 2014.

8. MATERIAL CHANGES AND COMMITMENTS:

As prescribed under Section 134(3) of the Act, there have been no material changes and commitments affecting the financial position of your Company which occurred between the end of the financial year of the Company and date of this report other than those which have already been disclosed to the Stock Exchanges and also as mentioned in this report.

9. CHANGES IN SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

During the period under the review the Company does not have any Subsidiaries / Associates/ Joint Ventures. However, Virupaksha Organics Limited is the Holding Company of the Company w.e.f. 20.06.2025 by virtue of an open offer after complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2015.

10. FINANCIAL PERFORMANCE / FINANCIAL POSITION OF THE SUBSIDIARIES /ASSOCIATES/ JOINT VENTURES:

During the period under the review the since the Company does not have any Subsidiaries / Associates/ Joint Ventures this is will not be applicable.

11. SHARE CAPITAL:

During the period under the review there were no changes in the capital structure of the Company and hence the Authorised Share capital and Paid-up Share Capital of the Company as on the year end and at the date of the report is as follows:

a) Authorised Share Capital:

The authorised share capital of the Company is Rs.37,50,00,000/- (Rupees Thirty-Seven Crores Fifty Lakhs Only) divided into 3,75,00,000 (Three Crore Seventy-Five Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each ranking pari passu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.

b) Paid-up Share Capital:

The issued, subscribed and paid-up share capital of the Company is Rs. 36,98,35,000/- (Rupees Thirty-Six Crores Ninety-Eight Lakhs Thirty-Five Thousand Only) divided into 3,69,83,500 (Three Crores Sixty-Nine Lakhs Eighty-Three Thousand Five-Hundred Only) Equity Shares of Rs. 10/- (Rupees Ten Only) each. There is no change in the same during the period under review.

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

As on date of this report, the Company has (8) Eight Directors, out of which (4) Four are Independent including one women director, (3) Three are Executive & Whole-time Director and (1) One is non-Executive Director. Further, during the year under the review and as on the date of this annual report following were the changes in the directors and key managerial personnel's as detailed below:

a) Appointments:

- Mr. Balasubba Reddy Mamilla (DIN: 01998852) was appointed as an Additional Director (Executive

Category) of the Company w.e.f. 20.06.2025 and regularised as Whole-time Director in the 32nd Annual General meeting of the Company;

- Mr. Chandra Mouliswar Reddy Gangavaram (DIN: 00046845) was appointed as an Additional Director (Executive Category) of the Company w.e.f. 20.06.2025 and regularised as Whole-time Director in the 32nd Annual General meeting of the Company;
- Mr. Sidda Reddy Kanuparthi (DIN: 07156289) was appointed as an Additional Director (Independent Category) of the Company w.e.f. 20.06.2025 and regularised as Independent Director in the 32nd Annual General meeting of the Company;
- Mrs. Vedavathi Gangavaram (DIN: 02870966) was appointed as an Additional Director (Non-Independent Category) of the Company w.e.f. 20.06.2025 and regularised as Non-Executive Director in the 32nd Annual General meeting of the Company;
- Dr. Veera Reddy Arava (DIN: 10832178) was appointed as an Additional Director (Independent Category) of the Company w.e.f. 20.06.2025 and regularised as Independent Director in the 32nd Annual General meeting of the Company;
- Mrs. Sharvari Swapnil Shinde (DIN: 11149764) was appointed as an Additional Director (Independent Category) of the Company w.e.f. 20.06.2025 and regularised as Independent Director in the 32nd Annual General meeting of the Company;
- Ms. Kumkum Bajaj was appointed as the Company Secretary & Compliance Officer of the Company w.e.f. 14.08.2025;
- Mr. Prasad Reddy Battinapatla was appointed as the Chief Financial Officer of the Company w.e.f. 07.11.2025;

Further, from the year end till as on the date of the Report the following directors were appointed:

- Mr. Amireddy Venkatesu Reddy was appointed as an Additional Director (Executive Category) of the Company w.e.f. 23.05.2026 and
- Mr. Janardhana Reddy Yeddula was appointed as an Additional Director (Independent Category) of the Company w.e.f. 23.05.2026.

b) Resignation:

- Mrs. Padmaja Surapureddy (DIN: 05358127) resigned from her position as an Independent – Non-Executive Director of the Company w.e.f. 20.06.2025;
- Mr. Bharath Reddy Guntuku (DIN: 09737242) resigned from his position as an Independent – Non-Executive Director of the Company w.e.f. 20.06.2025;
- Mrs. Aakanksha Sachin Dubey (DIN: 08792778) resigned from her position as an Independent – Non-Executive Director of the Company w.e.f. 20.06.2025;
- Mr. Raghavender Rao Kanuganti (DIN: 08766586) resigned from his position as an Executive Director of the Company w.e.f. 20.06.2025;
- Mr. Sunil Vishram Chawda (DIN: 02369151) resigned from his position as an Executive Director of the Company w.e.f. 20.06.2025;
- Mrs. Sravani Reddy Gantla (DIN: 08809876) resigned from her position as an Executive Director of the Company w.e.f. 20.06.2025;
- Ms. Dolly Mandhan resigned from her position as the Company Secretary & Compliance Officer of the Company w.e.f. 14.08.2025;
- Mr. Vankineni Sai Sudhakar resigned from his position as Managing Director and Chief Financial Officer of the Company w.e.f. 18.08.2025 and
- Mr. Sanagari Kondal Reddy resigned from his position as an Independent Director of the Company w.e.f. 18.08.2025.

13. CHANGE IN CONTROL / MANAGEMENT:

During the year under the review, the Company became a subsidiary of Virupaksha Organics Limited, an unlisted public Company.

The erstwhile Promoter of the Company, divested their entire shareholding of Company by way of transfer of 2,04,77,240 fully paid-up equity shares of 10/- each of the Company representing 55.37% of the Voting Share Capital, held by them to Virupaksha Organics Limited.

14. OPEN OFFER:

During the year under review, Virupaksha Organics Limited ("the Acquirer") made an open offer under the provisions of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and acquired 2,04,77,240 fully paid-up equity shares of Rs. 10/- each, representing 55.37% of the voting share capital of the Company. Pursuant to the said acquisition, Virupaksha Organics Limited became the Promoter and Holding Company of your Company with effect from 20th June, 2025. Consequently, there has been a change in the promoters, resulting in a change of ownership and control of your Company.

Further, subsequent to the completion of the open offer, the Company re-classified certain persons belonging to the Promoter / Promoter Group Category to the Public Category, in accordance with applicable SEBI regulations. This open offer and re-classification has resulted in the following changes in the composition of the Promoter and Promoter Group of the Company:

Promoters Prior to this Open Offer	Promoters Post to this Open Offer	Promoters/Promoter Group post Re-classification
Sai Sudhakar Vankineni	Virupaksha Organics Limited	Virupaksha Organics Limited
Snigdha Vankineni	Chandra Mouliswar Reddy Gangavaram	Chandra Mouliswar Reddy Gangavaram
Sumanth Simha Vankineni	*Sai Sudhakar Vankineni	--
Jhansi Rani Vankineni	*Snigdha Vankineni	--
Sunil Vishram Chawda	*Sumanth Simha Vankineni	--
Manoj Sunil Chawda	*Jhansi Rani Vankineni	--
Aakanksha M Chawda	--	--
M V S Prasad Reddy	--	--
Amigos Molecular Solutions Private Limited	--	--
Rachamallu Aparna	--	--
Sadasiva Reddy Devagudi	--	--
Kanuganti Raghavender Rao	--	--

*Re-classified from Promoter/ Promoter Group Category to Public Category pursuant to members approval w.e.f. 11th December, 2025.

15. BOARD MEETINGS:

The Board of Directors duly met Six (6) times on 30.05.2025, 20.06.2025, 14.08.2025, 25.08.2025, 07.11.2025 and 04.02.2026 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

Further, The Company is in compliance with all the applicable secretarial standards.

16. SECRETARIAL STANDARDS:

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

17. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS:

The Company has received declarations from all the Independent Directors of the Company to the effect that they are meeting the criteria of independence as provided in Sub-Section (6) of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015. The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct. In terms of Regulation 16(1)(b) read with Regulation 25 of the SEBI (LODR), Regulations, 2015 confirming that:

a. They meet the criteria of independence as prescribed under the provisions of the Act, read with Schedule IV and Rules issued thereunder, and the Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company;

b. they have complied with the Code for Independent Directors prescribed under Schedule IV to the Act; and

c. they have registered themselves with the Independent Director's Database maintained by the Indian Institute of Corporate Affairs and have qualified the online proficiency self-assessment test or are exempted from passing the test as required in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

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

The Board of Directors of the Company has taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the veracity of the same.

18. BOARD EVALUATION:

Performance of the Board and Board Committees was evaluated on various parameters such as structure, composition, diversity, experience, corporate governance competencies, performance of specific duties and obligations, quality of decision-making and overall Board effectiveness. Performance of individual Directors was evaluated on parameters such as meeting attendance, participation and contribution, engagement with colleagues on the Board, responsibility towards stakeholders and independent judgement. All the Directors were subjected to peer-evaluation.

All the Directors participated in the evaluation process. The results of evaluation were discussed in the Board meeting held on 04th February 2026. The Board discussed the performance evaluation reports of the Board, Board Committees, Individual Directors, and Independent External Persons. The Board upon discussion noted the suggestions / inputs of the Directors. Recommendations arising from this entire process were deliberated upon by the Board to augment its effectiveness and optimize individual strengths of the Directors.

The detailed procedure followed for the performance evaluation of the Board, Committees and Individual Directors is enumerated in the Corporate Governance Report.

19. FAMILIARIZATION PROGRAMMES FOR INDEPENDENT DIRECTORS:

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

20. DIRECTOR'S RESPONSIBILITY STATEMENT:

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

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

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

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

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

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

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

21. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

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

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

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

22. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

The Board of Directors has formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177(10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations. The Company promotes ethical behavior and has put in place a mechanism for reporting illegal or unethical behavior. The Company has a Vigil Mechanism and Whistle-blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. Employees may report their genuine concerns to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

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

23. DETAILS OF DEPOSITS:

Since the Company has not accepted any deposits during the Financial Year ended 31st March, 2026, there has been no non-compliance with the requirements of the Act. Also, the Company has not accepted any public deposits during the Financial Year ended 31st March, 2026 and as such, no amount of principal or interest on public deposits was outstanding as on the date of the balance sheet.

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

The Company has complied with this requirement within the prescribed timelines.

24. ANNUAL RETURN:

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

25. DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

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

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

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

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

C. Foreign Exchange Earnings and Out Go:

1. Foreign Exchange Earnings: Rs. 1.46 Lakhs
2. Foreign Exchange Outgo: Rs. 248.06 Lakhs

26. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

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

27. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

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

In line with the provisions of Section 177 of the Act read with the Companies (Meetings of the Board and its Powers) Rules, 2014, omnibus approval for the estimated value of transactions with the related parties for the financial year is obtained from the Audit Committee. The transactions with the related parties are routine and repetitive in nature.

The summary statement of transactions entered into with the related parties pursuant to the omnibus approval so granted are reviewed and approved by the Audit Committee and the Board of Directors on a quarterly basis. The summary statements are supported by an independent audit report certifying that the transactions are at an arm's length basis and in the ordinary course of business.

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

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

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

The Statement containing the particulars of employees as required under section 197(12) of the Companies Act, 2013 read with rule 5(2) and (3) and other applicable rules (if any) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in **Annexure -II** to this report.

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

29. RATIO OF REMUNERATION TO EACH DIRECTOR:

Under section 197(12) of the Companies Act, 2013, and Rule 5(1) (2) & (3) of the Companies (Appointment & Remuneration) Rules, 2014 read with Schedule V of the Companies Act, 2013 the ratio of remuneration of remuneration of Mr. Sai Sudhakar Vakeneni, Managing Director and Chief Financial Officer (CFO) of the Company to the median Remuneration of the employees is 1.72.

30. AUDITORS:

During the year under the review the Company had and/ or appointed following auditors based on the applicability under the provisions of Companies Act, 2013 and SEBI Regulations:

I. Statutory Auditors and Statutory Audit Report:

The Shareholders of the Company at the 30th Annual General Meeting held on 30.09.2023 approved the appointment of M/s. A.M. Reddy & D.R. Reddy, Charted Accountants as Statutory Auditors of the Company for a period of Five (5) years until the conclusion of 35th Annual General Meeting to be held in the year 2027-28.

The Auditors' Report for fiscal 2026 does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements in this Annual Report. The Company has received audit report with unmodified opinion for on basis of audited financial results of the Company for the Financial Year ended March 31, 2026 from the statutory auditors of the Company.

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

II. Secretarial Auditors and Secretarial Audit Report:

The Shareholders of the Company at the 32nd Annual General Meeting held on 19.09.2025 approved the appointment of M/s. Aakanksha Dubey & Co., Practicing Company Secretaries as Secretarial Auditors of the Company for a period of Five (5) consecutive years to hold office from April 1, 2025 to March 31, 2030.

The Secretarial Audit was carried out by M/s. Aakanksha Dubey & Co., Practicing Company Secretaries for the financial year ended March 31, 2026. The Report given by the Secretarial Auditor is annexed herewith as **Annexure- IV** and forms integral part of this Report.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

III. Internal Auditors and Internal Audit Report:

Pursuant to provisions of Section 138 read with Rule 13 of the Companies (Accounts) Rules, 2014 and Section 179 read with Rule 8(4) of the Companies (Meetings of Board and its Powers) Rules, 2014; during the year under review the Internal Audit of the functions and activities of the Company was undertaken by the Internal Auditor of the Company on quarterly basis by M/s. Suryachandra & Associates, Chartered Accountants., the Internal Auditors of the Company.

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

The Board has re-appointed by M/s. Suryachandra & Associates, Chartered Accountants, Hyderabad as Internal Auditors for the Financial Year 2026-27.

IV. Cost Auditors and Cost Audit Report:

In terms of Section 148 of the Act, the Company is required to maintain cost records and have the audit of its cost records conducted by a Cost Accountant. Cost records are prepared and maintained by the Company as required under Section 148(1) of the Act. The Board has re-appointed by M/s PCR & Associates, Chartered Accountants, Hyderabad as Cost Auditors for the Financial Year 2026-27 and the same was ratified in the previous Annual General Meeting (AGM).

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

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

During the year under the review, there have been no frauds reported by the Auditors u/s 143(12). Therefore, no detail is required to be disclosed under section 134(3) (ca) of the Companies Act, 2013.

32. ANNUAL SECRETARIAL COMPLIANCE REPORT:

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 read with Regulation 24(A) of the Listing Regulations, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued thereunder. Further, Secretarial Compliance Report dated 22.05.2026, was given by M/s. Aakanksha Dubey & Co., Practicing Company Secretaries which was submitted to Stock Exchanges within 60 days of the end of the financial year.

33. INTERNAL AUDIT AND FINANCIAL CONTROLS:

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

34. COMMITTEES:

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

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

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

IV. Corporate Social Responsibility committee: The provisions of Section 135 of Companies Act, 2013 are not applicable to the Company. Hence, the Company has not constituted Corporate Social Responsibility Committee of the Company in line with the provisions of Section 135 of the Companies Act, 2013.

V. Risk management committee: Since is Company is not in the list of top 1000 Companies based on the market capitalization as on 31st March, 2026 issued by BSE it is not required for the Company to constitute a Risk Management Committee.

35. AUDIT COMMITTEE RECOMMENDATIONS:

During the year, all recommendations of Audit Committee were approved by the Board of Directors.

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

During the year under the review, the Company did not attract the provisions of Corporate Social Responsibility u/s 135 of the Companies Act, 2013 hence the company did not have to spend any amount towards Corporate Social Responsibility.

37. RISK MANAGEMENT POLICY:

Your Company follows a comprehensive system of Risk Management. Your Company has adopted a procedure for assessment and minimization of probable risks. It ensures that all the risks are timely defined and mitigated in accordance with the well-structured risk management process.

38. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES:

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

No compensation was paid to the Independent and Non-Executive Directors.

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

The assessment and appointment of Members to the Board is based on a combination of criterion that includes ethics, personal and professional stature, domain expertise, gender diversity and specific qualification required for the position. The potential Board Member is also assessed on the basis of independence criteria defined in Section 149(6) of the Companies Act, 2013 and Regulation 27 of SEBI (LODR) Regulations, 2015. In accordance with Section 178(3) of the Companies Act, 2013 and Regulation 19(4) of SEBI (LODR) Regulations, 2015, on the recommendations of the Nomination and Remuneration Committee, the Board adopted a remuneration policy for Directors, Key Management Personnel (KMPs) and Senior Management. The Policy is attached a part of Corporate Governance Report. We affirm that the remuneration paid to the Directors is as per the terms laid down in the Nomination and Remuneration Policy of the Company.

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

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015 and the applicable Securities laws. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities. The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading is available on our website (https://www.oxygentapharma.com/).

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Committee (IC) has been duly constituted as mentioned below:

S no.	**Name of the Member(s)**	**Designation**
1.	Mrs. G. Durga Bhavani	Presiding Officer
2.	Mr. M. Sreedhar Reddy	Internal Member
3.	Mr. P. Nikhil Reddy	Internal Member
4.	Mr. K. Mahesh	Member
5.	Mr. S. Chandraleka	Member
6.	B. Rajitha	Member
7.	K. Divya	Member
8.	Ms. D. Rajeswari	External Member

During the Calender year, there were no complaints received by the Company.

42. ENVIRONMENTS AND HUMAN RESOURCE DEVELOPMENT:

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

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

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

During the year under the review there were no significant and material order passed by the regulators or Courts that had an impact on the going concern status of the Company and its future operations. However, during the year the Drugs Control Administration (DCA) had suspended the Manufacturing license as the Company had violated certain rules of Drugs and Cosmetics Act, 1940 and Rules 1945 as reported by the drug inspector, the Manufacturing License (bearing No. 10/MD/AP/2013/B/G Valid up to 23.04.2028) was suspended for a period of 07 days from the date of order which has impacted the continuity of operations for a week.

44. AGREEMENTS/MOU, ID ANY ENTERED BY THE COMPANY:

The Company has entered into an MoU with Mr. Sunil V. Chawda, Mr. Manoj S. Chawda, Mrs. Aakanksha M Chawda, Mr. Sai Sudhakar Vankineni, Mrs. Snigdha Vankineni, Mrs. Rachamallu Aparna, Mrs. Sravani Reddy Gantla, Mr. Anantapurguggilla Ravindranath Reddy, M/s. Amigos Molecular Solutions Private Limited and M/s. Virupaksha Organics Limited for the purpose of Open Offer.

There are no major agreements / MoUs entered by the company except for the abovementioned MoU's.

45. CREDIT & GUARANTEE FACILITIES:

During the year under the review the Company had availed a credit of Rs. 4,660 Lakhs from Kotak Mahindra Bank and Corporate Guarantee for the same was provided by Virupaksha Organics Limited (Holding Company) on behalf of the Company to the Bank.

46. CEO/ CFO CERTIFICATION:

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

47. FUND RAISING BY ISSUANCE OF DEBT SECURITIES, IF ANY:

Pursuance to SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018, read with SEBI Circular No. SEBI/ HO/DDHS/DDHS-RACPOD1/P/CIR/2023/172 dated October 19, 2023, the Directors confirm that the Company is not defined as a "Large Corporate" as per the framework provided in the said Circular.

48. CREDIT RATINGS:

Since the Company, as on date of this report does not have any Debt Instruments or Fixed Deposit Programme, therefore company has not obtained any Credit Ratings during the Financial Year.

49. INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

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

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

50. DEVIATIONS, IF ANY OBSERVEDON FUNDS RAISED THROUGH PUBLIC ISSUE, PREFERENTIAL ISSUE ETC:

During the year under review, company has not raised any funds from public. However, Company has raised funds through Preferential Allotments and conversion of warrants into equity shares of the Company during the year and there are no deviations observed on funds raised.

51. **MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT:**

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

52. **CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:**

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

53. **DECLARATION BY THE COMPANY:**

The Company has issued a certificate to its Directors, confirming that it has not made any default under section 164(2) of the Companies Act, 2013, as on March 31, 2026.

54. **DECLARATION FROM DIRECTORS:**

None of the Directors of the Company are disqualified from being appointed as Directors as specified under section 164(1) and 164(2) of the Act read with Rule 14(1) of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force) or are debarred or disqualified by the Securities and Exchange Board of India (“SEBI”), Ministry of Corporate Affairs (“MCA”) or any other such statutory authority.

All members of the Board and Senior Management have affirmed compliance with the Code of Conduct for Board and Senior Management for the financial year 2025-26. The Company had sought the following certificates from independent and reputed Practicing Company Secretaries confirming that:

a. none of the Director on the Board of the Company has been debarred or disqualified from being appointed and/or continuing as Directors by the SEBI/MCA or any other such statutory authority.

b. independence of the Directors of the Company in terms of the provisions of the Act, read with Schedule IV and Rules issued thereunder and the Listing Regulations.

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

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

56. **FAILURE TO IMPLEMENT CORPORATE ACTIONS:**

During the year under review, all corporate actions, if any done by the Company were duly implemented.

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

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

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

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

59. **STATUTORY COMPLIANCE:**

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

60. POLICIES:

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

61. COMPLIANCE WITH MATERNITY BENEFIT ACT, 1961:

During the year under the review, the Company is in Compliance with Maternity Benefit Act, 1961.

62. EVENT BASED DISCLOSURES:

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

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

63. ACKNOWLEDGEMENTS:

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

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

For and on Behalf of the Board of
Oxygenta Pharmaceutical Limited

	Sd/-	**Sd/-**
	Chandra Mouliswar Reddy Gangavaram	**Balasubba Reddy Mamilla**
Place: Hyderabad	**Whole-Time Director**	**Whole Time Director**
Date: 23.05.2026	**(DIN: 00046845)**	**(Din: 01998852)**

Annexure -I

PARTICULARS OF EMPLOYEES

(As per Sub-section (12) of section 197 of the Act and rules made thereof as amended from time to time)

A. Statement of particulars as per Rule 5 of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014.

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

i. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year:

S. No.	Name of the Director(s)	Designation	Ratio of remuneration to MRE*
Sitting Fees			
1.	#Mrs. Padmaja Surapureddy	Independent Director	Nil
2.	#Mr. Bharath Reddy Guntuku	Independent Director	Nil
3.	#Mrs. Aakanksha Sachin Dubey	Independent Director	Nil
4.	#*Mr. Sanagari Kondal Reddy	Independent Director	Nil
5.	^Dr. Veera Reddy Arava	Independent Director	0.59
6.	^Mr. Sidda Reddy Kanuparthi	Independent Director	0.59
7.	^Mrs. Sharvari Swapnil Shinde	Independent Director	0.59
Remuneration			
8.	#*Mr. Sai Sudhakar Vankineni	Managing Director and CFO	1.72
9.	#Mr. Raghavender Rao Kanuganti	Executive Director	Nil
10.	#Mr. Sunil Vishram Chawda	Executive Director	Nil
11.	#Mrs. Sravani Reddy Gantla	Executive Director	Nil
12.	**Mrs. Dolly Lakhichand Mandhan	Company Secretary	0.33
13.	^^Mrs. Kumkum Bajaj	Company Secretary	1.04
14.	^*Mr. Prasad Reddy Battinapatla	CFO	Nil

 # Resigned from the Company w.e.f. 20.06.2025
#*Resigned from the Company w.e.f. 18.08.2025
^ Appointed in the Company w.e.f 20.06.2025
****Resigned from the company w.e.f. 14.08.2025**
^^Appointed in the Company w.e.f 14.08.2025
^* Appointed in the Company w.e.f. 07.11.2025

*MRE: Median Remuneration of Employees

Note:

a) S No. 1 to 7 are related to sitting fees paid to Independent Director

a) S No. 8,12 & 13 Remuneration includes monthly salary, perquisites and annual/performance pay

b) "Median" means:

i. the numerical value separating the higher half of a population from the lower half and the median of a finite list of numbers may be found by arranging all the observations from lowest value to highest value and picking the middle one;

ii. if there is an even number of observations, the median shall be the average of the two middlevalues.

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

S. No.	Name of the Director(s)	Designation	Remuneration		% Increase / (Decrease) in Remuneration
			FY 2025-26	FY 2024-25	
Sitting Fees					
1.	#Mrs. Padmaja Surapureddy	Independent Director	Nil	NA	Not Applicable
2.	#Mr. Bharath Reddy Guntuku	Independent Director	Nil	NA	Not Applicable
3.	#Mrs. Aakanksha Sachin Dubey	Independent Director	Nil	NA	Not Applicable
4.	#*Mr. Sanagari Kondal Reddy	Independent Director	Nil	NA	Not Applicable
5.	^Dr. Veera Reddy Arava	Independent Director	1,70,000.00	NA	Not Applicable
6.	^Mr. Sidda Reddy Kanuparthi	Independent Director	1,70,000.00	NA	Not Applicable
7.	^Mr. Sharvari Swapnil Shinde	Independent Director	1,70,000.00	NA	Not Applicable
Remuneration					
8.	#*Sai Sudhakar Vankineni	Managing Director	5,00,000.00	12,00,000.00	Not Applicable
9.	**Dolly Lakhichand Mandhan	Company Secretary	96,912.00	2,61,240.00	Not Applicable
10.	^^Kumkum Bajaj	Company Secretary	3,03,226.00	NA	Not Applicable
11.	^*Mr. Prasad Reddy Battinapatla	CFO	Nil	NA	Not Applicable

 # Resigned from the Company w.e.f. 20.06.2025
#*Resigned from the Company w.e.f. 18.08.2025
^ Appointed in the Company w.e.f 20.06.2025
****Resigned from the company w.e.f. 14.08.2025**
^^Appointed in the Company w.e.f 14.08.2025
^* Appointed in the Company w.e.f. 07.11.2025

iii. The percentage increase in the median remuneration of employees in the financial year: (0.11) %

Particulars	Remuneration		Increase/ (Decrease) %
	FY 2025-26	FY 2024-25	
Median Remuneration of all the employees per annum*	2,90,000	2,90,328.00	(0.11)

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

iv. The number of permanent employees on the rolls of company: 170 Employees.

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

a) The average percentile increase already made in the salaries of employees excluding key managerial personnel is 8 %.

b) The Key managerial personnel remuneration was increased around as below. (Including all the perquisites). However, the amount may vary due to the variation of period of increment.

S No.	Particulars	Details (in %)	Justification (in case of increase in point no.2)
1.	Average percentage increase in the remuneration of all Employees* (Other than Key Managerial Personnel)	8.42 %	Since there is no increase in the average % remuneration this is Not Applicable.
2.	Average Percentage increase in the Remuneration of Key Managerial Personnel	7.33 %	Since there is no increase in the average % remuneration this is Not Applicable.

vi. Affirmation that the remuneration is as per the remuneration policy of the company: Yes, the remuneration is as per the remuneration policy of the company.

Annexure -II

LIST OF TOP 10 EMPLOYEES

In terms of Remuneration drawn as per Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Management personnel) Rules 2014:

S No	Names of the Employees	Remuneration drawn (in Rs. Lakhs)	Designation	Nature of employment whether contractual or otherwise	Qualifications and experience of the employees	Date of commencement of employment and age of such employee	The last employment held by such employee before joining the company	% of equity shares held by the employee in the company	Whether any such employee is a relative of any director/ manager of the company and if so, name of such director or manager
1	P Nikhil Reddy	13.35	Manager Administration	Permanent	B. TECH, Exp. 9 Years	01-07-2020	GGS Engineering Services	Nill	NO
2	B. Sridhar	12.49	Production Manager	Permanent	B.Sc., Exp. 21 Years	03-02-2023	Hetero Drugs Ltd	Nill	NO
3	T. Sudhakar Reddy	12.98	Manager - Accounts	Permanent	Cost Accountant, 20 Years Exp	26-12-2024	Photon Interactive Pvt. Ltd.	Nill	NO
4	M. Mohana Rao	12.24	Production Manager	Permanent	B.Sc., Exp. 31 Years	05-09-2018	Maa Laboratories Pvt. Ltd.	Nill	NO
5	G. Chenna Rao	11.65	Dy. Production Manager	Permanent	B.Sc., Exp. 21 Years	03-02-2023	Hetero Drugs Ltd	Nill	NO
6	A. Ashok	9.37	Maintenance Manager	Permanent	ITI, Exp. 32 Years	06-01-2014	Arch Pharmalabs Limited	Nill	NO
7	R. Krishna	9.36	Asst. Production Manager	Permanent	B.Sc., Exp. 17 Years	04-03-2022	Hetero Drugs Ltd	Nill	NO
8	K Ramakrishna	7.76	Quality Control Manager	Permanent	M.Sc., Exp. 15 Years	22-05-2025	Venkar Chemicals Pvt. Ltd.	Nill	NO
9	K. Raja	7.88	Dy. Production Manager	Permanent	B.Sc., Exp. 24 Years	01-04-2024	Dasami Lab Pvt. Ltd.	Nill	NO
10	M Santosh Reddy	7.35	Purchase Manager	Permanent	B.Sc., Exp. 21 Years	10-07-2019	Neha Chemicals	Nill	NO

Annexure - III

Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: **Not Applicable as all the Related Party Transactions have been entered into at an arm's length basis.**

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

Sl. No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions:	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any: (Amount in Rs)	Date(s)of approval by the Board, if any: Approved by Audit Committee and Board Meeting in last Financial Year:	Amount paid as advances, if any:
1	Virupaksha Organics Ltd	Sales	01/04/2025 to 31/03/2026	Rs.66,65,37,000	25.08.2025	Nil
2	Virupaksha Organics Ltd	Purchase	01/04/2025 to 31/03/2026	Rs.62,75,55,713	25.08.2025	Nil
3	Virupaksha Organics Ltd	Loans – ICD	01/04/2025 to 31/03/2026	Rs.35,50,00,000	25.08.2025	Nil
4	Virupaksha Organics Ltd	Interest	01/04/2025 to 31/03/2026	Rs.2,11,14,260	25.08.2025	Nil
5	Virupaksha Organics Ltd	Rent	01/04/2025 to 31/03/2026	Rs.40,000	25.08.2025	Nil
6	Qemiq Pharma Private Limited and Associate Company	Loan	01/04/2025 to 31/03/2026	Rs.4,17,51,823	30.05.2025	Nil
7	Sai Sudhakar Vankineni and Director	Repayment of Loan	01/04/2025 to 31/03/2026	Rs,5,57,48,177	30.05.2025	Nil
8	Sai Sudhakar Vankineni and Director	Remuneration	01/04/2025 to 31/03/2026	Rs.5,00,000	30.05.2025	Nil

9	Sumanth Simha Vankineni and Relative of Director	Subsisting Loan	01/04/2025 to 31/03/2026	Nil	30.05.2025	Nil
10	Sunil Vishram Chawda and Dire ctor	Repayment of Loan	01/04/2025 to 31/03/2026	Rs.1,50,00,000	30.05.2025	Nil
11	Manoj Sunil Chawda and Reltive of Director	Subsisting Loan	01/04/2025 to 31/03/2026	Rs.2,50,00,000	30.05.2025	Nil
12	Classic Chemicals and Propriter is th e Director of the Company	Purchase of goods or services	01/04/2025 to 31/03/2026	Rs.27,10,200	30.05.2025	Nil
13	Sravani Reddy Gantla and Director	Repayment of Loan	01/04/2025 to 31/03/2026	Rs,1,10,00,000	30.05.2025	Nil
14	Amigos Molecular Solutions Private Limited and Promoter Group	Inter-corporate deposit Repayment	01/04/2025 to 31/03/2026	Rs.4,00,00,000	30.05.2025	Nil
15	Amigos Minerals LLP	Loan Repaid	01/04/2025 to 31/03/2026	Rs.2,30,00,000	30.05.2025	Nil

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

For and on Behalf of the Board of
Oxygenta Pharmaceutical Limited

Sd/-
Chandra Mouliswar Reddy Gangavaram
Whole-Time Director
(DIN: 00046845)

Sd/-
Balasubba Reddy Mamilla
Whole Time Director
(Din: 01998852)

Place: Hyderabad
Date: 23.05.2026

Annexure – IV

FORM MR-3

SECRETARIAL AUDIT REPORT

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

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

To,
The Members of
Oxygenta Pharmaceutical Limited
Hyderabad.

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

Based on our verification of the Company’s Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. Oxygenta Pharmaceutical Limited (“The Company”) for the financial year ended on 31st March, 2026 according to the provisions of:

i. The Companies Act, 2013 (the Act) and the rules made there under;

ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made there under;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment (FDI) and Overseas Direct Investment and External Commercial Borrowings;

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

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

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

iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable as the Company has not issued any shares to its shareholders during the year under review**

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

v. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable as the Company has not issued any debt securities during the year under review.**

vi. The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 2025, regarding the Companies Act and dealing with client; **Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the year under review. However, the company has Venture Capital & Corporate Investments Private Limited as its Share Transfer Agent.**

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

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

ix. Other applicable laws include the following:

- Income Tax Act, 1961
- Indian Stamp Act, 1899
- Shops and Establishments Act, 1948
- Code on Wages
- Industrial Relations Code
- Code on Social Security, and
- Occupational Safety, Health and Working Conditions Code (OSHWC Code).

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

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

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

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

a) During the year the Company has conducted Six (6) meetings of the Board of Directors, Five (5) meetings of the Audit committee, Five (5) meetings of Nomination Remuneration Committee, One (1) Meeting of Stakeholder Relationship Committee, and One (1) meeting of Independent Directors.

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

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

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

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

We further report that:

i. The Company that Mr. Prasad Reddy Battinapatla is the Chief Financial Officer and Ms. Kumkum Bajaj is the Company Secretary and Compliance Officer of the Company.

ii. The Company has internal auditors namely M/s. Suryachandra & Associates, Chartered Accountants, Hyderabad.

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

iv. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the period under the:

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

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

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

viii. We further report that during the year under report, the Company has not undertaken any event(s)/action(s) having a major bearing on the company's affairs or amendment in the main objects/ business of the Company in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

ix. The Company is a registered member of BSE apart from having DP connectivity with CDSL. From time to time there were inspection of books, accounts, records of the company by the above said authorities and the observations given there on have also been complied with by the Company.

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

For M/s. Aakanksha Dubey & Co
Practicing Company Secretary

Sd/-
Aakanksha Sachin Dubey
Practicing Company Secretary
M. No. 49041; C.P. No. 20064
UDIN: A049041H000454151
Peer Review Certificate No. 3363/2023

Place: Hyderabad
Date: 23.05.2026

Annexure-A

To

The Members of

Oxygenta Pharmaceutical Limited

Hyderabad.

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

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have relied on the reports given by the concerned professionals in verifying the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For M/s. Aakanksha Dubey & Co
Practicing Company Secretary

Sd/-
Aakanksha Sachin Dubey
Practicing Company Secretary
M. No. 49041; C.P. No. 20064
UDIN: A049041H000454151
Peer Review Certificate No. 3363/2023

Place: Hyderabad
Date: 23.05.2026

Annexure – V

MANAGEMENT DISCUSSION & ANALYSIS REPORT

INDUSTRY REVIEW:

India is one of the world's leading manufacturers of Active Pharmaceutical Ingredients (APIs), serving both domestic and international pharmaceutical markets. The country has established itself as a key player in the global API supply chain, supported by a strong manufacturing base, a skilled scientific workforce, cost-efficient production capabilities, and a well-developed regulatory ecosystem. Indian API manufacturers supply a broad range of products across therapeutic segments, including anti-infectives, cardiovascular, central nervous system, anti-diabetic, oncology, and gastrointestinal drugs.

The Indian API industry forms the backbone of the country's pharmaceutical sector by manufacturing the essential active ingredients used in the production of finished dosage formulations. India is among the largest suppliers of generic APIs globally and plays a critical role in ensuring affordable access to medicines across developed and emerging markets. Indian manufacturers have built significant capabilities in process chemistry, complex molecule development, fermentation technologies, and regulatory compliance, enabling them to cater to stringent international markets such as the United States, Europe, Japan, and other regulated geographies.

The industry is witnessing a structural transformation driven by increasing global emphasis on supply chain diversification, heightened focus on healthcare security, and government initiatives aimed at enhancing domestic manufacturing capabilities. Programmes such as the Production Linked Incentive (PLI) Scheme for Bulk Drugs and the development of Bulk Drug Parks are encouraging investments in backward integration, capacity expansion, and import substitution, thereby reducing dependence on imported APIs.

In addition, growing demand for high-quality generic medicines, increasing outsourcing by global pharmaceutical companies, and rising opportunities in Contract Development and Manufacturing Organisation (CDMO) services are creating significant avenues for value creation. Indian API manufacturers are increasingly investing in research and development, process innovation, environmental sustainability, and advanced manufacturing technologies to enhance competitiveness and meet evolving regulatory requirements.

With its established manufacturing expertise, strong regulatory track record, and expanding product portfolio, the Indian API industry is well positioned to capitalise on global demand and strengthen its role as a reliable and strategic partner in the worldwide pharmaceutical value chain.

RISKS AND CONCERNS:

The company operates in the highly competitive Active Pharmaceutical Ingredient (API) industry, which is characterised by intense pricing pressure, evolving customer requirements, stringent regulatory standards, and rapid technological advancements. The Company also faces risks arising from fluctuations in raw material prices, dependence on global supply chains, changing environmental compliance requirements, and increasing competition from both domestic and international API manufacturers.

As the Company undergoes its revival process, it recognises the importance of addressing these challenges through strategic investments in manufacturing infrastructure, quality systems, regulatory compliance, process optimisation, and product portfolio expansion. The Company intends to strengthen operational capabilities by leveraging technical expertise, introducing operational efficiencies, enhancing customer relationships, and improving capacity utilisation.

The Company also intends to focus on high-value APIs, strengthen its presence in regulated markets, and diversify its customer base to mitigate concentration risks. With a prudent risk management framework and a clear revival strategy, Company aims to improve its competitiveness, ensure sustainable operations, and create long-term value for all stakeholders.

OPPORTUNITIES AND THREATS:

The Indian Active Pharmaceutical Ingredient (API) industry presents significant growth opportunities, driven by increasing global demand for generic medicines, supply chain diversification, and government initiatives such as the Production Linked Incentive (PLI) Scheme and the development of Bulk Drug Parks. Rising healthcare expenditure, expanding pharmaceutical manufacturing, and growing outsourcing by global pharmaceutical companies further create opportunities for Indian API manufacturers to strengthen their presence in both domestic and international markets.

As part of revival strategy, your company is well positioned to capitalise on these opportunities by leveraging its existing manufacturing infrastructure, expanding its product portfolio, enhancing operational efficiencies, and targeting regulated as well as emerging export markets. Your company intends to introduce additional products, strengthen customer relationships, and improve capacity utilisation to accelerate the Company's growth trajectory.

At the same time, the Company faces certain industry-specific challenges, including volatility in raw material and solvent prices, increasing energy and utility costs, stringent environmental and regulatory compliance requirements, pricing pressure in generic APIs, and intense competition from domestic and international manufacturers. Supply chain disruptions and foreign exchange fluctuations may also impact profitability and operating performance.

The Company believes that by focusing on process optimisation, cost efficiency, product diversification, regulatory compliance, and value-added API manufacturing, it will be well equipped to mitigate these risks and achieve sustainable long-term growth while creating value for all stakeholders.

SEGMENT WISE PERFORMANCE:

Segment wise analysis of performance is not applicable to your Company under Ind-AS because there is only one segment i.e. Pharmaceutical.

OUTLOOK:

The outlook for the Indian Active Pharmaceutical Ingredient (API) industry remains positive, driven by increasing global demand for generic medicines, ongoing efforts to diversify pharmaceutical supply chains, favourable government initiatives to promote domestic API manufacturing, and expanding opportunities in regulated and emerging international markets. These factors are expected to support sustainable growth and enhance India's position as a preferred global supplier of high-quality APIs.

Oxygenta Pharmaceutical Limited is focused on strengthening its manufacturing capabilities, optimising capacity utilisation, expanding its product portfolio, and improving operational efficiencies to capitalise on these favourable industry trends. The Company will continue to focus on quality, regulatory compliance, customer satisfaction, and innovation to enhance its competitiveness in both domestic and international markets.

While the Company remains optimistic about its long-term growth prospects, its performance will continue to be influenced by factors such as global economic conditions, geopolitical developments, fluctuations in raw material and energy costs, foreign exchange movements, changes in regulatory requirements, and competitive market dynamics. Nevertheless, with its established manufacturing capabilities, experienced management, and strategic focus on operational excellence, the Company is well positioned to achieve sustainable growth and create long-term value for its stakeholders.

INTERNAL CONTROL SYSTEMS & ADEQUACY:

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

FINANCIAL PERFORMANCE:

Discussion on Financial Performance with respect to Operational Performance:

Total Income:

During the year under review, Oxygenta Pharmaceutical Limited has achieved a gross total income of Rs 11,326.77 Lakhs /- (Eleven thousand three twenty-six point seventy-seven lakhs' Rupees Only) for the Year 2025-26 against Rs. 11,060.77 Lakhs /- (Eleven thousand sixty point seventy-seven akhs' Rupees Only) for the Year 2024-25

Share Capital:

The paid-up share capital as on 31st March, 2026 is Rs. 36,98,35,000 /- (Thirty-Six Crore Ninety-Eight Lakh

Thirty-Five Thousand) divided into 3,69,83,500 (Three Crore Sixty-Nine Lakh Eighty-Three Thousand Five Hundred) fully paid-up equity shares of Rs.10/- (Rupees Ten Only) each.

Net Profit / (Loss):

The Company's net profit/ loss is Rs. (1704.63)/- Lakhs (Seventeen hundred four point sixty-three lakh Rupees Only).

Earnings Per Share (EPS):

The Earning Per Share for the Financial Year 2025-26 is Rs. (4.75)/- (Four-point seven fives Only) per share (Face Value: Rs.10/- (Rupees Ten Only) each).

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

MATERIAL DEVELOPMENT IN HUMAN RESOURCE / INDUSTRIAL RELATIONS:

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

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

Financial Ratios	Formula	For the Financial year		Deviation (%)	Remarks/ Reason for Change
		2025-26	2024-25		
Debtors Turnover Ratio(times)	Revenue from operations/Average Trade receivables	12.57	16.14	-22.14	The ratio declined primarily due to a proportionately higher increase in average trade receivables compared to the growth in revenue from operations, reflecting an extended credit cycle
Inventories Turnover Ratio(times)	COGS/Average Inventories	4.53	6.39	-29.14	The ratio decreased owing to higher average inventory levels maintained during the year relative to the cost of goods sold, resulting in a slower inventory turnover.
Interest Coverage Ratio(times)	EBIT/ Finance Cost	-364%	-712%	-48.83	The ratio improved compared to the previous year due to lower operating losses relative to finance costs. However, it remained negative as the Company continued to incur operating losses.
Current Ratio (times)	Current Asset / Current Liability	0.60	0.36	65.73	The current ratio improved mainly due to an increase in current assets, particularly inventories and trade receivables, during the year.

- -

Debt Equity Ratio (times)	Debt/Shareholders Equity	-2.57	-2.43	5.75	"The ratio is not meaningful due to the Company's negative net worth arising from accumulated losses."
Operating Profit Margin Ratio (%)	EBIT/Revenue from Operations	-15.40%	-11.31%	36.21	The operating margin remained negative due to continued operating losses. The change was primarily attributable to increased operating costs relative to revenue growth.
Net Profit Margin Ratio (%)	Profit After Tax /Revenue from Operations	-16%	-9%	65.09	The Company continued to report a net loss during the year, primarily due to operating losses and finance costs
Return on Net Worth (%)	Profit for the year (before exceptional items and after tax)/ Net Worth	41.16%	40.16%	2.50	"The ratio is not meaningful due to the Company's negative net worth arising from accumulated losses."

DISCLOSURE OF ACCOUNTING TREATMENT:

The standalone financial statements of the Company for the financial year ended 31 March 2026 have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, and other relevant provisions of the Companies Act, 2013.

The financial statements have been prepared on a going concern basis and are in compliance with all applicable Indian Accounting Standards. The accounting policies adopted are consistent with those followed in the previous financial year, except for the adoption of new or amended standards that became effective during the year, wherever applicable.

The Company has not adopted any accounting treatment that differs from the requirements prescribed under the applicable Indian Accounting Standards. The impact of newly issued or amended Accounting Standards, where applicable, has been duly evaluated and appropriately recognised and disclosed in the standalone financial statements. The significant accounting policies and relevant disclosures are set out in the Notes forming part of the standalone financial statements.

CAUTIONARY STATEMENT:

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

For and on Behalf of the Board of
Oxygenta Pharmaceutical Limited

Sd/-
Chandra Mouliswar Reddy Gangavaram
Whole-Time Director
(DIN: 00046845)

Place: Hyderabad
Date: 23.05.2026

Annexure - VI

CORPORATE GOVERNANCE REPORT

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

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on Code of Governance is backed by Principles of Concern, Commitment, Ethics, Excellence and Learning in all its acts and relationships with Stakeholders, Associates and Community at large. This philosophy revolves around fair and transparent governance and disclosure practices in line with the principles of Good Corporate Governance. The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations.

DATE OF REPORT

The information provided in the Report on Corporate Governance for the purpose of unanimity is as on 31st March, 2026. The Report is updated as on the date of the report wherever applicable.

BOARD DIVERSITY:

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

BOARD OF DIRECTORS

1. **COMPOSITION AND CATEGORY OF THE BOARD OF DIRECTORS:**

   The Company is managed and controlled through a professional body of Board of Directors which comprises of an optimum combination of Executive and Independent Directors. As on March 31, 2026, the Company's Board comprises of Six (6) Directors. There are 3 (Three) Independent Directors out of which 1 (one) is a Women Independent Director, 2 (Two) Executive Directors and 1 (One) Non-Executive Director. None of the Directors on the Board is a Member of more than 10 committees or Chairman of more than 5 companies across all the Companies in which he/she is a Director. The Board has been enriched with the advices and skills of the Independent Directors. The composition of the Board of Directors and details of number of Directorships / committee chairmanships / memberships attendance particulars is as mentioned in point no. C below.

2. **NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS HELD AND DATES ON WHICH HELD:**

   Dates on which Board meetings were held: 30.05.2025, 20.06.2025, 14.08.2025, 25.08.2025, 07.11.2025 and 04.02.2026.

3. ATTENDANCE AND DIRECTORSHIPS HELD:

Name	Category	Attendance at the AGM held on 19.09.2025	Attendance in Board Meetings		No. of Directorships in other companies		No. of committee positions held in other public companies	
			Held/ Entitled to Attend	Present/ Attended	Chairman	Director	Chairman	Member
*Sai Sudhakar Vankineni	Managing Director & CFO	NA	3	2	0	1	0	3
*Sanagari Kondal Reddy	Independent Director	NA	3	1	0	0	0	0
**Padmaja Surapureddy	Independent Director	NA	2	2	0	0	0	0
**Bharath Reddy Guntuku	Independent Director	NA	2	2	0	0	0	0
**Raghavender Rao Kanuganti	Executive Director	NA	2	0	0	0	0	0
**Sunil Vishram Chawda	Executive Director	NA	2	1	0	0	0	0
**Sravani Reddy Gantla	Executive Director	NA	2	2	0	0	0	0
**Aakanksha Sachin Dubey	Independent Director	NA	2	2	0	1	1	3
^Balasubba Reddy Mamilla	Executive Director	Present	4	4	0	0	1	3
^Chandra Mouliswar Reddy Gangavaram	Executive Director	Present	4	4	0	0	1	2
^Sidda Reddy Kanuparthi	Independent Director	Present	4	4	0	0	0	1
^Vedavathi Gangavaram	Non-Executive Director	Present	4	4	0	0	1	3
^Veera Reddy Arava	Independent Director	Present	4	4	0	0	0	4
^Sharvari Swapnil Shinde	Independent Director	Present	4	4	0	0	0	0

***Mr. Sai Sudhakar Vankineni,** Managing Director and CFO of the Company and **Mr. Sanagari Kondal Reddy,** Independent Director of the Company resigned from their position **w.e.f 18th August, 2025.**

****Mrs. Padmaja Surapureddy,** Independent – Non-Executive Director; **Mr. Bharath Reddy Guntuku,** Independent – Non-Executive Director; Mrs. Aakanksha Sachin Dubey, Independent – NonExecutive Director; **Mr. Raghavender Rao Kanuganti,** Executive Director; **Mr. Sunil Vishram Chawda,** Executive Director and **Mrs. Sravani Reddy Gantla,** Executive Director of the Company resigned from their position **w.e.f. 20th June, 2025.**

^Mr. Balasubba Reddy Mamilla, Whole-time Director; **Mr. Chandra Mouliswar Reddy Gangavaram,** Whole-time Director; **Mr. Sidda Reddy Kanuparthi,** Independent Director; **Mrs. Vedavathi Gangavaram**, Non-Executive Director; **Dr. Veera Reddy Arava,** Independent Director and **Mrs. Sharvari Swapnil Shinde**, Independent Director **was appointed as an Additional Director w.e.f. 20th June, 2025 and later regularized in the 32nd Annual General Meeting w.e.f.** appointed date i.e. 20th June, 2025 only.

Note: Chairmanship and Directorship excluding Oxygenta Pharmaceutical Limited was considered for the purpose of this report.

4. As far as present management is concerned none of the Directors of the Company are Directors of Other Listed entities hence, the details shown in **Table 2 are NIL.**

Table 2		
Name of Director	**Name of listed entities in which the concerned Director is a Director**	**Category of Directorship**
NIL		

5. DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE:

In accordance with the provisions of as per section 2 (77) of the Companies Act, 2013, read with Rule 4 of the Companies (Specification of definitions details) Rules, 2014, during the year under the review, no Directors of the Company were related to each other related except the following:

a) Mrs. Vedavathi Gangavaram is the wife of Mr. Chandra Mouliswar Reddy Gangavaram;

b) Mr. Balasubba Reddy Mamilla is the brother-in-law of Mr. Chandra Mouliswar Reddy Gangavaram and

c) Mr. Chandra Mouliswar Reddy Gangavaram is the husband of Mrs. Vedavathi Gangavaram and brother-in law of Mr. Balasubba Reddy Mamilla.

6. NUMBER OF SHARES AND HELD BY NON-EXECUTIVE DIRECTORS:

During the year under the review, none of the non-executive directors of the Company directly holds any Equity Shares in the company.

7. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:

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

The details of Familiarization Programme held in FY 2025-26 are also disclosed on the Company's website at https://www.oxygentapharma.com/.

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

S. No	Names of the Directors	Skills / Expertise / Competence of the Board of Directors are required in the context of business of the Company
1.	Mr. Balasubba Reddy Mamilla	Strategic planning & Management, Accounting, Finance & Taxation Regulatory, Corporate Governance & Compliance Management
2.	Mr. Chandra Mouliswar Reddy Gangavaram	Strategic planning & Management, Administration and operations, regulatory compliance and risk management, business strategies.
3.	Mrs. Vedavathi Gangavaram	Pharmaceutical Sector
4.	Dr. Veera Reddy Arava	Pharmaceutical Sector
5.	Mr. Sidda Reddy Kanuparthi	Banking Sector
6.	Mrs. Sharvari Swapnil Shinde	Secretarial Matters

9. DECLARATION BY BOARD:

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

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

Mrs. Padmaja Surapureddy, Mr. Bharath Reddy Guntuku and Mrs. Aakanksha Sachin Dubey resigned as Independent Directors w.e.f. 20.06.2025 and Mr. Sanagari Kondal Reddy resigned w.e.f 18.08.2025. Such resignation(s) was owing to the change in management due to the open offer made by Virupaksha Organics Limited. The Directors further confirmed that there was no material reason other than the reason mentioned above for their resignations as Independent Director.

11. COMMITTEES OF THE BOARD:

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

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

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

a) BRIEF DESCRIPTION OF TERMS OF REFERENCE:

Overview of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements reflect a true and fair position and that sufficient and credible information is disclosed.

a) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

b) Recommending the appointment and removal of External Auditors, fixation of audit fee and approval for payment for any other services;

c) Review and monitor the auditor's independence and performance, and effectiveness of audit process.

d) Approval of payment to statutory auditors for any other services rendered by them.

e) Review with the management and statutory auditors of the annual financial statements before submission to the Board with particular reference to:

i) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;

ii) Changes, if any, in accounting policies and practices and reasons for the same;

iii) Major accounting entries involving estimates based on the exercise of judgment by management;

iv) Significant adjustments made in the financial statements arising out of audit findings;

v) Compliance with listing and other legal requirements relating to financial statements

vi) Disclosure of any related party transactions;

vii) Modified opinion(s) in the draft audit report;

f) Review of the quarterly and half yearly financial results with the management and the statutory auditors;

g) Examination of the financial statement and the auditors' report thereon;

h) Review and monitor statutory auditor's independence and performance and effectiveness of audit process;

i) Approval or any subsequent modification of transactions with related parties;

j) Scrutiny of inter-corporate loans and investments;

k) Review of valuation of undertakings or assets of the company wherever it is necessary;

l) Evaluation of internal financial controls and risk management systems;

m) Review with the management, statutory auditors and the internal auditors about the nature and scope of audits and of the adequacy of internal control systems;

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

o) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

p) Consideration of the reports of the internal auditors and discussion about their findings with the management and suggesting corrective actions wherever necessary;

q) Look into the reasons for any substantial defaults in payment to the depositors, debenture-holders, shareholders (in case of non-payment of declared dividend) and creditors, if any;

r) Review the functioning of the whistle blower mechanism;

s) Review and monitor the end use of funds raised through public offers and related matters;

t) Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;

u) Frame and review policies in relation to implementation of the Code of Conduct for Prevention of Insider Trading and supervise its implementation under the overall supervision of the Board;

v) Discharge such duties and functions as indicated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013 and the rules made thereunder from time to time.

w) Review of the following information:

- management discussion and analysis of financial condition and results of operations;
- statement of significant related party transactions (as defined by the audit committee), submitted by management;
- management letters / letters of internal control weaknesses issued by the statutory auditors;
- internal audit reports relating to internal control weaknesses;
- The appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee.
- Statement of deviations as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to Stock Exchange(s) in terms of Regulation 32(1).
- Annual statement of funds utilized for purposes other than those stated in the offer document /prospectus / notice in terms of Regulation 32(7).
- The Audit Committee of the listed holding company shall also review the financial statements, in particular, the investments made by the unlisted subsidiary company.
- Carrying out any other function as may be referred to the Committee by the Board.

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

b) **INTERNAL AUDIT:** The Company has adequate internal control and Internal Audit system commensurate with its size and nature of its business. The Internal Audit Plan is approved by the Audit Committee and the Internal Auditors directly present their report to the Audit Committee for their consideration.

c) **COMPOSITION, MEETINGS & ATTENDANCE**

There were Five (5) Audit Committee Meetings held during the year on 30.05.2025, 14.08.2025, 25.08.2025, 07.11.2025 and 04.02.2026

Name	Designation	Category	Number of Meetings during the Year 2025-26	
			Held/Entitled to Attend	Present/ Attended
*Bharath Reddy Guntuku	Chairperson	Independent Director	1	1
*Aakanksha Sachin Dubey	Member	Independent Director	1	1
*Sravani Reddy Gantla	Member	Independent Director	1	1
**Sanagari Kondal Reddy	Member	Independent Director	2	1
^Sidda Reddy Kanuparthi	Chairperson	Independent Director	4	4
^Sharvari Swapnil Shinde	Member	Independent Director	4	4
#Veera Reddy Arava	Member	Independent Director	3	3
^Chandra Mouliswar Reddy Gangavaram	Member	Executive Director	4	4

*Resigned w.e.f. 20.06.2025.
**Resigned w.e.f. 18.08.2025.
^Appointed w.e.f. 20.06.2025.
#Appointed w.e.f. 25.08.2025

2. **NOMINATION AND REMUNERATION COMMITTEE:**

Nomination and Remuneration Committee was constituted in terms of Section 178 of Companies Act, 2013 read with Regulation 19 of SEBI (LODR) Regulations, 2015.

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

a) **BRIEF DESCRIPTION OF TERMS OF REFERENCE**

The Nomination and Remuneration Committee ('NRC') functions in accordance with Section 178 of the Act, Regulation 19 of the Listing Regulations and its Charter adopted by the Board. The terms of reference of the NRC includes:

- Recommend to the Board the setup and composition of the Board, including formulation of the criteria for determining qualifications, positive attributes and independence of a Director.
- Periodical review of composition of the Board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
- Support the Board in matters related to the setup, review and refresh of the Committees.
- Devise a policy on Board diversity.
- Recommend to the Board the appointment or reappointment of Directors.
- Recommend to the Board how the Company will vote on resolutions for appointment of Directors on the Boards of its material subsidiaries.

- Recommend to the Board, the appointment of Key Managerial Personnel (KMP) and executive team members.
- Carry out the evaluation of every Director's performance and support the Board and Independent Directors in the evaluation of the performance of the Board, its Committees and individual Directors, including formulation of criteria for evaluation of Independent Directors and the Board.
- Oversee the performance review process for the KMP and executive team with the view that there is an appropriate cascading of goals and targets across the Company.
- Recommend the Remuneration Policy for the Directors, KMP, executive team and other employees.
- On an annual basis, recommend to the Board the remuneration payable to Directors, KMP and executive team of the Company.
- Review matters related to remuneration and benefits payable upon retirement and severance to MD/EDs, KMP and executive team.
- Review matters related to voluntary retirement and early separation schemes for the Company.
- Provide guidelines for remuneration of Directors on material subsidiaries.
- Recommend to the Board how the Company will vote on resolutions for remuneration of Directors on the Boards of its material subsidiaries.
- Assist the Board in fulfilling its corporate governance responsibilities relating to remuneration of the Board, KMP and executive team members.
- Oversee familiarization programs for Directors.
- Review HR and People strategy and its alignment with the business strategy periodically, or when a change is made to either.
- Review the efficacy of HR practices, including those for leadership development, rewards and recognition, talent management and succession planning.
- Perform other activities related to the charter as requested by the Board from time to time.

b) COMPOSITION OF THE NOMINATION AND REMUNERATION COMMITTEE, MEETINGS & ATTENDANCE

There were Five (5) Meetings of Nomination and Remuneration Committee held during the financial year on 20.06.2025, 14.08.2025, 25.08.2025, 07.11.2025 and 04.02.2026.

Name	Designation	Category	Number of Meetings during the Year 2025-26	
			Held/Entitled to Attend	Present/ Attended
*Aakanksha Sachin Dubey	Chairperson	Independent Director	1	1
*Bharath Reddy Guntuku	Member	Independent Director	1	1
*Padmaja Surapureddy	Member	Independent Director	1	1
**Sanagari Kondal Reddy	Member	Independent Director	2	0
^Veera Reddy Arava	Chairperson	Independent Director	4	4
^Sidda Reddy Kanuparthi	Member	Independent Director	4	4
^*Sharvari Swapnil Shinde	Member	Independent Director	3	3

*Resigned w.e.f. 20.06.2025.
**Resigned w.e.f. 18.08.2025.
^Appointed w.e.f. 20.06.2025.
^* Appointed w.e.f. 25.08.2025.

C) PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:

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

3. STAKEHOLDERS RELATIONSHIP COMMITTEE:

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

a) BRIEF DESCRIPTION OF TERMS OF REFERENCE: The Committee's role includes:

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

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

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

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

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

vi. Authority to review / investigate into any matter covered by Section 178 of the Companies Act, 2013 and matters specified in Part D of Schedule II of the Listing Regulations. During the Financial Year April 2025 to March 2026, One (1) Stakeholders Relationship Committee Meeting was held. The date on which the said meetings was held is 04.02.2026

b) COMPOSITION OF THE STAKEHOLDER RELATIONSHIP COMMITTEE, MEETINGS & ATTENDANCE

There was one (1) Stakeholder Relationship Committee Meetings held during the financial year that is on 04.02.2026

Name	Designation	Category	Number of Meetings during the Year 2025-26	
			Held/Entitled to Attend	Present/ Attended
*Bharath Reddy Guntuku	Chairperson	Independent Director	0	0
*Sunil Vishram Chawda	Member	Executive Director	0	0
*Padmaja Surapureddy	Member	Independent Director	0	0
*Aakanksha Sachin Dubey	Member	Independent Director	0	0
^Veera Reddy Arava	Chairperson	Independent Director	1	1
^Sidda Reddy Kanuparthi	Member	Independent Director	1	1
^Sharvari Swapnil Shinde	Member	Independent Director	1	1
^Balasubba Reddy Mamilla	Member	Executive Director	1	1

*Resigned w.e.f. 20.06.2025.
^Appointed w.e.f. 20.06.2025

c) NAME AND DESIGNATION OF COMPLIANCE OFFICER:

During the year under the review, Ms. Dolly Mandhan was the Company Secretary and Compliance Officer of the Company. However, Ms. Dolly Mandhan resigned w.e.f. 14.08.2025 and Ms. Kumkum Bajaj was appointed the Company Secretary and Compliance Officer of the of the Company w.e.f. 14.08.2025.

d) DETAILS OF COMPLAINTS/REQUESTS RECEIVED, RESOLVED AND PENDING DURING THE YEAR 2025-26:

INVESTOR COMPLAINTS	
Particulars	**Year ended 31.03.2026**
Pending at the beginning of the year	0
Received during the year	1
Disposed of during the year	1
Remaining unresolved at the end of the year	0

12. SENIOR MANAGEMENT:

Particulars of senior management including the changes therein since the close of the previous financial year: The Nomination and Remuneration Policy of the Company defines Senior Management of the Company. Below is the list of Senior Management Personnel of the Company as on 31st March 2026:

S. No	Name of the Senior Management	Designation	Appointment / Resignation	Date of appointment / Date of Resignation (if any)
1.	Mr. Sai Sudhakar	CFO	Resigned	18.08.2025
2.	Mr. Prasad Reddy	CFO	Appointed	07.11.2025
3.	Mrs. Dolly Mandhan	Company Secretary and Compliance Officer	Resigned	14.08.2025
4.	Ms. Kumkum Bajaj	Company Secretary and Compliance Officer	Appointed	14.08.2025

13. REMUNERATION POLICY:

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

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

None of the non-executive director(s) are holding Equity shares in the Company.

b) CRITERIA OF MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS:

Policy:

Remuneration to Executive Director and key managerial personnel

1.1 The Board on the recommendation of the Nomination and Remuneration (NR) committee shall review and approve the remuneration payable to the Executive Directors of the company in terms of approval of the General Body.

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

1.3 The remuneration structure to the Executive Directors and key managerial personnel shall include the following components:

(i) Basic pay

(ii) Perquisites and Allowances

(iii) Stock Options

(iv) Commission

(i) Retirement benefits

1.4 The Annual plan and Objectives for Executive Directors shall be reviewed by the NR committee and Annual Performance Bonus will be approved by the committee based on the achievement against the Annual plan and Objectives.

2. Remuneration to Non – Executive Directors

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

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

3. Remuneration to other employees

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

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

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

c) POLICY FOR SELECTION OF DIRECTORS AND DETERMINING DIRECTORS' INDEPENDENCE:

1. Scope:

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

2. Terms and References:

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

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

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

3. Policy:

Qualifications and criteria

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

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

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

3.1.3 The proposed appointee shall also fulfil the following requirements:

- shall possess a Director Identification Number;
- shall not be disqualified under the companies Act, 2013;
- shall Endeavour to attend all Board Meeting and wherever he is appointed as a Committee member, the committee meeting;
- shall abide by the code of conduct established by the company for Directors and senior management personnel;
- shall disclose his concern or interest in any Company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as any prescribed, from time to time, under the Companies Act, 2013,

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

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

3.2 Criteria of Independence

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

3.2.2 The criteria of independence shall be in accordance with the guidelines as laid down in Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

An Independent Director in relation to a Company, means a Director other than a Managing Director or a whole-Time Director or a Nominee Director -

a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;

b. (i) who is or was not a promoter of the Company or its holding, subsidiary or associate Company or member of the promoter group of the listed entity;

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

c. who, apart from receiving director's remuneration, who has or had no pecuniary relationship with the Company, its Holding, Subsidiary or Associate Company, or their promoters, or Director, during the two immediately preceding financial year or during the current financial year;

d. none of who's relative

(A) is holding securities of or interest in the listed entity, its holding, subsidiary or associate company during the three immediately preceding financial years or during the current financial year of face value in excess of fifty lakh rupees or two percent of the paid-up capital of the listed entity, its holding, subsidiary or associate company, respectively, or such higher sum as may be specified;

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

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

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

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

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

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

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

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

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

(B) any legal or a consulting firm that has or had any transaction with the Company, its holding subsidiary or associate Company amounting to ten per cent or more of the gross turnover of more of the gross turnover of such firm;

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

Or

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

Or

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

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

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

h. Who is not less than 21 years of age.

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

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

3.3 Other Directorships/ Committee Memberships:

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

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

3.3.3 A Director shall not serve as an independent Director in more than 7 listed companies and not more than 3 listed companies in case he is serving as a whole-time Director in any listed Company.

3.3.4 A Director shall not be a member in more than 10 committee or act as chairman of more than 5 committee across all companies in which he holds Directorships.

For the purpose of considering the limit of the committee, Audit committee and stakeholder’s relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under Section 8 of the companies Act, 2013 shall be excluded.

d) REMUNERATION TO DIRECTORS:

Name of the Director	Remuneration (Rs)	Sitting Fee (Rs)	Total (Rs.)	No. of Equity Shares held
*Mr. Sai Sudhakar Vankineni	5,00,000/-	Not Applicable	5,00,000/-	--
*Mr. Sanagari Kondal Reddy	Not Applicable	Nil	--	--
**Mrs. Padmaja Surapureddy	Not Applicable	Nil	--	--
**Mr. Bharath Reddy Guntuku	Not Applicable	Nil	--	--
**Mrs. Aakanksha Sachin Dubey	Not Applicable	Nil	--	--
**Mr. Raghavender Rao Kanuganti	Nil	Not Applicable	--	--
**Mr. Sunil Vishram Chawda	Nil	Not Applicable	--	--
**Mrs. Sravani Reddy Gantla	Nil	Not Applicable	--	--
^Mr. Chandra Mouliswar Reddy Gangavaram	Nil	Not Applicable	--	12,895
^Mr. Balasubba Reddy Mamilla	Nil	Not Applicable	--	--
^Mrs. Vedavathi Gangavaram	Nil	Not Applicable	--	--
^Mr. Sidda Reddy Kanuparthi	Not Applicable	1,70,000/-	1,70,000/-	--
^Dr. Veera Reddy Arava	Not Applicable	1,70,000/-	1,70,000/-	--
^Mrs. Sharvari Swapnil Shinde	Not Applicable	1,70,000/-	1,70,000/-	--

*Resigned w.e.f 20.06.2025.
**Resigned w.e.f 18.08.2025.
^Appointed w.e.f. 20.06.2025.

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

14. GENERAL BODY MEETINGS

1. LOCATION, DATE AND TIME OF LAST THREE AGMS / EGMS AND SPECIAL RESOLUTIONS THERE AT AS UNDER:

Financial Year	Date	Type of Meeting	Time	Venue	Special Resolution Passed
2022-23	30.09.2023	AGM	03.00 pm	Survey No. 252/1, Aroor village, Sadasivapet mandal, Sangareddy District, Telangana State – 502291	Yes
2023-24	09.05.2024	EGM	03.00 pm	Survey No. 252/1, Aroor village, Sadasivapet mandal, Sangareddy District, Telangana State – 502291	Yes
2023-24	30.09.2024	AGM	03.00 pm	Survey No. 252/1, Aroor village, Sadasivapet mandal, Sangareddy District, Telangana State – 502291	Yes
2024-25	19.09.2025	AGM	03:00 pm	Through Video conference and other audio-visual means	Yes

2. PASSING OF RESOLUTIONS BY POSTAL BALLOT

The Company had passed resolutions through Postal Ballot Once (1) during the Financial Year 2025-26, the details of which are mentioned below:

S No.	Details of Resolution passed through Postal Ballot	Date of passing of resolution	Voting Results	
			% of votes cast in favour	% of votes cast against
1.	Reclassification of person(s) forming part of the Promoter / Promoter Group from "Promoter/ Promoter Group Category" to "Public Category" shareholder of the Company	11.12.2025	99.9832	0.0168

a) Procedure adopted for Postal Ballot a. E-voting facility In compliance with Regulation 44 of the Listing Regulations, Sections 108, 110, and other applicable provisions of the Act read with the Rules issued thereunder and the General Circulars issued in this regard by the Ministry of Corporate Affairs ("MCA"), the Company provided electronic voting facility to all its members. The Company had engaged the services of Central Depository and Securities Limited ("CDSL") for the purpose of providing electronic voting facility to all its members.

b) Circulation of Postal Ballot Notice the Postal Ballot Notice was sent to the members in electronic form at their email addresses registered with the Depositories/Venture Capital Investments Private Limited, the Company's Registrar and Share Transfer Agent. The Company had also published a notice in the newspapers declaring the details of completion of dispatch, e-voting details, and other requirements in terms of the Act read with the Rules issued thereunder and the Secretarial Standards issued by ICSI. Voting rights were reckoned on the paid-up value of shares of the Company registered in the names of the shareholders as on the cut-off date. The notice of aforesaid Postal Ballots is available on the Company's website at https://www.oxygentapharma.com/.

c) Postal Ballot voting results The Scrutinizer submitted his report to the Company Secretary based on the authorisation by the Chairman of the Company, after the completion of scrutiny and the consolidated results of the voting by Postal Ballot were then announced by the Company Secretary. The voting results pursuant to Regulation 44(3) of the Listing Regulations and Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014, and Scrutinizer's Report on remote e-voting were placed on the Company's website at https://www.oxygentapharma.com/ and were also available on the website of the stock exchanges. No Special Resolution is proposed to be passed through Postal Ballot as on the date of this Integrated Annual Report. However, if required, the same shall be passed in compliance of provisions of the Act and the Listing Regulations. None of the businesses proposed to be transacted at the ensuing AGM require passing the resolution through Postal Ballot. The details of the previous postal ballots are available on the Company's website at https://www.oxygentapharma.com/ .

15. MEANS OF COMMUNICATION:

The Company promptly discloses information on material corporate developments and other events as required under the Listing Regulations. Such timely disclosures indicate the good corporate governance practices of the Company. For this purpose, it provides multiple channels of communications through dissemination of information on the online portal of the Stock Exchanges, Annual Reports and by placing relevant information on its website.

I. Publication of financial results: Quarterly, half-yearly and annual financial results of the Company are published in leading English and Telugu language newspaper.

II. Website and News Releases: In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under 'Investor Relations' i.e. 'Disclosure under Regulation 46 of SEBI (LODR) Regulations' on the Company's website gives information on various announcements made by the Company, Annual Reports, financial results along with the applicable policies of the Company.

Quarterly Compliance Reports on Corporate Governance and other relevant information of interest to the Investors are also placed under the Investors section on the Company's website.

III. Stock Exchanges: In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section The Company has a Policy for determination of Materiality of Events/Information for the purpose of making disclosure to the Stock Exchanges. The Managing Director/Executive Director and CFO are severally authorised to decide on the materiality of information for the purpose of making disclosures to the Stock Exchanges. The Company makes timely disclosures of necessary information to BSE Limited (BSE), where shares of the Company are listed, in terms of the Listing Regulations and other applicable rules and regulations issued by the SEBI. The Policy for determination of Materiality of Events/Information is available on the Company's website at https://www.oxygentapharma.com/

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

V. BSE Listing Centre: BSE Listing are web-based application designed by BSE, respectively, for corporates to make submissions. All periodical compliance filings, inter alia, shareholding pattern, compliance report on corporate governance, corporate announcements, amongst others, are filed electronically in accordance with the Listing Regulations. Further, in compliance with the provisions of the Listing Regulations, all the disclosures made to the Stock Exchanges are in a format that allows users to find relevant information easily through a searching tool.

a) IN CASE THE SECURITIES ARE SUSPENDED FROM TRADING, THE DIRECTORS REPORT SHALL EXPLAIN THE REASON THEREOF: NOT APPLICABLE

b) GENERAL SHAREHOLDERS INFORMATION:

<table>
<tr><th>Financial Year</th><th>Date</th></tr>
<tr><td>Company Registration Details</td><td>The Company is registered in the State of Telangana, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L24110TG1990PLC012038</td></tr>
<tr><td>Date</td><td>21.08.2026</td></tr>
<tr><td>Time</td><td>10:30 A.M</td></tr>
<tr><td>Venue of AGM</td><td>Through video conference</td></tr>
<tr><td>Tentative Schedule for considering Financial Results:</td><td><table>
<tr><th>Financial Year</th><th>2026-27</th></tr>
<tr><td>First Quarterly Results</td><td>On or before 14.08.2026</td></tr>
<tr><td>Second Quarterly Results</td><td>On or before 14.11.2026</td></tr>
<tr><td>Third Quarterly Results</td><td>On or before 14.02.2027</td></tr>
<tr><td>Fourth Quarterly Results</td><td>On or before 30.05.2027</td></tr>
<tr><td>Annual General Meeting for year ending 31 March, 2027</td><td>On or before 30.09.2027</td></tr>
</table></td></tr>
<tr><td>Date of Book Closure</td><td>15.08.2026 to 21.08.2026</td></tr>
<tr><td>Name and address of each stock exchange(s) at which the Company's securities are listed</td><td>BSE Limited
Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400023</td></tr>
<tr><td>Confirmation of Payment of annual listing fees to stock exchanges</td><td>Paid to BSE Limited, where the shares of the Company are listed</td></tr>
<tr><td>Scrip Code</td><td>BSE – 524636</td></tr>
<tr><td>ISIN Number for NSDL & CDSL</td><td>INE102E01018</td></tr>
<tr><td>Branch office/Plant Location</td><td>NIL</td></tr>
<tr><td>Address for correspondence:</td><td>Level-1, Plot No. B1 and B2, IDA Gandhi Nagar, Kukatpally, Hyderabad-500037, Telangana, India</td></tr>
<tr><td>List of all Credit Ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad.</td><td>Since the Company has not issued any Debt Instruments or Fixed Deposit Programme, therefore company has not obtained any Credit Ratings during the Financial Year.</td></tr>
<tr><td>Address for Correspondence RTA</td><td>M/s. Venture Capital & Corporate Investments Pvt. Ltd.
AURUM, Door No.4-50/P-II/57/4F & 5F,
Plot No.57, 4th & 5th Floors,
Jayabheri Enclave Phase– II
Gachibowli, Hyderabad – 500032
Ph No.: +91 040 23818475 / +91 040 35164940
E-mail: investor.relations@vccipl.com
Website: https://www.vccipl.com/</td></tr>
</table>

Investor Correspondence / Query on Annual Report, etc.	Ms. Kumkum Bajaj (appointed w.e.f. 14.08.2025) Company Secretary and Compliance Officer Level-1, Plot No. B1 and B2, IDA Gandhi Nagar, Kukatpally, Hyderabad-500037, Telangana, India Cell: 08455-250280 / 250080 E- Mail: cs@oxygentapharma.com Website: www.oxygentapharma.com

a. REGISTRARS & TRANSFER AGENTS:

M/s. Venture Capital & Corporate Investments Pvt. Ltd.
AURUM, Door No.4-50/P-II/57/4F & 5F,
Plot No.57, 4th & 5th Floors,
Jayabheri Enclave Phase– II
Gachibowli, Hyderabad – 500032
E-mail: investor.relations@vccipl.com
Website: https://www.vccipl.com/
Ph No.: +91 040 23818475 / +91 040 35164940

b. SHARE TRANSFER SYSTEM:

The requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository and the transmission or transposition of securities held in physical or dematerialised form shall be affected only in dematerialised form.

c. DISTRIBUTION OF SHAREHOLDING AS ON 31.03.2026:

Shares	No. of Holders	% to Total	No. of shares	% to Total
Up to - 5000	9420	91.5	11220520	3.03
5001 - 10000	350	3.4	2881510	0.78
10001 - 20000	211	2.05	3232730	0.87
20001 - 30000	84	0.82	2118810	0.57
30001 - 40000	23	0.22	776290	0.21
40001 - 50000	48	0.47	2268160	0.61
50001 - 100000	58	0.56	4285630	1.16
100001 and above	101	0.98	343051350	92.76
Total	**10295**	**100**	**369835000**	**100**

d. DEMATERIALISATION & LIQUIDITY OF SHARES:

Oxygenta Pharmaceutical Limited shares are tradable in Electronic Form. The Company has established electronic connectivity through National Security Depository Limited (“NSDL”) and Central Depository Services (India) Limited (CDSL) with both the depositories, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) The International Securities Identification Number (ISIN) allotted to our shares under the Depository System is INE102E01018. As on March 31, 2026 96.63% of the shares were held in Dematerialised form and the rest in physical form.

Particulars	No. of Shares	% Share Capital
NSDL	2,93,90,317	79.47
CDSL	63,47,653	17.16
Physical	12,45,530	3.37
TOTAL	**3,69,83,500**	**100.00**

We request the shareholders whose shares are held in physical mode to dematerialize the shares and update their bank accounts with the depository participants.

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

The Company has not issued these types of securities.

f. COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES:

There is no foreign exchange and hedging business activities.

16. OTHER DISCLOSURES:

a) MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS:

During the year under review, there are no other materially significant related party transactions other than those disclosed in form AOC-2 attached to this report as Annexure - III.

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

b) DETAILS OF NON-COMPLIANCE BY THE LISTED ENTITY, PENALTIES, STRICTURES IMPOSED ON THE LISTED ENTITY BY STOCK EXCHANGE(S) OR THE BOARD OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS, DURING THE LAST THREE YEARS:

S. no	FY	Action taken by	Details of Violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company secretary, if any.
1.	2023-24	Bombay Stock Exchange Limited ("BSE")	Board of directors of the company in their Board meeting held on October 11, 2023 Appointed Ms. Dolly Mandhan as the Company Secretary and Compliance Officer of the Company w.e.f. October 01, 2023 and the Company had Submitted the Intimation of Appointment of the Company Secretary and Compliance officer to BSE within 12 hours post the Conclusion of the Board Meeting instead of disclosure of the appointment of the Company Secretary and Compliance Officer within 12 hours of appointment date.	BSE has issued advisory letter dated April 23, 2024, advising the Company to adhere to the disclosure requirements of the SEBI Circulars and the Regulation and submit the revised disclosures on immediate basis (if not submitted already)	As per the information and explanation provided by the Company, the Board of Directors of the Company at their meeting held on May 30, 2024 have taken note of the BSE advisory letter dated April 23, 2024 and affirmed to adhere the compliance of the SEBI Circulars and the Regulations as issued and amended from time to time. Further the same was reported in the Annual Secretarial Report issued by the PCS.

2. (a)	2022-23	Bombay Stock Exchange Limited ("BSE")	Default in taking approval and disclosing of Related Party transactions under Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2011	BSE has issued Show Cause Notice No.SEBI/EAD1/SM/YK/64929 /20 22	The Company has complied the same
(b)	2022-23	Securities and Exchange Board of India ("SEBI")	Default in taking approval and disclosing of Related Party transactions under Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2011	SEBI vide its Adjudication Order No.: Order/SM/YK/2022-23/23921-23927 dated February 20, 2023 levied a Fine Amount of Rs. 5,00,000/- on listed entity and Rs. 6,00,000/- joint and several penalties on Executive Directors of the listed entity	The Company and Directors have paid the Fine amount levied by SEBI
(c)	2022-23	Bombay Stock Exchange Limited ("BSE")	Default in disclosure of material event i.e., Submission of application for reclassification of status as promoter/ public by the listed entity to the stock exchange under Regulation 31A(8)(c) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	BSE Limited issued Advisory letter dated 22nd February, 2023	The Company has complied the regulation by filing delayed disclosure dated 21st February, 2023.

c) WHISTLE BLOWER POLICY:

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

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

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

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

e) WEB LINK WHERE POLICY FOR DETERMINING 'MATERIAL' SUBSIDIARIES IS DISCLOSED;

The Company does not have any material subsidiary as defined under Listing Regulations, however, the policy for determining its 'Material' Subsidiaries was formulated and the same is available on the website of the Company https://www.oxygentapharma.com/.

f) WEB LINK WHERE POLICY ON DEALING WITH RELATED PARTY TRANSACTIONS:

https://www.oxygentapharma.com/.

g) DETAILS OF UTILIZATION OF FUNDS RAISED THORUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT:

During the financial year 2025-26, the Company has not raised any funds through prefrential allotment and qualified Institutions placement.

h) CERTIFICATE FROM PRACTICING COMPANY SECRETARY

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

i) RECOMMENDATIONS OF COMMITTEES

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

j) TOTAL FEES FOR ALL SERVICES PAID BY THE COMPANY, ON A CONSOLIDATED BASIS, TO THE STATUTORY AUDITOR.

The fees paid by the Company to its Statutory Auditors is Rs. 6,00,000/- p.a. (Six lakhs plus applicable taxes and out of pocket expenses.

k) DISCLOSURE IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

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

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

l) DISCLOSURE BY LISTED ENTITY AND ITS SUBSIDIARIES OF 'LOANS AND ADVANCES IN THE NATURE OF LOANS TO FIRMS/COMPANIES IN WHICH DIRECTORS ARE INTERESTED BY NAME AND AMOUNT: NIL

m) DETAILS OF MATERIAL SUBSIDIARIES OF THE LISTED ENTITY; INCLUDING THE DATE AND PLACE OF INCORPORATION AND THE NAME AND DATE OF APPOINTMENT OF THE STATUTORY AUDITORS OF SUCH SUBSIDIARIES: NIL

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

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

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

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

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

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

20. DECLARATION ON CODE OF CONDUCT FOR THE YEAR 2025-26:

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

21. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT:

There is no unclaimed or unpaid dividend and therefore no Suspense account / unclaimed suspense account.

22. DECLARATIONS BY INDEPENDENT DIRECTORS:

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

The Company has also obtained declarations from all the Independent Directors pursuant to Section 149(6) of the Companies Act, 2013. It is also confirmed that in the opinion of the Board, the Independent Directors fulfil the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

23. INDEPENDENT DIRECTORS' MEETING:

As per Clause 7 of the Schedule IV of the Companies Act (Code for Independent Directors), a separate meeting of the Independent Directors of the Company (without the attendance of Non-Independent Directors) was held on 04th February, 2026, and discussed the following:

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

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

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

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

24. INFORMATION SUPPLIED TO THE BOARD:

The Board has complete access to all information of the Company and is regularly provided advanced detailed information as a part of the agenda papers or is tabled therein. In addition, detailed quarterly performance report by the CFO is presented in the quarterly Board meeting, encompassing all facets of the Company's operations during the quarter, including update of key projects, outlook and matters relating to environment, health & safety etc.

25. Previous Annual General Meeting i.e. 32nd Annual General Meeting of the Company was held on 19th September, 2025 and Mr. Sidda Reddy Kanuparthi, Independent Director and Chairman of the Audit Committee for that period, attended previous Annual General Meeting.

26. MECHANISM FOR EVALUATION OF THE BOARD:

Pursuant to provisions of Regulation 17(10) of the SEBI Listing Regulations and the provisions of the Act, an annual Board effectiveness evaluation was conducted for FY 2025-26 on 04th February 2026, involving the following:

a. Evaluation of IDs, in their absence, by the entire Board was undertaken, based on their performance and fulfillment of the independence criteria prescribed under the Act and SEBI Listing Regulations; and

b. Evaluation of the Board of Directors, its Committees and individual Directors, including the role of the Board Chairman. An IDs' meeting, in accordance with the provisions of Section 149(8) read with Schedule IV of the Act and Regulation 25(3) and 25(4) of the SEBI Listing Regulations, was convened on 04th February, 2026, mainly to review the performance of Independent Directors and the Chairman & Managing Director as also the Board as a whole.

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

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

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

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

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

Disclosures as prescribed under SEBI circular SEBI/HO/CFD/ CMD/CIR/P/2018/79 dated 10th May, 2018 are given below:

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

27. OTHER DIRECTORSHIPS / COMMITTEE MEMBERSHIPS:

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

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

iii. Director shall not serve as an independent Director in more than 7 listed companies and not more than 3 listed companies in case he is serving as a whole-time Director in any listed company.

iv. Director shall not be a member in more than 10 committees or act as chairman of more than 5 committees across all companies in which he holds directorships.

For the purpose of considering the limit of the committee, Audit committee and stakeholder's relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under section 8 of the Companies Act, 2013 shall be excluded.

28. DIRECTORS AND OFFICERS INSURANCE:

In line with the requirements of Regulation 25(10) of the Listing Regulations, The Company does not has in place any Directors and Officers Liability Insurance policy.

29. SHAREHOLDING PATTERN AS ON 31ST MARCH, 2026:

S. No	Category	Total no. shares held	Shareholding as a % of total no. of shares
A	**PROMOTER AND PROMOTER GROUP**	2	56.54
1.	Indian		
	Individual	12,895	0.03
	Others (Body Corporate)	2,08,96,975	56.50
	Sub-Total A (1):		
2.	Foreign	--	--
	Individual	--	--
	Sub-Total A (2):	--	
	Total A = A (1) + A (2)	**2,09,09,870**	**56.54**

B	**PUBLIC SHAREHOLDING**		
1.	Institutions	9,700	0.03
	Sub-Total B (1):	9,700	0.03
2.	Non-Institutions a. Bodies Corporate b. Indian Public c. Foreign d. Any Other	 1,47,747 1,40,96,701 16,50,727 1,68,755	 0.40 38.12 4.46 0.46
	Sub-Total B (2):	1,60,63,930	43.44
	Total B = B (1) + B (2)	**1,60,73,630**	**43.46**
	Grand Total (A+B)	**3,69,83,500**	**100.00**

30. ELECTRONIC CONNECTIVITY: Demat ISIN Number: INE102E01018

31. NATIONAL SECURITIES DEPOSITORY LIMITED

Trade World, Kamala Mills Compound
Senapati Bapat Marg, Lower Parsel
Mumbai – 400 013.

32. CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED

Marathon Futurex, A-Wing,
25th floor, NM Joshi Marg,
Lower Parel, Mumbai 400013

33. DECLARATION ON CODE OF CONDUCT FOR THE YEAR 2025-26:

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

34. MD/ CFO Certification

The Whole-time Director and Chief Financial Officer certification of the financial statements as specified in Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the Financial Year 2025-2026 is provided elsewhere in this Annual Report.

35. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES

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

And no such director is getting any remuneration.

36. RECONCILIATION OF SHARE CAPITAL:

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

37. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT:

There is no unclaimed or unpaid dividend and therefore no Suspense account / unclaimed suspense account.

38. DISCLOSURE OF ACCOUNTING TREATMENT:

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

39. GREEN INITIATIVE IN THE COPORATE GOVERNANCE:

As part of the green initiative process, the Company has taken an initiative of sending documents like notice calling Annual General Meeting, Corporate Governance Report, Directors Report, audited financial Statements, Auditors Report, Dividend intimations etc., by email are sent only to those shareholders whose email addresses are not registered with the Company and for bounced mail cases. Shareholders are requested to register their email id with Registrar and Share Transfer Agent/concerned depository to enable the Company to send the documents in electronic from or inform the Company, in writing, in case they wish to receive the above documents in paper mode.

40. COMPLIANCE WITH THE DISCRETIONARY REQUIREMENTS UNDER LISTING REGULATIONS:

The Board of Directors periodically reviewed the compliance of all applicable laws and steps taken by the Company to rectify instances of non-compliance, if any. The Company is in compliance with all mandatory requirements of Listing Regulations. In addition, the Company has also adopted the following non-mandatory requirements to the extent mentioned below:

- **Audit qualifications:** Company's financial statements have no qualifications.
- **Reporting of Internal Auditor:** The Internal Auditor of the Company directly reports to the Audit Committee on functional matters.

The Company has submitted quarterly compliance report on Corporate Governance with the Stock Exchanges, in accordance with the requirements of Regulation 27(2) (a) of the Listing Regulations.

For and on Behalf of the Board of
Oxygenta Pharmaceutical Limited

Sd/-
Chandra Mouliswar Reddy Gangavaram
Whole-Time Director
(DIN: 00046845)

Place: Hyderabad
Date: 23.05.2026

CERTIFICATE ON CORPORATE GOVERNANCE

[Pursuant to Regulation 34(3) and Schedule V Para E of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of
Oxygenta Pharmaceutical Limited
Hyderabad

We have examined the compliance of the conditions of Corporate Governance by **Oxygenta Pharmaceutical Limited** ('the Company') for the financial year ended on March 31, 2026, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Paras-C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

The compliance of the conditions of Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Executive Directors and the Management, the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the financial year ended March 31, 2026.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For Aakanksha Dubey & Co.

Sd/-
Aakanksha Sachin Dubey
Practicing Company Secretary
M. No. A49041; C.P. No. 20064
UDIN: A049041H000451421
Peer Review Certificate No. 3363/2023

Place: Hyderabad
Date: 23.05.2026

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Oxygenta Pharmaceutical Limited
Hyderabad

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Oxygenta Pharmaceutical Limited having CIN L24110TG1990PLC012038 and having its registered office at Survey No 252/1,, Aroor Village, Sadasivapet Mandal,, Medak, Telangana, 502291 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In our opinion and to the best of our information and according to the explanations furnished to us by the Company and based on the verifications carried out by us including verification of status of Directors Identification Number (DIN) on the website of the Ministry of Corporate Affairs at www.mca.gov.in), we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended March 31, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	Vedavathi Gangavaram	02870966	20.06.2025
2.	Veera Reddy Arava	10832178	20.06.2025
3.	Sidda Reddy Kanuparthi	07156289	20.06.2025
4.	Sharvari Swapnil Shinde	11149764	20.06.2025
5.	Chandra Mouliswarreddy Gangavaram	00046845	20.06.2025
6.	Balasubba Reddy Mamilla	01998852	20.06.2025

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

For Aakanksha Dubey & Co.

Sd/-
Aakanksha Sachin Dubey
Practicing Company Secretary
M. No. A49041; C.P. No. 20064
UDIN: A049041H000451344
Peer Review Certificate No. 3363/2023

Place: Hyderabad
Date: 23.05.2026

CERTIFICATE BY THE WHOLE-TIME DIRECTOR AND CHIEF FINANCIAL OFFICER OF THE COMPANY

To,

The Board of Directors

Oxygenta Pharmaceutical Limited

Dear Sirs,

As required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that:

3. We have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2026 and to the best of our knowledge and belief;

a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and

b. These statements present a true and fair view of the company’s affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

4. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company’s code of conduct.

5. We accept responsibility for establishing and maintaining internal controls, I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which I was aware and the steps that I have taken or propose to take and rectify the identified deficiencies and,

6. That we have informed the auditors and the audit committee of:

a) Significant changes in the internal control during the year;

b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

c) Instances of significant fraud of which we have become aware and the involvement of any employee having a significant role in the company’s internal control system.

For and on Behalf of the Board of
Oxygenta Pharmaceutical Limited

	Sd/-	**Sd/-**
	Chandra Mouliswar Reddy Gangavaram	**Prasad Reddy Battinapatla**
Place: Hyderabad	**Whole-Time Director**	**Chief Financial Officer**
Date: 23.05.2026	**(DIN: 00046845)**	

DECLARATION ON CODE OF CONDUCT AS REQUIRED BY SCHEDULE V OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

I, Balasubba Reddy Mamilla, Whole Time Director and Chief Financial Officer of Oxygenta Pharmaceutical Limited ("The Company") hereby state and affirm Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the members of board of directors and senior management personnel have affirmed compliance with the code of conduct of Board of Directors and senior management of the company during Financial Year 2025-2026.

For and on Behalf of the Board of
Oxygenta Pharmaceutical Limited

Sd/-
Balasubba Reddy Mamilla
Whole Time Director
(DIN: 01998852)

Place: Hyderabad
Date: 23.05.2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Oxygenta Pharmaceutical Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Oxygenta Pharmaceutical Limited ("the Company"), which comprise the balance sheet as at March 31, 2026, and the statement of Profit and Loss, statement of changes in equity and statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and 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 (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

S. No.	Key Audit Matter	Auditor's Response
1.	**Recognition of Expected Credit Loss on Trade Receivables (Ind AS 109) – Refer to Note 39 of the financial statements** The Company's gross trade receivables as at 31 March 2026 aggregate to Rs. 1,179.64 lakhs (current: Rs. 1,002.78 lakhs; non-current: Rs. 176.86 lakhs), against which an Expected Credit Loss (ECL) provision of Rs. 130.09 lakhs has been recognised, including a current-year charge of Rs. 52.86 lakhs. This matter was considered a Key Audit Matter due to: (a) the material quantum of trade receivables relative to the balance sheet; (b) the significant management judgment involved in building the provision matrix, estimating probability of default, and determining loss given default and exposure at default; (c) sensitivity of the ECL estimate to forward-looking macro-economic assumptions; and (d) the fact that trade receivables also include amounts due from M/s. Virupaksha Organics Limited (the Holding Company), which requires careful evaluation of both ECL and related party disclosure under Ind AS 109 and Ind AS 24 read together.	In view of significance of the matter, we applied the following audit procedures in respect of this area, among others to obtain sufficient appropriate audit evidence: • We evaluated the Company's ECL model and assessed its compliance with Ind AS 109 (Financial Instruments), including the appropriateness of the simplified approach or general approach applied, the bucketing methodology, and the forward-looking probability of default estimates. • We tested the accuracy and completeness of the underlying data used in the model. • Obtained an understanding of and assessed the design, implementation and operating effectiveness of key controls relating to collection monitoring process, credit control process and estimation of expected credit losses. • Verified the calculation of ECL of each type of trade receivables according to the provision matrix.
2.	Material Uncertainty Related to Going Concern – Refer to Notes to Financial Statements The Company has been incurring continuous net losses, reporting a net loss of Rs. 1,757.17 lakhs in FY 2025-26 (FY 2024-25: Rs. 1,029.83 lakhs). As at 31 March 2026, the total equity has turned significantly negative at Rs. (4,268.68) lakhs (FY 2024-25: Rs. (2,564.05) lakhs), indicating complete erosion of net worth. The working capital deficit stands at Rs. (3,181.73) lakhs, and total borrowings have increased sharply to Rs. 10,956.68 lakhs (FY 2024-25: Rs. 4,733.43 lakhs – an increase of approximately 76.06%), with non-current borrowings alone rising by approximately 263.03%. Finance costs have increased by 157% from Rs. 196.06 lakhs to Rs. 477.69 lakhs during the year, further straining cash flows. The accumulated losses and negative net worth raise material uncertainty about the Company's ability to continue as a going concern as defined under SA 570. It is noted that M/s. Virupaksha Organics Limited (the Holding Company), which acquired 56.5% equity stake during the year, has provided financial support to the Company through significant loan infusions, contributing to the increase in non-current borrowings from Rs. 1,889.42 lakhs to Rs. 5,211.14 lakhs. Management has factored this Holding Company support as a key mitigating factor in its going concern assessment. Notwithstanding this support, the aggregate debt burden, the terms and classification of such loans, the overall debt-equity position, and the Company's ability to service its obligations remain critical considerations. This matter was considered a Key Audit Matter given the significance of the indicators of going concern risk, the degree of management judgment involved, the importance of Holding Company support in the assessment, and the potential impact on financial statement presentation and disclosures in accordance with Ind AS 1 and SA 570.	In view of the significance of this matter, we applied the following audit procedures, among others, to obtain sufficient appropriate audit evidence: Our audit procedures included, among others, the following: • We obtained and critically evaluated the management's going concern assessment including the business plans, cash flow projections and assumptions for the foreseeable future of at least twelve months from the balance sheet date. • We reviewed the terms and conditions of existing borrowing arrangements, sanction letters, repayment schedules, and assessed whether there are any covenant breaches or events of default that could accelerate repayment obligations. • We examined correspondence with lenders and banks to identify any indications of withdrawal of financial support, and verified whether any loans have been recalled or are overdue. • We assessed the adequacy and appropriateness of disclosures made in the financial statements regarding material uncertainty related to going concern in compliance with Ind AS 1, SA 570, and Companies Act 2013 Schedule III requirements. • We reviewed management's plans for future profitability improvement, new orders, strategic restructuring, equity infusion, and the acquisition process underway, and assessed the reasonableness of management's assumptions.

3.	**Recoverability of Deferred Tax Assets – Refer to Note 8 of the financial statements** The Company has recognised a net Deferred Tax Asset (DTA) of Rs. 1740.74 lakhs as at 31 March 2026, the unabsorbed depreciation and carried-forward tax losses aggregating Rs. 7,610.30 lakhs The recognition of DTA on unabsorbed losses requires significant management judgment regarding the probability of sufficient future taxable profits being generated against which the deferred tax asset can be utilised within the statutory time limits under the Income-tax Act, 1961. Given the history of continuous losses and negative net worth, this assessment involves a high degree of estimation uncertainty. This matter was considered a Key Audit Matter due to the materiality of the net DTA balance of Rs. 1,740.74 lakhs, the significant management judgment involved in the recoverability assessment under a backdrop of continuous losses, the complexity of applicable tax regulations (including CBDT circulars on carry-forward of losses under Sections 32(2) and 72 of the Income-tax Act, 1961), and the risk that the DTA may not be realisable unless the Company achieves sustained profitability under its revised strategic plan with the Holding Company's support.	In view of the significance of this matter, we applied the following audit procedures, among others, to obtain sufficient appropriate audit evidence: Our audit procedures included, among others, the following: • We obtained and reviewed management's assessment and working papers supporting the recoverability of deferred tax assets, including future taxable profit projections and the tax planning strategies adopted. • We verified the computation of unabsorbed depreciation and carried-forward business losses available for set-off, including the period of expiry applicable under Section 32(2) and Section 72 of the Income-tax Act, 1961, and confirmed that expired losses of Rs.1,446.20 lakhs (AY 2015-16 to AY 2018-19) have been excluded from the DTA computation. • We assessed the reasonableness and consistency of management's profit projections used to support DTA recoverability, considering historical performance trends, the pharmaceutical industry outlook, operational synergies and strategic plans under M/s. Virupaksha Organics Limited (the Holding Company), and the likely timeline within which sufficient taxable profits may be generated to absorb the recognised DTA. • We evaluated the adequacy of disclosures in Note 8 regarding the nature, amounts, and management's assessment of recoverability of deferred tax assets in accordance with Ind AS 12 and CBDT circulars. • We engaged our internal tax specialists to review the DTA computation, applicable tax provisions, and the appropriateness of recognition considering the Company's current financial position.
4.	**Significant Related Party Transactions with the Holding Company (Ind AS 24) – Refer to Note 27 of the financial statements** During the financial year 2025-26, M/s. Virupaksha Organics Limited acquired 56.5% of the equity share capital of the Company, thereby becoming the Holding Company. This change in ownership and control constitutes a significant corporate event that has materially altered the related party landscape of the Company for the purposes of Ind AS 24 (Related Party Disclosures). Consequent to this acquisition, the following categories of related party transactions have occurred during the year: (a) Loans received from the Holding Company – non-current borrowings have increased significantly from Rs.1,189.42 lakhs to Rs. 5,211.14 lakhs, representing a 176% increase, a substantial portion of which is attributable to loan infusions by the Holding Company; (b) Commercial sales transactions with the Holding Company – revenue from sales to M/s. Virupaksha Organics Limited forms a significant portion of the total revenue of Rs. 11,298.19 lakhs; and (c) Trade receivable balances outstanding from the Holding Company as at 31 March 2026.	In view of the significance of this matter, we applied the following audit procedures, among others, to obtain sufficient appropriate audit evidence: Our audit procedures included, among others, the following: • We obtained the shareholding pattern and verified the acquisition of 56% equity stake by M/s. Virupaksha Organics Limited from publicly available records and Company registers to confirm the Holding Company relationship established during the year. • We identified and verified the completeness of all related party relationships and transactions in accordance with Ind AS 24, including review of board resolutions, audit committee approvals, and shareholder approvals obtained for material related party transactions under SEBI LODR Regulation 23. • We examined the loan agreements and sanction letters for borrowings from the Holding Company, verified the principal amounts, interest rates, repayment terms, and security provided, and assessed whether the terms are at arm's length and appropriately disclosed in the financial statements.

	Given the materiality of these transactions, the significance of the change in control, and the requirements applicable to a listed entity under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including Regulation 23 requiring audit committee approval and shareholders' approval for material related party transactions], this was considered a Key Audit Matter. The assessment of arm's length pricing, completeness of disclosures, and appropriateness of related party identification and classification involves significant judgment.	• We reviewed sales invoices, delivery challans, and payment records for commercial transactions with the Holding Company, assessed the pricing in comparison with similar transactions with third parties, and evaluated whether revenue recognition criteria under Ind AS 115 have been met. • We verified the completeness and accuracy of related party disclosures in the notes to financial statements as required under Ind AS 24, Schedule III of the Companies Act, 2013, and SEBI LODR, and confirmed that all required disclosures including nature of relationship, transaction amounts, outstanding balances, and terms have been adequately made.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis,

Board's report including annexures to Board's report, Report on Corporate Governance and Business Responsibility and Sustainability Report, but does not include the financial statements and our auditor's report thereon. The Management Discussion and Analysis, Board's report including annexures to Board's report, Report on Corporate Governance and Business Responsibility and Sustainability Report is expected to be made available to us after the date of this auditor's report.

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 in the audit or otherwise appears to be materially misstated.

When we read the Management Discussion and Analysis, Board's report including annexures to Board's report, Report on Corporate Governance and Business Responsibility and Sustainability Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA

720 'The Auditor's responsibilities Relating to Other Information'.

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, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors 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.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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 Act, we are also responsible for expressing our opinion on whether the company has internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "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, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account;

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

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

(f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.

(g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

(h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule11 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 does not have any pending litigations which would impact its financial position;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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, 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.

c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. No interim dividend has been declared by the Company during the year or the previous year. Accordingly, the provisions of Section 123 of the Companies Act, 2013 relating to transfer to reserves before declaration of dividend are not applicable to the Company.

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, 2026 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. Additionally, the audit trail of relevant prior years has been preserved by the company as per the statutory requirements for record retention, to the extent it was enabled and recorded in those respective years, as stated in Note 55(10) to the standalone financial statements.

The Company also uses payroll software for which the audit trail (edit log) facility was not enabled at the application layer for the period from 1 April 2025 to 31 March 2026. This has been considered in our audit procedures and reported accordingly

For A.M.REDDY & D.R.REDDY
Chartered Accountants
ICAI Firm Registration No. 009068S

Sd/-
D. Rama Krishna Reddy
Partner
Membership No. 209211
UDIN: 26209211SMJOCV7864

Place: Hyderabad
Date: 23.05.2026

AANNEXURE "A" TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF OXYGENTA PHARMACEUTICAL LIMITED FOR THE YEAR ENDED MARCH 31, 2026.

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements in the Independent Auditors' Report]

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

i. In respect of the Company's Property, Plant and Equipment:

(a) The company has maintained proper records showing full particulars including quantitative details and the situation of fixed assets (Property, Plant and Equipment), Capital Work-in-progress and relevant details on the right of use of assets.

The Company has maintained proper records showing full particulars of intangible assets.

(b) Fixed assets (Property, Plant and Equipment) have been physically verified by the management during the year and no material discrepancies were identified on such verification.

(c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.

(d) The Company has not revalued any of its property, plant and equipment (including right of use assets) and intangible assets during the year.

(e) According to the information and explanations given to us and according to the basis of examination of the records of the company, there are no proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. a) The inventories (except for goods-in-transit, which have been received subsequent to the year-end) were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the 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 the books of account.

b) According to the information and explanations given to us, the Company has been sanctioned working capital limits above 5 crores, in aggregate, at any point of time during the year. from banks on the basis of the security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements comprising stock statements, book debt statements, statements on ageing analysis of the debtors and other stipulated financial information filed by the Company with such banks are in agreement with the unaudited books of account of the Company of the respective quarters.

iii. In our opinion and according to the information and explanations given to us, during the year the Company has not made any investments in, provided any guarantee or security, or granted any loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties. Accordingly, provisions stated in paragraph 3(iii)(a)(b)(c)(d)(e) and (f) of the Order are not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, the Company has not either directly or indirectly, granted any loan to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of section 185 of the Act and the Company has not made investments through more than two layers of investment companies in accordance with the provisions of section 186 of the Act. Accordingly, provisions stated in paragraph 3(iv) of the Order are not applicable to the Company.

v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the rules framed there under. Accordingly, provisions stated in paragraph 3(v) of the Order are not applicable to the Company.

vi. We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 148 of the Act, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the same cost records with a view to determine whether they are accurate or complete.

vii. According to the information and explanations given to us, in respect of statutory dues:

(a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Goods and Services tax, Provident Fund, Employee's State Insurance, Professional Tax, Income Tax, Duty of Custom, Cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

Statute	Nature of Dues	Amount (Rs. Lakhs)	The period to which the amount relates
Income Tax(Traces)	Short deduction and interest payments	8.95	FY 2013–14 to 2023–24

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the particulars of statutory dues referred to in sub-clause (a) as of March 31, 2026, which have not been deposit on account of any dispute, are as follows:

Statute	Nature of Dues	Amount (Rs. Lakhs)	The period to which the amount relates	Forum where the dispute is pending
Income Tax	Demand U/s 143(1)(a)	1.70	AY 2009-2010	Commissioner of Income Tax
Goods and Service Tax	GST Demand	6.00	FY 2017-18	GST Department-Telangana

viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

ix. a) According to the information and explanation given to us, 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) The Company has not been declared a wilful defaulter by any bank or financial institution or government or any government authority.

c) To the best of our knowledge and belief, in our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained.

d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

e) According to the information and explanation given to us, the company doesn't have any subsidiary and associate companies. Accordingly, the provisions stated in paragraph 3 (ix)(e) and (f) of the Order are not applicable to the Company.

x. a) The Company did not raise any money by way of initial public offers or further public offers (including debt instruments) during the year. Accordingly, the provisions stated in paragraph 3 (x)(a) of the Order are not applicable to the Company.

b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partly, or optionally convertible) during the year. Accordingly, the requirements to report under clause 3(x)(b) of the Order is not applicable to the Company.

xi. During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us.

a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

b) To the best of our knowledge, no report under subsection (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

c) As represented to us by the management, there were no whistle-blower complaints received by the company during the year.

xii. The Company is not a Nidhi Company. Accordingly, the provisions stated in paragraph 3(xii) of the Order are not applicable to the Company.

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

xiv. a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

b) We have considered, the internal audit reports issued to the Company during the year and covering the period up to March 2026.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, provisions stated in paragraph 3(xv) of the Order are not applicable to the Company.

xvi. In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions stated in paragraph clause 3 (xvi)(a), (b) and (c) of the Order are not applicable to the Company.

d) The Group does not have any core investment company as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable.

xvii. The Company has incurred cash losses of Rs. 1,985.77 lakhs in the financial year ended 31st March 2026 and Rs. 1,073.72 lakhs in the immediately preceding financial year ended 31st March 2025.

xviii. There has been no resignation of the statutory auditor of the company during the year.

xix. According to the information and explanations given to us and On the basis of the financial ratios disclosed in the Note 29 to the Financial Statements, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. According to the provisions of Companies Act, 2013 provisions of Corporate Social Responsibility (CSR) are not applicable to the company. Accordingly, reporting under clause (xx) (a) and (b) of the order is not applicable for the year.

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said Clause has been included in the report.

For A.M.REDDY & D.R.REDDY
Chartered Accountants
ICAI Firm Registration No. 009068S

Sd/-
D. Rama Krishna Reddy
Partner
Membership No. 209211
UDIN: 26209211SMJOCV7864

Place: Hyderabad
Date: 23.05.2026

ANNEXURE "B"

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF OXYGENTA PHARMACEUTICAL LIMITED.

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

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

We have audited the internal financial controls with reference to financial statements of Oxygenta Pharmaceutical Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, 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 internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

A Company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) 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.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For A.M.REDDY & D.R.REDDY
Chartered Accountants
ICAI Firm Registration No. 009068S

Sd/-
D. Rama Krishna Reddy
Partner
Membership No. 209211
UDIN: 26209211SMJOCV7864

Place: Hyderabad
Date: 23.05.2026

Balance Sheet as at March 31, 2026

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Note	As at March 31, 2026	As at March 31, 2025
I. ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	4,759.90	3,683.04
(b) Capital work in progress		-	23.43
(c) Financial assets			
(i) Investments	4	47.40	4.94
(ii) Trade Receivables	5	176.86	108.30
(iii) Other financial assets	6	100.19	68.10
(d) Deferred tax assets (net)	7	1,740.74	1,298.34
Total non-current assets		**6,825.08**	**5,186.15**
Current assets			
Inventories	8	2,942.11	2,051.30
(a) Financial assets			
(i) Trade receivables	5	1,002.78	509.80
(ii) Cash and cash equivalents	9	41.90	0.17
(iii) Bank balances other than Cash and cash equivalents		173.00	12.01
(b) Other current assets	10	983.18	521.01
Total Current Assets		**5,142.98**	**3,094.29**
TOTAL ASSETS		**11,968.06**	**8,280.44**
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	11	3,698.35	3,698.35
(b) Other equity	12	(7,967.03)	(6,262.40)
Total equity		**(4,268.68)**	**(2,564.05)**
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	13A	7,528.60	2,152.24
(b) Provisions	14A	98.44	107.51
Total non-current Liabilities		**7,627.04**	**2,259.75**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	13B	3,428.08	4,071.00
(ii) Trade payables			
- Total outstanding dues of micro and small enterprises	15	357.51	648.26
- Total outstanding dues of creditors other than micro and small enterprises		4,519.39	2,331.13
(iii) Other Financial liabilities	16	166.46	144.59
(b) Other current liabilities	17	112.74	1,366.75
(c) Provisions	14B	25.52	23.01
Total current liabilities		**8,609.70**	**8,584.74**
TOTAL EQUITY AND LIABILITIES		**11,968.06**	**8,280.44**
Material Accounting Policies	2		
Notes forming part of Financial statements	1-60		

As per our report of even date
For A.M.REDDY & D.R.REDDY
Chartered Accountants
ICAI Firm Registration No: 009068S

Sd/-
D. Rama Krishna Reddy
Partner
Membership No.: 209211
UDIN: 26209211SMJOCV7864

Place: Hyderabad
Date: 23.05.2026

For and on behalf of the Board of Directors of
OXYGENTA PHARMACEUTICAL LIMITED
CIN: L24110TG1990PLC012038

Sd/-
Balasubba Reddy Mamilla
Whole Time Director
DIN: 01998852

Sd/-
G. CHANDRA MOULISWAR REDDY
Whole Time Director
DIN: 00046845

Sd/-
Prasad Reddy Battinapatla
Chief Financial Officer

Sd/-
Kumkum Bajaj
Company Secretary
Mem No: ACS 76548

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

(All amounts are in INR Lakhs, except for share data and where otherwise stated)

Particulars	Note	For the Period ended March 31, 2026	For the year ended March 31, 2025
I. Income			
Revenue from operations	18	11,298.19	10,929.86
Other income	19	28.58	130.91
Total Income (I)		**11,326.77**	**11,060.77**
II. Expenses			
Cost of materials consumed	20	11,033.85	10,023.06
Changes in inventories of finished goods, Work-in-Progress and Stock-in-Trade	21	(820.30)	(376.06)
Employee benefits expense	22	764.49	684.70
Depreciation and amortization expense	3	232.26	361.42
Finance costs	23	477.69	196.06
Other expenses	24	1,856.81	1,606.72
Total expenses (II)		**13,544.79**	**12,495.91**
V. Profit before tax (III-IV)		**(2,218.02)**	**(1,435.14)**
VI. Tax expense:			
Current tax			-
Deferred tax	7	(460.86)	(421.27)
Prior period Income tax adjustment		-	15.96
Total tax expense (VI)		**(460.86)**	**(405.32)**
VII. Profit for the year (V-VI)		**(1,757.17)**	**(1,029.83)**
VIII. Other comprehensive income			
Items that will not be reclassified to profit or (loss)	25	52.54	(10.73)
Items that will be reclassified to profit or loss			
Total Other comprehensive income, net of taxes(VIII)		**52.54**	**(10.73)**
IX. Total Comprehensive income for the year (VII-VIII)		**(1,704.63)**	**(1,040.55)**
X. Earnings per equity share (Face value of ₹ 10 each fully paid):			
1. Basic	26	(4.75)	(2.86)
2. Diluted		(4.75)	(2.86)
Material Accounting Policies	2		
Notes forming part of Financial statements	1-60		

As per our report of even date
For A.M.REDDY & D.R.REDDY
Chartered Accountants
ICAI Firm Registration No: 009068S

Sd/-
D. Rama Krishna Reddy
Partner
Membership No.: 209211
UDIN: 26209211SMJOCV7864

Place: Hyderabad
Date: 23.05.2026

For and on behalf of the Board of Directors of
OXYGENTA PHARMACEUTICAL LIMITED
CIN: L24110TG1990PLC012038

Sd/-
Balasubba Reddy Mamilla
Whole Time Director
DIN: 01998852

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G. CHANDRA MOULISWAR REDDY
Whole Time Director
DIN: 00046845

Sd/-
Prasad Reddy Battinapatla
Chief Financial Officer

Sd/-
Kumkum Bajaj
Company Secretary
Mem No: ACS 76548

Statement of Cash Flows for the Period ended March 31, 2026

(All amounts are in INR Lakhs, except for share data and where otherwise stated)

Particulars	For the Period ended March 31, 2026	For the Year ended March 31, 2025
I CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	(2,218.02)	(1,435.14)
Adjustments for:		
Depreciation and amortisation expenses	232.26	361.42
Finance costs	477.69	196.06
Interest income	(7.97)	(2.25)
Acturial Gain/(Loss)- OCI	28.53	(14.50)
Provisions	72.33	119.83
Operating profit before working capital changes	**(1,415.18)**	**(774.57)**
Working capital changes:		
(Increase)/Decrease in Trade receivables	(561.53)	117.95
(Increase) in Other financial assets	(10.21)	26.45
Decrease in Other current assets	(478.07)	(228.21)
(Increase)/Decrease in Inventories	(890.81)	(679.65)
(Decrease) in Trade payables	1,897.52	690.65
Increase/(Decrease) in Other current liabilities	(1,254.01)	1,188.73
Increase/(Decrease) in Provisions	(78.89)	(58.25)
Cash generated from operations	**(2,791.19)**	**283.10**
Income taxes received/(paid)	15.90	
Net cash generated from operating activities	**(2,775.30)**	**283.10**
II CASH FLOW FROM INVESTING ACTIVITIES		
Payment for property plant and equipment and CWIP	(1,285.69)	(1,139.15)
Proceeds from sale of property plant and equipment and CWIP	-	7.09
Interest received on fixed deposits	7.97	2.25
Movement in other bank balances and bank deposits with maturity period of more than three months	(160.99)	(2.10)
Net cash generated from/(used in) investing activities	**(1,438.71)**	**(1,131.91)**
III CASH FLOW FROM FINANCING ACTIVITIES		
Interest paid	(477.69)	(196.06)
Proceeds from issuing shares	-	545.00
Proceeds from issuing other equity instruments	-	-
Increase/(decrease) from Long term borrowings	5,376.36	(2,747.92)
Increase/(decrease) from Short term borrowings	(642.92)	3,247.80
Net cash generated from/(used in) financing activities	**4,255.74**	**848.81**
IV Net increase in cash and cash equivalents	41.73	-
Cash and cash equivalents at the beginning of the year	0.17	0.17
Cash and cash equivalents at the end of the year	**41.90**	**0.17**

The above standalone statement of cash flow from operating activities has been prepared under the "Indirect method" as set out in IND AS-7 "Statement of cash flows".

Material Accounting Policies	2	
Notes forming part of Financial statements	1-60	

As per our report of even date
For A.M.REDDY & D.R.REDDY
Chartered Accountants
ICAI Firm Registration No: 009068S

Sd/-
D. Rama Krishna Reddy
Partner
Membership No.: 209211
UDIN: 26209211SMJOCV7864

Place: Hyderabad
Date: 23.05.2026

For and on behalf of the Board of Directors of
OXYGENTA PHARMACEUTICAL LIMITED
CIN: L24110TG1990PLC012038

Sd/-
Balasubba Reddy Mamilla
Whole Time Director
DIN: 01998852

Sd/-
G. CHANDRA MOULISWAR REDDY
Whole Time Director
DIN: 00046845

Sd/-
Prasad Reddy Battinapatla
Chief Financial Officer

Sd/-
Kumkum Bajaj
Company Secretary
Mem No: ACS 76548

Statement of changes in equity for the Period Ended March 31, 2026

(All amounts are in INR Lakhs, except for share data and where otherwise stated)

A. Equity share capital

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number	Amount	Number	Amount
Equity shares of Rs 10 each issued, subscribed and fully paid:				
Opening	3,69,83,500	36,98,35,000.00	3,34,83,500	33,48,35,000.00
Add: Issued during the year			35,00,000	3,50,00,000.00
Closing	**3,69,83,500**	**36,98,35,000.00**	**3,69,83,500**	**36,98,35,000**

B. Other Equity

(All amounts are in INR Lakhs, except for share data and where otherwise stated)

Particulars	Money Received against Share Warrants	Reserves and Surplus		Items of OCI	
		Securities Premium Account	Retained Earnings	Remeasurement of Net defined benefit plans	Total
Balance as at March 31, 2024	**56.25**	**964.11**	**(6,388.06)**	**7.11**	**(5,416.84)**
Profit for the Period(a)			(1,029.83)		**(1,029.83)**
Other comprehensive income (net of tax)(b)		-	-	(10.73)	**(10.73)**
Total Comprehensive Income(a+b)	**56.25**	**964.11**	**(7,417.89)**	**(3.62)**	**(6,457.40)**
On account of Issue of Share warrents	(56.25)	195.00			**195.00**
Balance as at March 31, 2025	**-**	**1,159.11**	**(7,417.89)**	**(3.62)**	**(6,262.40)**
Profit for the Period (c)			(1,757.17)		**(1,757.17)**
Other comprehensive income (net of tax) (d)				52.54	**52.54**
Total Comprehensive Income(c+d)	**-**	**-**	**(1,757.17)**	**52.54**	**(1,704.63)**
Balance as at March 31, 2026		**1,159.11**	**(9,175.06)**	**48.92**	**(7,967.03)**

Material Accounting Policies 2

Notes forming part of Financial statements 1-60

Note: 3

Property, plant and equipment

INR in Lakhs

Particulars	Land	Buildings	Data Processing Equipment	Furniture	Office Equipment & Misc Fixed Assets	CWIP of Plant and Machinery	Plant & Machinery	QC Lab Equipment	Vehicles	Total
Gross carrying value										
As at March 31, 2024	**18,17,040**	**7,84,53,397**	**41,23,723**	**31,87,163**	**50,23,606**	**-**	**40,20,59,434**	**92,88,026**	**13,90,539**	**50,53,42,929**
Additions		1,72,90,417	6,24,933	1,97,723	3,02,300	23,42,690	9,21,15,079	3,22,173	7,19,799	**11,39,15,114**
Disposals/Adjustments				31,87,162	(11,97,630)					**19,89,532**
As at March31, 2025	**18,17,040**	**9,57,43,814**	**47,48,656**	**1,97,724**	**65,23,536**	**23,42,690**	**49,41,74,513**	**96,10,199**	**21,10,338**	**61,72,68,511**
Additions	-	2,70,11,228	3,29,800	3,53,550	11,07,115	1,77,800	9,34,76,152	41,88,214	44,45,264	**13,10,89,122**
Disposals						25,20,490				**25,20,490**
As at March 31, 2026	**18,17,040**	**12,27,55,042**	**50,78,456**	**5,51,274**	**76,30,651**	**-**	**58,76,50,665**	**1,37,98,413**	**65,55,602**	**74,58,37,143**
Depreciation										
As at March 31, 2024	**-**	**2,83,23,655**	**37,48,103**	**11,48,977**	**45,64,149**	**-**	**16,70,83,478**	**58,61,241**	**10,29,785**	**21,17,59,390**
Charge for the year		28,73,708.44	3,36,702.77	97,666.24	3,42,151.78		2,36,60,343.60	5,53,537.85	1,21,404.88	**2,79,85,516**
Disposals/Adjustments		(11,42,760)	3,17,076	12,44,629	44,916		(71,58,425)	(1,04,722)	(77,570)	**(68,76,856)**
As at March31, 2025		**3,23,40,124**	**37,67,730**	**2,014**	**48,61,385**	**-**	**19,79,02,247**	**65,19,501**	**12,28,760**	**24,66,21,761**
Charge for the Year	-	37,89,238	3,52,090	43,296	4,89,278		1,77,50,758	6,43,274	1,57,683	**2,32,25,617**
Disposals										
As at March 31, 2026		**3,61,29,361**	**41,19,820**	**45,311**	**53,50,663**	**-**	**21,56,53,005**	**71,62,775**	**13,86,444**	**26,98,47,379**
Net carrying value										
As at March 31, 2024	18,17,040	5,01,29,742	3,75,620	20,38,186	4,59,457	-	23,49,75,956	34,26,784	3,60,754	29,35,83,539
As at March 31, 2025	18,17,040	6,34,03,690	9,80,926	1,95,710	16,62,151	23,42,690	29,62,72,266	30,90,698	8,81,578	37,06,46,750
As at March 31, 2026	**18,17,040**	**8,66,25,680**	**9,58,636**	**5,05,964**	**22,79,988**	**-**	**37,19,97,660**	**66,35,638**	**51,69,159**	**47,59,89,765**

Note 4
A. INVESTMENTS

INR in Lakhs

Particulars	No. of Units	As at 31-03-2026	No. of Units	As at 31-03-2025
Non-current :				
(a) Investments in equity instruments- FVTOCI				
-Equity shares of Panttancheru Enviro-Tech ltd. of Rs.10 each fully paid-up	49390	47.40	49390	4.94
Total	**49390**	**47.40**	**49390**	**4.94**

Note 5
Trade receivables

Particulars	As at 31-03-2026	As at 31-03-2025
Unsecured		
Trade receivables-Considered good*	1,309.73	695.34
Provision for Doubtful debts	-	-
Less: Allowances for expected credit loss	(130.09)	(77.23)
Trade receivables-Considered impaired	-	-
Less: Allowances for expected credit loss		-
Total	**1,179.64**	**618.10**

Trade receivables ageing schedule:
As at March 31, 2026

Particulars	Outstanding for following periods from date of invoice					Total
	Less Than 6 Months	6m to 1 Year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables:						
Considered good	580.20	422.58	306.95	-	-	1,309.73
Credit impaired	-	-	-	-	-	-
Disputed Trade Receivables	-	-	-	-	-	-
Considered good	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-
Total	**580.20**	**422.58**	**306.95**	-	-	**1,309.73**
Less: Allowance for expected credit loss	**-**	**-**	(130.09)	-	-	(130.09)
Balance at the end of the year	**580.20**	**422.58**	**176.86**	-	-	**1,179.64**

Trade receivables ageing schedule:
As at March 31, 2025

INR in Lakhs

Particulars	Outstanding for following periods from date of invoice					Total
	Less Than 6 Months	6m to 1 Year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables:						
Considered good	522.06	-	173.28	-	-	695.34
Credit impaired	-	-	-	-	-	-
Disputed Trade Receivables	-	-	-	-	-	-
Considered good	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-
Total	522.06	-	173.28	-	-	695.34
Less: Allowance for expected credit loss	(12.25)	-	(64.98)	-	-	(77.23)
Balance at the end of the year	**509.80**	-	**108.30**	-	-	**618.10**

Disclosure of ECL:

Particulars	FY 2025-26	FY 2024-25
Opening balance	77.23	0
Add: Provision made during the year	52.86	77.23
Less: Amounts written off	0	0
Closing balance	**130.09**	**77.23**

Note 6
Non-current Other financial assets

Particulars	As at 31-03-2026	As at 31-03-2025
Unsecured, Considered Good		
(a) Security deposits	100.19	68.10
(b) Bank deposits with more than twelve months maturity	-	-
Total	**100.19**	**68.10**

Note 7
Deferred Tax Asset (Net)

INR in Lakhs

Particulars	As at 31-03-2026	As at 31-03-2025
Opening Balance	1298.34	873.30
Deferred Tax Asset/(liability) created during the year (P&I)	460.86	421.27
Deferred Tax Asset/(Liability) created during the year(OCI)	(18.46)	3.77
Closing balance	**1740.74**	**1298.34**

Refer Note 33(c) for movement in deferred tax asset

Note 8
INVENTORIES

Particulars	As at 31-03-2026	As at 31-03-2025
Raw materials	753.43	727.41
Work in progress	515.36	435.29
Finished Goods	1,628.83	888.60
Consumable stores/spares	44.49	
Goods In Transit		-
TOTAL	**2,942.11**	**2,051.30**
Less:		
Provision for non moving Stock	-	-
TOTAL	**2,942.11**	**2,051.30**

1. The mode of valuation of Inventories has been stated in Note 2.5 of Significant Accounting Policies
2. Inventories have been pledged as security. Refer note 36 for the details of borrowings.

Note 9
Cash and cash equivalents

INR in Lakhs

Particulars	As at 31-03-2026	As at 31-03-2025
Cash and cash equivalents		
(a) Balances with banks	-	-
- Current accounts	41.88	-
- Deposit accounts	-	0.17
(b) Cash in hand	0.02	
Total	**41.90**	**0.17**
Bank balances other than Cash and cash equivalents		
- Fixed deposits with maturity of more than 3 months and less than	-	-
12 months from the Balance Sheet date*		
- Bank guarantees and margin money**	173.00	12.01
Total	**173.00**	**12.01**
Total	**214.91**	**12.18**

Note 10
Other current assets

Particulars	As at 31-03-2026	As at 31-03-2025
(i) Advances recoverable in cash or kind	168.81	-
(ii) GST Input credit	732.86	449.72
(iii) Balances with revenue authorities *	12.40	16.70
(iv) Prepaid Expenses	14.13	8.28
(v) Salary Advance	1.75	2.70
(vii)Advances to Employees for Expenses	-	
Total	**983.18**	**521.01**

Note 11
Equity Share Capital

Particulars	As at 31-03-2026	As at 31-03-2025
(i) Authorised		
3,75,00,000 equity shares of par value Rs. 10/- each (March 31, 2025: 3,75,00,000 equity shares of par value Rs. 10/- each)	3,750.00	3,750.00
(ii) Issued Subscribed and fully paid up:		
3,69,83,500 equity shares of par value Rs. 10/- each (March 31, 2025: 3,69,83,500 equity shares of par value Rs. 10/- each)	3,698.35	3,698.35
Total	**3,698.35**	**3,698.35**

i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year:

Particulars	As At March 31,2026		As At March 31,2025	
Equity Shares:	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	3,69,83,500	36,98,35,000.00	3,34,83,500	33,48,35,000.00
Add: Issued and allotted during the year	-	-	35,00,000	3,50,00,000.00
Less: Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	3,69,83,500	36,98,35,000.00	3,69,83,500	36,98,35,000.00

ii) Terms/Rights and restrictions attached to the equity shares:

Equity Shares: -The Company has only one class of equity shares having a face value of Rs.10 each. Each shareholder is entitled to one vote per share held. -They entitle the holders to participate in dividends and dividend, if any declared is payable in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.-In the event of liquidation of the company, the 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 shareholders.

iii) No class of shares have been issued as bonus shares or for consideration other than cash by the Company in the last five preceding financial years.

iv) No class of shares have been bought back by the Company during the period of five years immediately preceeding the current year.

vi) The details of shareholder holding more than 5% shares in the Company:

Particulars	As At March 31,2026		As At March 31,2025	
	No. of Shares	in %	No. of Shares	in %
SRAVANI REDDY GANTLA	25,07,660	6.78%	44,87,000	12.13%
M V S PRASAD REDDY	302	0.00%	94,52,902	25.56%
SUNIL V. CHAWDA	10,97,629	2.97%	41,61,200	11.25%
SANDEEP KUMAR REDDY KOMMIDI	0	0.00%	27,56,500	7.45%
VIRUPAKSHA ORGANICS LIMITED	2,08,96,975	56.50%	0	0.00%

vi) Equity Shares held by promoters and promoters group as at March 31, 2026 and March 31, 2025

Particulars	As At March 31, 2026			As At March 31, 2025		
	No of Shares	% of Holding	% of Change	No of Shares	% of Holding	% of Change
Sai Sudhakar Vankineni	30,000	0.08%	86.96%	2,30,000	62.00%	-
Snigdha Vankineni	5,43,000	1.47%	52.49%	11,43,000	309.00%	-
Sumanth Simha Vankineni	3,43,700	0.93%	0.00%	3,43,700	93.00%	-
Jhansi Rani Vankineni	26,000	0.07%	0.00%	26,000	7.00%	-
Sadasiva Reddy Devagudi	84,400	0.23%	0.00%	84,400	23.00%	-
Sunil Vishram Chawda	10,97,629	2.97%	73.62%	41,61,200	1125.00%	-
Manoj Sunil Chawda	5,69,700	1.54%	64.00%	15,82,500	428.00%	-
Aakanksha M Chawda	5,69,616	1.54%	64.01%	15,82,500	428.00%	
M V S Prasad Reddy	302	0.00%	100.00%	94,52,902	2556.00%	25.56
Rachamallu Aparna	0	0.00%	100.00%	1,00,000	27.00%	0.27
Amigos Molecular Solutions Private Limited	0	0.00%	100.00%	2,00,000	54.00%	0.54
Virupaksha Organics Limited	2,08,96,975	56.50%	56.50%	-	0.00%	0.00
Chandra Mouliswar Reddy Gangavaram	12,895	0.03%	0.03%	-	0.00	0.00

INR in Lakhs

Note 12
Other equity*

Particulars	As at 31-03-2026	As at 31-03-2025
(i) Securities premium account	1,159.11	1,159.11
(ii) Retained earnings	(9,175.06)	(7,417.89)
(iii) Other items of other comprehensive income/(loss)	48.92	(3.62)
(iv) Money Received against Share Warrants	-	-
Total	**(7,967.03)**	**(6,262.40)**

(i) Securities premium account

Particulars	As at 31-03-2026	As at 31-03-2025
Opening balance	964.11	964.11
Add: Movement during the year	195.00	195.00
Closing balance	**1,159.11**	**1,159.11**

(ii) Retained earnings

Particulars	As at 31-03-2026	As at 31-03-2025
Opening balance	(7,417.89)	(6,388.06)
Add: Movement during the year	(1,757.17)	(1,029.83)
Closing balance	**(9,175.06)**	**(7,417.89)**

(iii) Items of Other comprehensive income

Particulars	As at 31-03-2026	As at 31-03-2025
Opening balance	(3.62)	7.11
Add: Remeasurement of the net defined benefit asset/liability, net of tax	52.54	(10.73)
Closing balance	**48.92**	**(3.62)**

(iV) Money Received against Share Warrants

INR in Lakhs

Particulars	As at 31-03-2026	As at 31-03-2025
Opening balance	-	56.25
Add: Movement during the year	-	(56.25)
Closing balance	-	-

(i) **Securities premium account:** The amount received in excess of face value of the equity shares is recognised in securities premium. In case of equity-settled share based payment transactions, the difference between fair value on grant date and nominal value of share is accounted as securities premium, on exercise of stock options. This reserve will be utilised in accordance with provisions of Section 52 of the Companies Act, 2013.

(ii) Retained earnings: Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distribution to share holders.

(iii) Items of Other comprehensive income: Represents re-measurement of defined employee benefit plan, i.e. Difference between the interest income on plan assets and the return actually achieved, any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in other comprehensive income and subsequently not reclassified into statement of profit and loss.

NOTE 13A - BORROWINGS (NON CURRENT FINANCIAL LIABILITIES)

Particulars	As at 31-03-2025	As at 31-03-2024
(A) Secured*		
(a) Term loans:	-	-
(A) from banks.	2,285.64	262.82
(b) Loan from Financial Institutions	31.81	-
Secured Loans	2,317.46	262.82
(B) Unsecured		
(a) Other loans and advances (ICD's)	5,211.14	1,889.42
Unsecured Loans	5,211.14	1,889.42
Total	**7,528.60**	**2,152.24**

INR in Lakhs

NOTE 13B - BORROWINGS (CURRENT FINANCIAL LIABILITIES)

Particulars	As at 31-03-2026	As at 31-03-2025
(A) Secured*		
(a) Working Capital Loans - From Bank	1,993.79	1,129.53
(b) Current Maturities of Long Term borrowings	284.74	76.92
Secured Total	2,278.53	1,206.45
(B) Unsecured		
(a) Loans and advances from related parties	-	2,217.03
(b) Other loans and advances	1149.55	647.52
Unsecured Total	1,149.55	2,864.55
Total	**3,428.08**	**4,071.00**

*For secured loans breakup, refer note no 36 on "Terms and conditions of loans and Nature of security "

**The Company received unsecured loans from certain individuals who were directors of the Company at the time such loans were granted. As at the reporting date, these individuals have ceased to be directors and, accordingly, do not meet the definition of a related party under Section 2(76) of the Companies Act, 2013 as on that date. The said balances are therefore not disclosed as related party transactions in these financial statements, though it is clarified that the loans were received while the lenders held directorship.

The Company confirms that acceptance of these loans was in compliance with the applicable provisions of the Companies Act, 2013, and no violation of the Act has occurred in respect of these transactions.

Note 14
Provisions

Particulars	As at 31-03-2026	As at 31-03-2025
Long-term provisions		
Gratuity	79.04	82.52
Leave encashment	19.39	25.00
Other Provisions	-	-
Total (A)	**98.44**	**107.51**
Short term provisions		
Gratuity	1.64	5.20
Leave encashment	3.44	5.24
Other Provisions	20.44	12.57
Total (B)	**25.52**	**23.01**
Total (A)+(B)	**123.96**	**130.52**

Refer Note no 32 for details of gratuity & leave encashment

INR in Lakhs

Note 15
Trade payables

Particulars	As at 31-03-2026	As at 31-03-2025
Total outstanding dues of micro and small enterprises	357.51	648.26
Total outstanding dues of creditors other than micro and small enterprises	4,519.39	2,331.13
Total	**4,876.90**	**2,979.38**

Notes:

1. Refer note 40 for the details of amounts due to suppliers under The Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act).
2. Creditors other than micro and small enterprises are non-interest bearing and are settled as per the normal trade cycle.
3. The Company's exposure to currency risks, liquidity risks and interest rate risks are disclosed in note 39.

Trade payables ageing schedule
As at March 31, 2026

PARTICULARS	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	286.01	71.50	-	-	357.51
ii) Others	3,389.54	903.88	225.97	-	4,519.39
iii) Disputed Dues-MSME	-	-	-	-	-
iv) Disputed Dues-Others	-	-	-	-	-
v) Unbilled dues	-	-	-	-	-
Total	**3,675.55**	**975.38**	**225.97**	-	**4,876.90**

As at March 31, 2025

PARTICULARS	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	551.38	96.87	-	-	648.26
ii) Others	2,041.08	61.35	20.02	208.67	2,331.13
iii) Disputed Dues-MSME	-	-	-	-	-
iv) Disputed Dues-Others	-	-	-	-	-
v) Unbilled dues	-	-	-	-	-
Total	**2,592.47**	**158.22**	**20.02**	208.67	**2,979.38**

INR in Lakhs

Note 16
Other current liabilities

Particulars	As at 31-03-2026	As at 31-03-2025
Outstanding Liabilities for Expenses	55.32	36.27
Managerial Remuneration Payable	7.14	11.88
Salary Payable	104.01	96.45
Total	**166.46**	**144.59**

Note 17
Other current liabilities

Particulars	As at 31-03-2026	As at 31-03-2025
Statutory dues, Duties & Taxes	22.04	32.47
Advance from Customers	90.70	1,334.28
Total	**112.74**	**1,366.75**

Note 18
Revenue from operations

Particulars	For the year Period Ended Mar 31, 2026	For the year Period Ended Mar 31, 2025
Sale of Products-Domestic Sales	11,296.73	10,915.68
Sale of Products-Export Sales	1.46	14.18
Total	**11,298.19**	**10,929.86**

*Refer note no 41 for disaggregation of revenue

Note 19
Other income

Particulars	For the year Period Ended Mar 31, 2026	For the year Period Ended Mar 31, 2025
Interest income	8.85	2.25
Foreign exchange gain	-	-
Miscellaneous income	19.74	123.75
Profit on sale of asset	-	4.91
Total	**28.58**	**130.91**

INR in Lakhs

Note 20
Raw materials consumed

Particulars	For the year Period Ended Mar 31, 2026	For the year Period Ended Mar 31, 2025
Opening Stock of raw materials and consumables	727.41	423.82
Add : Purchases during the year	11,083.90	10,274.86
Add : Customs Duty	20.46	51.79
	11,831.78	**10,750.48**
Less : Closing Stock of raw materials and consumables	797.93	727.41
Total Cost of Raw Material consumed	**11,033.85**	**10,023.06**

NOTE - 21
Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year Period Ended Mar 31, 2026	For the year Period Ended Mar 31, 2025
A. Opening stock of inventories		
Finished Goods at the beginning of the year	888.60	526.59
Work-in-Progress at the beginning of the year	435.29	421.23
B. Closing stock of inventories		
Finished Goods at the end of the year	1,628.83	888.60
Work-in-Progress at the end of the year	515.36	435.29
(Increase) / Decrease in Finished Goods	-740.23	-362.01
(Increase) / Decrease in Work-in-Progress	-80.07	-14.05
(Increase) / Decrease in Inventories (A+B)	**-820.30**	**-376.06**

INR in Lakhs

Note 22
Employee benefits expense

Particulars	For the year Period Ended Mar 31, 2026	For the year Period Ended Mar 31, 2025
Salaries and wages	651.97	603.16
Contribution to provident and other funds	42.02	29.12
Staff welfare expenses	5.54	0.83
Managerial remuneration	3.75	9.00
Other Employee Benefits	61.21	42.60
Total	**764.49**	**684.70**

Note 23
Finance costs

Particulars	For the year Period Ended Mar 31, 2026	For the year Period Ended Mar 31, 2025
Interest on term loans	109.00	40.33
Interest on working capital loans	157.64	87.73
Bill Discount Charges	6.97	10.87
Loan Processing Fee	12.59	7.03
Interest on others	190.87	48.49
Bank charges	0.61	1.61
Total	**477.69**	**196.06**

Borrowing costs are expensed as incurred in the Statement of Profit and Loss. No borrowing costs have been capitalised during the year as no qualifying assets existed under Ind AS 23.

Note 25
Other expenses

INR in Lakhs

Particulars	For the year Period Ended Mar 31, 2026	For the year Period Ended Mar 31, 2025
Consumption of stores and spares	193.54	157.79
Power and fuel	601.72	516.48
Repairs and Maintenance-Plant and machinery	64.60	42.14
Repairs and Maintenance-Buildings	39.78	25.53
Repairs and Maintenance Others	44.43	14.80
Contract Labour Wages	207.57	149.78
Canteen Maintenance	63.57	44.75
Transportation Charges	84.15	87.53
Factory Maintenance	22.19	11.10
Security Services	36.18	23.21
Fabrication Charges	53.09	-
Effluent Water Treatment Charges	44.21	1.67
Process Water Charges	7.96	11.14
Travelling and Conveyance	0.17	6.81
Professional Charges	93.47	39.01
Rent	25.66	15.28
Rates and taxes other than taxes on income	22.04	64.92
Insurance charges	14.40	8.39
Postage, Telephone & Courier charges	2.66	3.42
Remuneration to auditors	8.50	8.50
CSR Expense	4.30	0.80
Interest & Penalties	4.69	27.16
Forex Losses	7.11	15.91
Commission and Brokerage Charges	14.26	40.05
Job Work Charges	25.84	-
Hire Charges	20.22	19.58
ETP Sludge	25.31	-
Office Maintenance	4.23	10.95
Printing & Stationery	10.29	7.97
Amc Charges	7.19	0.52
Advertisement Charges	0.80	1.51
AGM/EGM Expenses	0.24	0.26
Freight	8.16	0.67
Lab Equipment- Maintance & Testing	21.77	30.17
Discount Allowed	4.24	-
Weighment Charges	1.09	-
MSME Interest	1.05	
Annual issuer fee	0.75	-
Impairment on Trade receivables	52.86	77.25
Drinking water	4.08	107.63
Miscellaneous	0.02	0.00
Prior Period Expense	-	5.02
Medical Expenses	3.78	2.03
PF Damages	1.39	27
ESI Damages	3.25	-
Total	**1,856.81**	**1,606.72**

Note 25
Other comprehensive income

INR in Lakhs

Particulars	For the year Period Ended Mar 31, 2026	For the year Period Ended Mar 31, 2025
(I) Items that will not be reclassified to profit or loss		
Defined benefit plan actuarial Gain/(Loss)	28.53	(14.50)
Income tax on defined benefit plan actuarial Gain/(loss)	(7.42)	3.77
Changes in Fair Value of Investment	42.46	-
Income tax on changes in fair value of Investment	(11.04)	-
(I)	**52.54**	**(10.73)**
(II) Items that will be reclassified to profit or loss		
Net changes in fair value of cash flow hedges	-	-
Income tax on net changes in fair value of cash flow hedges	-	-
(II)	-	-
Total(I+II)	**52.54**	**(10.73)**

The Company holds equity shares of Pantancheru Enviro-Tech Ltd. (an unlisted company), which are designated as financial assets measured at fair value through Other Comprehensive Income (FVOCI) on an irrevocable basis pursuant to Ind AS 109. In the previous year (FY 2024-25), the investment was carried at cost of Rs. 4.94 lakhs, which was considered a reasonable proxy for fair value in accordance with Ind AS 109, Para B5.4.14, owing to the absence of sufficient recent information to reliably determine fair value.

During FY 2025-26, the Company obtained audited financial statements of the investee company — Pantancheru Enviro-Tech Ltd. (an unlisted company), which provided a basis for a reliable fair value determination. The fair value as at 31 March 2026 has been determined at Rs. 47.40 lakhs , using the Net Asset Value method. The resultant fair value gain of Rs. 42.46 lakhs (net of deferred tax: Rs. 31.22 lakhs) has been recognised in OCI for the year ended 31 March 2026.

Gains and losses on FVOCI equity instruments are not recycled to the Statement of Profit and Loss, including on disposal. The cumulative OCI balance relating to this investment as at 31 March 2026 is Rs. 31.22 lakhs (net of tax).

For fair value hierarchy disclosures and Level 3 sensitivity analysis, refer to Note 35.

Note 26 - Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity Shares."

The following table sets out the computation of basic and diluted earnings per share:

Particulars	31-Mar-26	31-Mar-25
Profit for the year attributable to equity share holders	(1,757.17)	(1,029.83)
Shares		
Weighted average number of equity shares outstanding during the year – basic	3,69,83,500	3,59,46,514
Weighted average number of equity shares outstanding during the year – diluted	3,69,83,500	3,59,46,514
Earnings per share		
Earnings per share of par value 10 – basic	(4.75)	(2.86)
Earnings per share of par value 10 – diluted	(4.75)	(2.86)

NOTE - 27
Related party disclosures
A. The list of related parties of the Company is given below:

Name	Relationship
Virupaksha Organics limited	Parent Company
Key Management Personnel ("KMP")	
Vedhavathi Gangavaram(w.e.f 20/6/2025)	Promoter Director
Veera Reddy Arava(w.e.f 20/6/2025)	Independent Director
Sidda Reddy Kanuparthi(w.e.f 20/6/2025)	Independent Director
Sharvari Swapnil Shinde(w.e.f 20/6/2025)	Independent Director
Prasad Reddy Bapttinapatla(w.e.f 7/11/2025)	CFO
Balasubba Reddy Mamilla(w.e.f 20/6/2025)	Whole-Time Director
Chandra Mouliswara Reddy Gangavaram(w.e.f 20/6/2025)	Whole-Time Director
KUMKUM BAJAJ(w.e.f 14/8/2025)	Company Secretary
Key Management Personnel ("KMP")*	
Sai Sudhakar Vankineni	CFO & Managing Director
Sangari Kondal Reddy	Director
Padmaja surapureddy	Director
Vidyasagar Devabhaktuni	Director
Sunil Vishram Chawda	Director
Dolly Lakhichand Mandhan	Company Secretary
Sravani reddy Gantla	Director
Bharath Reddy Guntuku	Director
Raghavender Rao Kunuganti	Director
Other Related party	
Virupaksha laboratories Private limited	Entity over which the KMP and/or their relatives are able to exercise control

*During the financial year 2025-26, Virupaksha Organics Limited acquired 56.5% equity stake in the Company. Pursuant to the said acquisition, the following Key Managerial Personnel marked with (*) have vacated their offices.

B. Summary of Related Party Transactions

INR in Lakhs

Particulars	For the year Period Ended Mar 31, 2026	For the year Period Ended Mar 31, 2025
Revenue from Operations		
Virupaksha Organics Limited	7216.06	6827.39
Virupaksha laboratories Private limited	391.66	347.44
	7607.72	**7174.83**
Purchase of Raw Material		
Virupaksha Organics Limited	6680.15	5739.06
Virupaksha laboratories Private limited	25.244	148.381
	6705.40	**5887.44**
Purchase of PPE		
Virupaksha Organics Limited	227.55	144.98
Virupaksha laboratories Private limited	0.20	7.99
	227.74	**152.97**
Borrowings		
Virupaksha Organics Limited	6331.06	3986.42
Sunil Chawda	-	43.00
Amigos Mineral LLP	-	230.00
Mallu venkata Prasad Reddy	-	35.00
	6331.06	**4294.42**
Repayment of Loan		
Virupaksha Organics Limited	2820.49	2947.00
Amigos Mineral LLP	230.00	0.00
Sai Sudhakar Vankineni	557.48	87.25
Sravani reddy Gantla	110.00	103.00
Sunil Chawda	150.00	119.00
Manoj S Chawda	250.00	-
Jhansi Rani Vankinenei	-	39.00
Sumathi Simha Vankineni	-	-
B Subba Reddy	-	-
Raghavendar Rao	-	47.00
G krishna Reddy	-	23.00
Mallu venkata Prasad Reddy	-	35.00
Snigdha Vankineni	-	5.75
	4117.97	**3406.00**

Interest on Unsecured Loan		
Virupaksha Organics Limited	190.80	0.00
	190.80	**0.00**
Expenses		
Virupaksha Organics Limited(Rent)	0.40	0.00
Virupaksha Organics Limited(Jobwork charges)	7.33	0.00
	7.73	**0.00**
Director's Remuneration		
Sai Sudhakar Vankineni	3.75	6.00
	3.75	**6.00**
Sitting Fee - Director's		
Veera Reddy Arava	1.7	-
Sidda Reddy Kanuparthi	1.7	-
Sharvari Swapnil Shinde	1.7	-
	5.10	**0.00**

C. The Company has the following amounts due from/to related Parties

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Receivables		
Virupaksha laboratories Private limited	110.76	35.17
	110.76	**35.17**
Trade Payables		
Virupaksha Organics Limited	1230.06	1306.39
	1230.06	**1306.39**
Borrowings		
Virupaksha Organics limited	5210.59	0

Terms and conditions of transactions with related parties

All Related Party Transactions entered during the year were in ordinary course of the business and on arm's length basis.

The shareholders of the Company, at the 32nd Annual General Meeting held on 19th September 2025, have approved material related party transactions with M/s. Virupaksha Organics Limited (Holding Company) by way of a Special Resolution, for an aggregate value not exceeding Rs. 200 Crores per annum, comprising:Sales up to Rs.100 Crores, and Purchases up to Rs. 100 Crores.All related party transactions entered into by the Company during the financial year ended 31st March 2026 were within the aforesaid limits approved by the Members. These transactions were reviewed and approved by the Audit Committee and are in compliance with the Company's Policy on Related Party Transactions, Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

NOTE -28

Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equityreserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure in consideration to the changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is net debt divided by total equity. The Company includes within net debt, borrowings including interest accrued on borrowings less cash and short-term deposits.

Particulars	31-Mar-26	31-Mar-25
Borrowings including interest accrued on borrowings	10,956.68	5,723.37
Less: Cash and cash equivalents; other balances with banks	(214.91)	(10.08)
Net debt	**10,741.77**	**5,713.29**
Equity	3,698.35	3,348.35
Other Equity	(7,967.03)	(5,360.59)
Total Equity	**(4,268.68)**	**(2,012.24)**
Gearing ratio (Net debt/ Total equity)	**(2.52)**	**(2.84)**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

The Company continues to operate with a negative net worth. The gearing ratio, though negative, has shown marginal improvement from (2.84) to (2.50) during the year mainly on account of increase in borrowings. The management is focused on improving operational performance, reducing losses, and strengthening the equity base through future profits and possible capital infusion.

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2026

Note:29

Solvency Ratios:

Particulars	Numerator	Denominator	For the year ended 31 March, 2026	For the year ended 31 March, 2025	Variance	Reasons for Variance
			Rs.	Rs.	Rs.	Rs.
Key ratios						
(a) Current Ratio	Current Assets	Current Liabilities	0.60	0.36	65.73	This was primarily due to a 66.2% increase in Current Assets from Rs. 3,094.29 lakhs to Rs. 5,142.98 lakhs. Key drivers were higher Inventories (↑Rs. 890.81 lakhs) and Trade Receivables (↑Rs.561.54 lakhs), while Current Liabilities remained largely stable.
			5,142.98	3,094.29		
			8,609.70	8,584.74		
(b) Debt-Equity Ratio	Total Debt (1)	Shareholders Equity	(2.57)	(2.43)	5.75	
			10,956.68	6,223.24		
			(4,268.68)	(2,563.87)		
(c) Debt Service Coverage Ratio	Earnings available for debt service (2)	Debt Service (3)	(9.61)	(12.15)	-20.93	This was mainly due to a rise in Debt Service from Rs. 490 lakhs to Rs. 1,047 lakhs. Higher borrowings post-acquisition increased interest and repayment obligations. Negative DSCR continues to reflect ongoing losses and weak debt servicing ability.
			(1,047)	(490)		
			109	40		
(d) Return on Equity Ratio	Net Profits after taxes	Average Shareholder's Equity	51.43%	45.00%	14.29	
			(1,757.17)	(1,029.65)		
			(3,416.37)	(3,316.12)		
(e) Inventory turnover ratio	Revenue from Operations	Average Inventory	4.53	6.39	-29.14	This was mainly due to a rise in Average Inventory from Rs. 1,711.48 lakhs to Rs. 2,496.71 lakhs (↑46%). Revenue from Operations grew only marginally by 3.4%.
			11,298.19	10,929.86		
			2,496.71	1,711.48		
(f) Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivable	12.57	16.14	-22.14	This was mainly due to a significant increase in Average Trade Receivables from Rs. 677.08 lakhs to Rs. 898.87 lakhs (↑33%). Revenue from Operations grew only marginally by 3.4%.
			11,298.19	10,929.86		
			898.87	677.08		
(g) Trade payables turnover ratio,	Purchases	Avergae Trade Payables	2.81	3.81	-26.18	This was primarily due to a significant increase in Average Trade Payables from Rs. 2,634.06 lakhs to Rs. 3,928.14 lakhs (↑49%). Purchases increased only marginally by ~10%.
			11,033.85	10,023.06		
			3,928.14	2,634.06		
(h) Net capital turnover ratio,	Revenue from Operations	Working Capital (4)	-326%	-199%	63.71	This was mainly due to negative Working Capital, which improved from Rs.(5,490.45) lakhs to Rs.(3,466.73) lakhs. Although Revenue grew marginally by 3.4%, the highly negative working capital (driven by high current liabilities) resulted in further deterioration of the ratio.
			11,298.19	10,929.86		
			(3,466.73)	(5,490.45)		
(i) Net profit ratio,	Net Profit	Revenue from Operations	-16%	-9%	65.09	This was primarily due to increase in Net Loss from Rs. 1,029.65 lakhs to Rs. 1,757.17 lakhs. Revenue grew only marginally by 3.4%, while expenses (particularly finance costs and raw material costs) increased significantly. Higher losses resulted in further deterioration of the profitability margin.
			(1,757.17)	(1,029.65)		
			11,298.19	10,929.86		
(j) Return on Capital employed,	Earnings Before Interest and Taxes	Capital employed (5)	-52%	413%	-112.55	This was mainly due to negative EBIT of Rs.(1,740.33) lakhs caused by continued operating losses. Capital Employed turned positive at Rs.3,358.35 lakhs in the current year (vs negative Rs.304.30 lakhs previously).
			(1,740.33)	(1,256.98)		
			3,358.35	(304.30)		
(k) Return on investment. (6)	Income generated from investments	Investment	NA	NA	NA	
(l) Interest Coverage ratio	Earning before interest and taxes	Interest Expenses	-364%	-712%	-48.83	This was mainly due to a increase in Interest Expenses from Rs.176.55 lakhs to Rs.477.69 lakhs. Although EBIT remained negative (worsened from Rs.(1,256.98) lakhs to Rs.(1,740.33) lakhs), the higher interest base made the negative coverage ratio less severe in percentage terms.
			(1,740.33)	(1,256.98)		
			477.69	176.55		
(m) Operating Profit Margin ratio	Earning before interest and taxes	Revenue from Operations	-15.40%	-11.31%	36.21	This was due to a higher operating loss (EBIT) of Rs.1,740.33 lakhs compared to Rs.1,236.05 lakhs in the previous year. Revenue grew only marginally by 3.4%, while operating expenses increased significantly.
			(1,740.33)	(1,236.05)		
			11,298.19	10,929.86		
(n) Return on Net Worth ratio	Net Profit after tax	Share holder net worth (7)	41.16%	40.16%	2.50	
			(1,757.17)	(1,029.65)		
			(4,268.68)	(2,563.87)		

INR in Lakhs

30. Auditors Remuneration

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
a) Audit fees	4.00	4.00
b) Taxation matters	2.50	2.50
c) Certification fee	2.00	2.00
d) Reimbursement of out-of-pocket expenses	0.00	0.00
TOTAL	**8.50**	**8.50**

31. Earnings/expenditure in foreign currency:
Expenditure in Foreign currency:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Purchase of Raw Materials/Packing Materials	248.06	629.33
Other expenses	0.00	0.00
Total	**248.06**	**629.33**

Earnings in Foreign currency:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
FOB Value of Exports	1.46	14.18
Total	**1.46**	**14.18**

32. Employee Benefits (Ind AS 19)

Gratuity Benefits

The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on respective employee's salary and the tenure of employment. The gratuity benefit is governed by the Payment of Gratuity Act, 1972.

The Company has not funded the gratuity obligation and the liability is recognized in the books based on actuarial valuation performed by an independent actuary as at the reporting date in accordance with Ind AS 19 - Employee Benefits.

INR in Lakhs

1. Reconciliation of Defined Benefit Obligation (DBO)

Particulars	As at 31 March 2026 (INR)	As at 31 March 2025 (INR)
Opening defined benefit obligation	87,72,054	52,29,588
Current service cost	16,66,126	19,75,234
Interest cost	6,07,963	3,68,517
Benefit payments	(1,23,958)	(2,50,962)
Actuarial (gain)/loss from experience	21,57,475	3,27,584
Actuarial (gain)/loss from financial assumptions	(49,87,948)	19,96,749
Actuarial (gain)/loss from demographic assumptions	(22,918)	(8,74,656)
Closing defined benefit obligation	80,68,794	87,72,054

2. Amounts Recognised in the Profit and Loss Statement

Particulars	FY 2025-26 (INR)	FY 2024-25 (INR)
Current service cost	16,66,126	19,75,234
Interest cost	6,07,963	3,68,517
Total amount recognised in P&L	**22,74,089**	**23,43,751**

3. Amounts Recognised in Other Comprehensive Income (OCI)

Particulars	FY 2025-26 (INR)	FY 2024-25 (INR)
Actuarial (gain)/loss on obligations:	-	-
- Experience adjustments	21,57,475	3,27,584
- Financial assumptions	(49,87,948)	19,96,749
- Demographic assumptions	(22,918)	(8,74,656)
Total OCI	**(28,53,391)**	**14,49,677**

INR in Lakhs

4. Net Defined Benefit Liability as per Balance Sheet

Particulars	As at 31 March 2026 (INR)	As at 31 March 2025 (INR)
Present value of defined benefit obligation	80,68,794	87,72,054
Fair value of plan assets	NIL	NIL
Net defined benefit liability recognised	**80,68,794**	**87,72,054**

5. Bifurcation of Liability

Particulars	As at 31 March 2026 (INR)	As at 31 March 2025 (INR)
Current portion (Payable within 12 months)	1,64,452	5,20,442
Non-current portion	79,04,342	82,51,612

6. Actuarial Assumptions

Assumption	31 March 2026	31 March 2025
Discount rate	7.72%	6.98%
Salary escalation rate	10.00%	10.00%
Withdrawal rate	2% p.a. (age-based)	5%-9% p.a. (age-based)
Mortality	IALM (2012-14) Ult.	IALM (2012-14) Ult.
Retirement age	58 years	58 years

INR in Lakhs

7. Sensitivity Analysis of DBO as at 31 March 2026

Scenario	DBO (INR)	% Change
Base case	80,68,794	-
Discount rate +1%	71,78,505	-8.16%
Discount rate -1%	91,37,168	+9.47%
Salary escalation +1%	91,14,488	+8.90%
Salary escalation -1%	71,81,349	-7.94%
Withdrawal rate +1%	80,87,132	-1.86%
Withdrawal rate -1%	80,42,344	+2.07%
Mortality rate +10%	80,70,284	-0.04%
Mortality rate -10%	80,67,300	+0.04%

8. Maturity Profile of DBO

Expected future benefit payments:

- Within 1 year: INR 1,64,452
- 1 to 5 years: INR 19,18,377
- 6 to 10 years: INR 35,05,115
- More than 10 years: INR 2,07,61,798
- Weighted average duration of obligation: 13 years

9. Plan Characteristics

- The gratuity plan is unfunded.
- Benefit formula: 15/26 * Last drawn salary * No. of completed years of service
- Vesting period: 5 years (not applicable for death/disability)
- Maximum benefit limit: INR 20,00,000

This note is to be read in conjunction with the actuarial valuation report prepared by an independent actuary as at 31 March 2026.

Leave Encashment

The Company provides for accumulation of compensated absences by certain categories of its employees. These employees can carry forward a portion of their unutilised compensated absences and utilise/encash them in future periods as per the Company's policy. The Company records a liability for compensated absences in the period in which the employee renders the services that increases this entitlement.

a) Plan Provisions

Particulars	Details
Type of Plan	Other Long Term Employee Benefits (Leave Encashment)
Normal Retirement Age	58 Years
Maximum cap on leaves	60 days
Annual leave accrual	14 days per year
Applicable salary	Last drawn Basic + DA
Vesting Period	Nil
Employer Contribution	100%
Member Contribution	Nil

b) Actuarial Assumptions

Particulars	FY 2025-26	FY 2024-25
Discount Rate	7.72%	6.98%
Salary Escalation Rate	7.00%	10.00%
Normal Retirement Age	58 Years	58 Years
Attrition Rate	2.00%	9.00%
Mortality Table	IALM (2012-14) Ult.	IALM (2012-14) Ult.

c) Reconciliation of Defined Benefit Obligation (Amount in Rs.)

Particulars	FY 2025-26	FY 2024-25
DBO at the beginning of the year	28,58,323	11,64,720
Current Service Cost	4,51,499	7,13,039
Interest Expense	1,85,081	76,065
Actuarial (Gain) / Loss	(7,98,106)	11,26,862
Benefit Payments	(4,13,457)	(2,22,363)
DBO at the end of the year	**22,83,340**	**28,58,323**

INR in Lakhs

d) Components of Defined Benefit Cost recognised in P&L (Amount in Rs.)

Particulars	FY 2025-26	FY 2024-25
Current Service Cost	4,51,499	7,13,039
Interest Cost on DBO	1,85,081	76,065
Defined Benefit Cost in P&L	6,36,580	7,89,104
Actuarial (Gain) / Loss	(7,98,106)	11,26,862
Total Defined Benefit Cost recognised in P&L	**(1,61,526)**	**19,15,966**

e) Amounts recognised in the Balance Sheet (Amount in Rs.)

Particulars	FY 2025-26	FY 2024-25
Present Value of DBO	22,83,340	28,58,323
Fair Value of Plan Assets	Nil	Nil
Net Liability recognised in Balance Sheet	22,83,340	28,58,323
— Current Liability	3,43,959	5,23,970
— Non-Current Liability	19,39,381	23,34,353

f) Sensitivity Analysis
A change of 100 basis points in key assumptions would impact the DBO as follows: (Amount in Rs.)

Scenario	DBO	% Change
Base Scenario	22,83,340	—
Discount Rate +1%	21,74,693	-4.8%
Discount Rate -1%	24,03,643	+5.3%
Salary Escalation +1%	23,98,422	+5.0%
Salary Escalation -1%	21,77,407	-4.6%
Attrition Rate +1%	22,79,455	-0.2%
Attrition Rate -1%	22,87,602	+0.2%

g) Expected Cash Outflows (Maturity Profile) (Amount in Rs.)

- Within 1 year: INR 3,43,959
- 1 to 5 years: INR 12,54,588
- 6 to 10 years: INR 9,95,437
- More than 10 years: INR 11,19,728
- Weighted average duration of obligation: 6 years

Amount payable upon discontinuance of all employment is **Rs. 22,46,003.**

Defined Contribution Plan

The Company makes certain defined contribution plans for qualifying employees. Under the scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. These contributions are made to the Fund administered and managed by the Government of India. The Company's monthly contributions are charged to the Standalone Statement of Profit and Loss in the period they are incurred.

Defined contribution plans: The Company has recognised the following amount in the Standalone Statement of Profit and Loss for the year

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
i) Contribution to employees provident fund	65.63	33.96
ii) Contribution to employees state insurance	4.30	4.62
Total	**69.93**	**38.58**

33. Income Taxes

a. Income tax expense/ (benefit) recognized in the statement of profit and loss:

Income tax expense/ (benefit) recognized in the statement of profit and loss consists of the following:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current taxes expense	-	-
Domestic	0.00	0.00
Deferred taxes expense/(benefit)		
Domestic	(460.86)	(421.27)
Total income tax expense/(benefit) recognized in the statement of profit and loss	**(460.86)**	**(421.27)**

INR in Lakhs

b. Deferred tax assets & liabilities:

The tax effects of significant temporary differences that resulted in deferred tax assets and liabilities and a description of the items that created these differences is given below:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Deferred tax assets/(liabilities):	-	-
Property, plant and equipment	(283.87)	(209.82)
Employee Benefit Expenses	23.15	30.67
Allowance for credit loss	33.82	20.08
Tax losses	1978.68	1457.41
Investments	(11.04)	-
Net deferred tax assets/(liabilities)	**1740.74**	**1298.34**

c. Movement in deferred tax assets and liabilities during the year ended 31st March 2026&2025:

Particulars	As at 1 April 2025	Recognized in statement of profit and loss	Recognized in equity	Recognized in OCI	As at 31 March 2026
Deferred tax assets/(liabilities)					
Property, plant and equipment	(209.82)	(74.05)	-	-	(283.87)
Employee Benefit Expenses	30.67	(0.10)	-	-7.42	23.15
Allowances for credit loss	20.08	13.74	-		33.82
Tax losses	1457.41	521.27	-		1978.68
Investments	-	-	-	-11.04	-11.04
Net deferred tax ssets/(liabilities)	**1298.34**	**460.86**		**-18.46**	**1740.74**

[Continued from above table, first column(s) repeated]

Particulars	As at 1 April 2024	Recognized in statement of profit and loss	Recognized in equity	Recognized in OCI	As at 31 March 2025
Deferred tax assets/(liabilities)					
Property, plant and equipment	(192.65)	(17.17)	-	-	(209.82)
Employee Benefit Expenses	16.63	10.27	-	3.77	30.67
Allowance for credit loss	-	20.08	-	-	20.08
Tax losses	1049.32	408.27	-	-	1457.59
Net deferred tax ssets/(liabilities)	**873.30**	**421.27**	**-**	**3.77**	**1298.34**

The Company has recognised deferred tax assets (net) of Rs. 1,740.74 lakhs, including Rs. 1,978.68 lakhs on unabsorbed business losses and depreciation. The recognition of DTA on tax losses is based on management's assessment that the Company will generate sufficient taxable profits in the future to utilise these losses. This assessment is based on: (a) the strategic support and business volumes from its parent company, Virupaksha Organics Limited; (b) approved operational improvement plans; and (c) revenue growth trajectory (revenue grew 3.4% to Rs.11,298 lakhs in FY 2025-26). To the extent the above projections materialise, the DTA is expected to be fully recoverable. Management will review this assessment at each reporting period.

34. Investments:

Investments consist of investments in equity shares:

The details of investments as of 31st March, 2026 are as follows:

Particulars	Cost	Gain recognized directly in equity	Gain/(Loss) recognized directly in other comprehensive Income	Fair value
Non-current Investments				
Investment in Equity shares	4.94	0	42.46	47.40
Total	**4.94**	0	**42.46**	**47.40**

35. Fair Values

Set out below, is a comparison by class of the carrying amounts and fair value of the financial instruments, other than those with carrying amounts that are reasonable approximations of fair values.

Particulars	Carrying value		Fair value	
	Mar-26	**Mar-25**	**Mar-26**	**Mar-25**
Financial assets at fair value through profit & loss:				
Investments	47.40	4.94	47.40	NA
Financial assets at amortised cost:				
Cash and cash equivalents	41.90	0.174	41.90	0.174
Trade receivables	1179.64	618.10	1179.64	618.10
Other financial assets	100.19	68.10	100.19	68.10
Loans and advances	-	-	-	-
Other Current Assets	983.18	521.01	983.18	521.01
Financial liabilities at amortised Cost:				
Borrowings (current and Non-current)	10,956.68	6223.24	10,956.68	6223.24
Trade payables	4876.90	2979.38	4876.90	2979.38
Other financial liabilities	-	-	-	-
Other Non-Current Liabilities	94.46	107.51	94.46	107.51
Other Current Liabilities	307.65	1534.36	307.65	1534.36

The fair value of investments has been determined based on the NAV (Net Asset Value) method.

The management assessed that cash and cash equivalents, trade receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. Further, the management has assessed that fair value of borrowings approximates their carrying amounts largely since they are carried at floating rate of interest.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

a. Fair Value Measurements:

i) Fair Value hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant input to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in and active market is determined using valuation techniques which maximize the use of observable market date rely as little as possible on entity specific estimates.

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

ii) Financial assets and liabilities measured at fair values:

Financial assets and liabilities measured at fair value - recurring fair value measurements	As at March 31, 2026			Total	As at March 31, 2025			Total
Financial assets	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial investment at FVOCI								
• Investments in Equity Instruments (Unquoted)	-	-	47.40	47.40	-	-	4.94 (at Cost)	0
Total financial assets	0	0	47.40	47.40	0	0	4.94	0
Financial liabilities								
Total financial liabilities	0	0	0	0	0	0	0	0

The Company holds equity shares of Pantancheru Enviro-Tech Ltd. (an unlisted company), which are designated as financial assets measured at fair value through Other Comprehensive Income (FVOCI) on an irrevocable basis pursuant to Ind AS 109. In the previous year (FY 2024-25), the investment was carried at cost of Rs. 4.94 lakhs, which was considered a reasonable proxy for fair value in accordance with Ind AS 109, Para B5.4.14, owing to the absence of sufficient recent information to reliably determine fair value.

During FY 2025-26, the Company obtained audited financial statements of the investee company — Pantancheru Enviro-Tech Ltd. (an unlisted company), which provided a basis for a reliable fair value determination. The fair value as at 31 March 2026 has been determined at Rs. 47.40 lakhs , using the Net Asset Value method.

The Company's principal financial liabilities comprise loans and borrowings, trade and other payable. The main purpose of these financial liabilities is to finance the Company's operations.

The Company's principal financial assets include loans. Trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's Board of Directors oversee the management of these risks. The company's Board of Directors is supported by the senior management that advises on financial risks and the appropriate financial risk governance framework for the Company. The senior management provides assurance to the Company's board of directors that the company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

The Carrying amounts reported in the statement of financial position for cash and cash equivalents, trade and other receivables. Trade and other payables and other liabilities approximate their respective fair values due to their short maturity.

36. Terms and conditions of loans and Nature of security

As at March 31, 2026 (All amounts are in INR Lakhs)

Particulars	No of Instalments due	Rate of Interest(EIR)	Within 1Year *	1 to 2 Years	2 to 5 Years	Above 5 Years	Loan outstanding
Kotak Mahindra Bank Ltd Term loan -1	41 Monthly Instalments	10.06% p.a.	76.92	76.92	107.63	-	261.47
Kotak Mahindra Bank Ltd Term loan -2	66 Monthly Instalments	10.13% p.a.	82.00	164.00	492.00	78.15	816.16
Kotak Mahindra Bank Ltd Term loan -3	67 Monthly Instalments	10.02% p.a.	125.00	300.00	900.00	167.76	1492.76
Kotak Mahindra Prime Limited	59 Monthly Instalments	8.66% p.a.	5.82	5.91	20.08		31.81
Total			**284.74**	**546.83**	**1519.71**	**245.91**	**2602.20**

a. Term loan 1- 320 Lakhs

Term Loan - 1 facility of Rs. 320lakhs from Kotak Mahindra Bank Limited (taken over from ICICI Bank) is secured by way of an exclusive charge by hypothecation on the entire current assets of the Company, both present and future and an exclusive charge by hypothecation on the entire movable fixed assets of the Company, both present and future. The facility is further secured by way of an exclusive charge by mortgage on the immovable property situated at Survey No. 252/1, Aroor Village, Sadasivpet Mandal, Medak District, Telangana. The facility is additionally secured by the Corporate Guarantee of Virupaksa Organics Limited and DSRA of Rs.150 lakhs. No personal guarantees have been given by any of the Directors for this facility.

b. Term loan 2- 820 lakhs

Term Loan - 2 facility of Rs. 820 lakhs from Kotak Mahindra Bank Limited (for reimbursement of capital expenditure) is secured by way of an exclusive charge by hypothecation on the entire current assets of the Company, both present and future and an exclusive charge by hypothecation on the entire movable fixed assets of the Company, both present and future. The facility is further secured by way of an exclusive charge by mortgage on the immovable property situated at Survey No. 252/1, Aroor Village, Sadasivpet Mandal, Medak District, Telangana. The facility is additionally secured by the Corporate Guarantee of Virupaksa Organics Limited and DSRA of Rs.150 lakhs. No personal guarantees have been given by any of the Directors for this facility.

c. Term loan 3- 1500 lakhs

Term Loan - 3 facility of Rs.1500lakhs from Kotak Mahindra Bank Limited (for reimbursement of unsecured loans) is secured by way of an exclusive charge by hypothecation on the entire current assets of the Company, both present and future and an exclusive charge by hypothecation on the entire movable fixed assets of the Company, both present and future. The facility is further secured by way of an exclusive charge by mortgage on the immovable property situated at Survey No. 252/1, Aroor Village, Sadasivpet Mandal, Medak District, Telangana. The facility is additionally secured by the Corporate Guarantee of Virupaksha Organics Limited and DSRA of Rs.150 lakhs. No personal guarantees have been given by any of the Directors for this facility.

d. Vehicle Loan 32.38 Ls:

During the year, the Company has availed a vehicle loan from Kotak Mahindra Prime Limited, a Non-Banking Financial Company and wholly owned subsidiary of Kotak Mahindra Bank Limited, for the purchase of a Toyota Innova Hycross ZX(O) vehicle. The agreement number is CF-26626908 dated 27 February 2026 for a loan amount of Rs. 32.38 Lakhs with a tenure of 60 months. The loan is secured by way of lien/hypothecation on the said vehicle. The repayment is to be made in 60 equated monthly instalments of Rs. 66,347 each commencing from 05 March 2026, with the loan maturing on 05 February 2031.

e. Working Capital facilities from Kotak Mahindra Bank Limited

Working Capital facilities (Cash Credit and Working Capital Demand Loan of Rs. 2000 lakhs each) from Kotak Mahindra Bank Limited are secured by way of an exclusive charge by hypothecation on the entire current assets of the Company, both present and future and an exclusive charge by hypothecation on the entire movable fixed assets of the Company, both present and future. The facilities are further secured by way of an exclusive charge by mortgage on the immovable property situated at Survey No. 252/1, Aroor Village, Sadasivpet Mandal, Medak District, Telangana. The facilities are additionally secured by the Corporate Guarantee of Virupaksha Organics Limited. No personal guarantees have been given by any of the Directors for these facilities

37. Balance Confirmations:

During the year, the Company had obtained balance confirmations from some of the debtors and creditors. However, confirmations could not be received from the remaining parties. In respect of the unconfirmed balances, reliance has been placed on the balances as appearing in the books of account. According to the management, there are no material discrepancies in the unconfirmed balances and the same are considered realizable / payable in the ordinary course of business.

38. Contingent Liabilities and Commitments

(A) Contingent Liabilities (To the extent not provided for)

(Rs. in Lakhs)

Particulars	Amount	Remarks
1. Income Tax Demands (AY 2009–10)	1.70	Demand under Sections 143(1)(a); under dispute, interest accrued Rs. 1.09 lakhs (not recognized)
2. GST Demands (FY 2017–18)	6.00	Disallowance of ITC, return mismatches; under GST DRC-07 & DRC-01C notices
3. TDS Demands as per TRACES (FY 2013–14 to 2023–24)	8.95	Includes interest, short deduction & late filing fees under reconciliation
Total	**15.95**	

(B) Commitments

(Rs. in Lakhs)

Particulars	Amount	Remarks
Capital Commitments	–	Nil as on reporting date (if applicable)
Other Commitments	–	NA

Note: The above matters are under various stages of legal proceedings, scrutiny, or departmental reconciliation. The Company is pursuing appropriate legal and procedural remedies and, based on expert legal advice, considers the possibility of outflow to be not probable at this stage. Hence, no provision has been made in the books of account in accordance with Ind AS 37.

39. Financial Risk Management

In course of its business, the company is exposed to certain financial risk such as market risk (Including currency risk and other price risks), credit risk and liquidity risk that could have significant influence on the company's business and operational/financial performance. The Board of directors reviews and approves risk management framework and policies for managing these risks and monitor suitable mitigating actions taken by the management to minimize potential adverse effects and achieve greater predictability to earnings.

Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. The company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, a means of mitigating the risk of financial loss from defaults.The company makes an allowance for doubtful debts/advances using the expected credit loss model.

(i) Investments

The Company limits its exposure to credit risk by generally investing in liquid securities and only with counterparties that have a good credit rating. The Company does not expect any significant losses from non-performance by these counterparties, and does not have any significant concentration of exposures to specific industry sectors or specific country risks.

(ii) Trade receivables

The Company has used expected credit loss (ECL) model for assessing the impairment loss. For the purpose, the Company uses a provision matrix to compute the expected credit loss amount. The provision matrix takes into account external and internal risk factors and historical data of credit losses from various customers.

Expected Credit Loss (ECL) – Trade Receivables

The Company applies the simplified approach permitted by Ind AS 109 for recognition of impairment loss on trade receivables. Under this approach, the Company recognizes lifetime expected credit losses (ECL) for all trade receivables, regardless of whether there has been a significant increase in credit risk.

Recognition of ECL:

ECL is calculated using a provision matrix, which is based on historical credit loss experience adjusted for current conditions and forward-looking information relevant to the industry and macroeconomicenvironment.

The ECL estimate also considers the aging of receivables, past default history, customer payment patterns, and specific credit risk factors such as regulatory changes, political risk in export markets, and financial health of major customers.

Write-off Policy:

Trade receivables are derecognized (written off) when there is conclusive evidence that the asset is uncollectible. The amount of write-off is adjusted against the existing loss allowance. Any subsequent recoveries are credited to the statement of profit and loss.

Disclosure of Loss Allowance: Amounts are in Lakhs unless otherwise stated

Particulars	FY 2025-26	FY 2024-25
Opening balance	77.23	0.00
Add: Provision made during the year	52.86	77.23
Less: Amounts written off	0.00	0.00
Closing balance	130.09	77.23

(iii) Concentration Risk

The Company is exposed to significant customer concentration risk. During the year ended 31 March 2026, revenue from Virupaksha Organics Limited (the Holding Company) aggregated Rs. 7,216.06 lakhs, representing approximately 63.87% of total revenue from operations of Rs.11,298.19 lakhs.

The loss of this customer or a significant reduction in business volumes from this customer would materially and adversely affect the Company's revenue, profitability, cash flows and ability to service its debt obligations.The Company's significant dependence on a single customer remains a key business risk as at 31 March 2026.

Liquidity risk

Liquidity risk refers to the risk that the company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as pre-requirements. The Company's exposure to liquidity risk is minimal.

Market Risk

Market risk is the risk that changes in market prices, such as foreign exchanges rates, interest rate and equity prices, which will affect the company's income of the value of its holdings of financial Instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

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 is exposed to interest rate risk on its floating rate borrowings from Kotak Mahindra Bank Limited.

The Company's borrowings from Kotak Mahindra Bank Limited carry floating rates of interest, as detailed below:

Facility	Benchmark	Rate as at 31 March 2026
Term Loan – 1	3-Month RBI Repo Rate + Spread	10.06% p.a.
Term Loan – 2	3-Month RBI Repo Rate + Spread	10.13% p.a.
Term Loan – 3	3-Month RBI Repo Rate + Spread	10.02% p.a.
Cash Credit	3-Month MCLR + Spread	9.50% p.a.

The interest rates on the above facilities are subject to reset at quarterly intervals (or as per the applicable reset frequency), in accordance with the terms of the respective sanction letters. An increase or decrease in the benchmark rates would accordingly increase or decrease the finance costs of the Company.

Sensitivity Analysis

The table below shows the impact on the Company's loss before tax for the year of a change of 100 basis points in floating benchmark rates (3-Month RBI Repo Rate / MCLR), with all other variables held constant, applied to the floating rate borrowings outstanding as at 31 March 2026: (Rs. in Lakhs)

Particulars	Borrowings as at 31 March 2026	Impact of +100 bps	Impact of −100 bps
Term Loan – 1	261.46	2.61	(2.61)
Term Loan – 2	816.15	8.16	(8.16)
Term Loan – 3	1,492.76	14.93	(14.93)
Cash Credit	1,979.15	19.79	(19.79)
	4,549.52	**45.50**	**(45.50)**

The above sensitivity analysis has been presented for the first time in FY 2025-26, consequent to the Company availing floating rate banking facilities from Kotak Mahindra Bank Limited during the year

b) Price Risk

The company's exposure to equity securities price risk arises from investments held by the company and classified in the balance sheet either at fair value through OCI or at fair value through profit and loss. The majority of the company's equity instruments are publicly traded.

Commodity rate risk

Exposure to market risk with respect to commodity prices primarily arises from the Company's purchases and sales of active pharmaceutical ingredients, including the raw material components for such active pharmaceutical ingredients. These are commodity products, whose prices may fluctuate significantly over short periods of time. The prices of the Company's raw materials generally fluctuate in line with commodity cycles, although the prices of raw materials used in

the Company's active pharmaceutical ingredients business are generally more volatile. Cost of raw materials forms the largest portion of the Company's cost of revenues. Commodity price risk exposure is evaluated and managed through operating procedures and sourcing policies. As of March 31, 2026, the Company had not entered into any material derivative contracts to hedge exposure to fluctuations in commodity prices.

40. Trade Payables (Details of dues to Micro and Small Enterprises as per MSMED Act,2006):

Particulars	March 31 2026	March 31 2025
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year	357.51	648.26
The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	1.05	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006.	-	-
Total	**358.56**	**648.26**

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

The Company has provided interest provision on delayed payments to Micro and Small Enterprises (MSME) vendors as at 31st March, 2026, as required under Section 16 of the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006.

41. Reconciliation of revenue as per contract price and recognised in Statement of Profit and Loss:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue as per contract price	11,298.19	10,929.86
Less: Discounts, rebates and incentives	-	-
Revenue as per statement of profit and loss	**11,298.19**	**10,929.86**

- The amounts receivable from customers becomes due after expiry of credit period which on an average is less than 30 to 60 days. There is no financing component in any transaction with the customers.
- The Company does not provide performance warranty for products, therefore there is no liability towards performance warranty.
- The Company does not have any material performance obligations which are outstanding as at the year-end as the contracts entered for sale of goods are for short term in nature.

Disaggregation of revenue

Revenue by timing of recognition

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Goods transferred at a point of time	11,298.19	10,929.86
Goods transferred over time	-	-
Service transferred at a point of time	-	-
Services transferred over time	-	-

42. Segment Reporting:

- **Operational Segment**

  The operations of the Company are limited to one segment viz. pharmaceutical products including ingredients and intermediaries. The products being sold under this segment are of similar nature and comprises of pharmaceutical products only. The Company's Chief Operating Decision Maker (CODM) reviews the internal management reports prepared based on aggregation of financial information of the Company on a periodic basis, for the purpose of allocation of resources and evaluation of performance. Accordingly, management has identified pharmaceutical segment as the only operating segment for the Company. Therefore, based on the guiding principles given in Ind AS 108 on 'Operating Segments' there is no reportable segment for the company.

- **Geographical Information**

  Analysis of revenues by geography:

The following table shows the distribution of the Company's revenue from operations by country, based on the location of the customers:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
India	11,296.73	10,915.68
Outside India	1.46	**14.18**
Total	**11,298.19**	**10,929.86**

Analysis of non-current assets by geography:

The following table shows the distribution of the Company's non-current assets (other than financial instruments and deferred tax assets) by country, based on the location of assets:

INR in Lakhs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
India	4,634.41	3,706.47
Outside India	-	-
Total	**4,634.41**	**3,706.47**

- Information about major customers

During the year, the Company had the following customers who individually accounted for more than 10% of the total revenue:

Particulars	As at 31st March 2026		As at 31st March 2025	
	Amount	%	Amount	%
Virupaksha Organics Limited	7,216.06	63.87	6,827.39	62.57
Venkata Narayana Active Ingredients Private Limited	-	-	1,231.54	11.29
Total	**7,216.06**	**-**	**8,058.93**	**-**

43. The Code on Wages, 2019 and the Code on Social Security, 2020 (along with the other two Labour Codes) have been implemented by the Government of India with effect from 21 November 2025. The Company is fully complying with the provisions of these Codes, to the extent they are applicable and notified. Certain Rules / Schemes thereunder (particularly at the State level) are in the process of being finalized. The Company has assessed the impact of the new Codes, including changes in the definition of 'wages', employee compensation structures, contributions towards social security benefits, gratuity and other compliances, and has given / is giving effect to the same in its systems and financial statements

44. During the year, the Company has paid Rs. 1.39 lakhs towards Provident Fund (PF) damages and paid Rs.3.25 lakhs towards Employee state Insurance(ESI) pursuant to orders from statutory authorities for past non-compliances.

45. The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility (CSR) are not applicable to the Company for the financial year 2025-26, as it does not meet the thresholds prescribed under the Act.However, the Company has voluntarily contributed Rs.4.30 lakhs towards CSR activities during the year.

46. The Company has used accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log), and the same was operated throughout the year for all relevant transactions recorded in such software. However, in respect of payroll software(s), the audit trail feature was not enabled during the year. Further, no instance of the audit trail feature being tampered with was noted in respect of accounting software(s) where the audit trail had been enabled.

47. Previous year's figures have been regrouped/reclassified wherever necessary, to conform to the current period's classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013 effective 1st April 2021.

48. Oxygenta diligently incorporates climate-related factors into its financial assessments, recognizing the wide-ranging impacts of both physical and transition risks. While confident in its long-term business model within a low-carbon economy, these considerations heighten uncertainty in financial estimates. Though

current measurement impacts may not be significant, Oxygenta actively monitors changes and new climate legislation to proactively manage future implications.

49. The management has evaluated the likely impact of prevailing uncertainties relating to imposition or enhancement of reciprocal tariffs for imports in the United States of America and believes that there are no material impacts on the financial statements of the Company for the year ended March 31, 2026. However, the management will continue to monitor the situation from the perspective of potential impact on the operations of the Company.

50. The Company has complied with the number of layers prescribed under the Companies Act, 2013.

51. During the year, the Company has not revalued its property, plant and equipment.

52. As on the reporting date, the Company has received income tax demands aggregating to Rs.1.70lakhs for the Assessment Years2009–10, primarily under Sections 143(1)(a) of the Income Tax Act, 1961. Accrued interest on this demand as per departmental records amounts to Rs.1.09lakhs. Further, First Appeal Proceedings under Section 250 are ongoing before the Commissioner of Income Tax (Appeals) for AY 2003–04. In addition, scrutiny proceedings under Section 270(A) for AY 2024–25 are in progress and pending closure. The Company is actively pursuing all legal remedies and representations. Based on legal opinion, no provision has been made in the accounts and the matters are disclosed as contingent liabilities.

53. As per the records available in the GST portal, the Company has outstanding GST-related demands aggregating to Rs. 6,00,134(CGST Rs. 2,82,194 and SGST Rs .3,17,940) has been raised by the GST Department vide Order No. ZD361223034636I dated 19th December 2023 for the period July 2017 to March 2018. The Company is contesting the demand and has not made any provision in respect of the same as it believes that the demand is not tenable.

54. As per the records available on the TRACES portal, the Company has outstanding TDS-related demands aggregating to Rs. 8,95,090 across various financial years ranging from FY 2013–14 to FY 2025–25. These demands comprise components of interest (Rs.94,312), short deduction of tax (Rs.3,97,864), and late filing fees (Rs.4,02,914). The Company is in the process of reconciling these amounts with its TDS returns and payment records. Appropriate rectification requests and responses will be filed with the income tax department for resolution of discrepancies. Until such resolution is obtained, the amount has been disclosed as a contingent liability in the financial statements.

55. As at 31 March 2026, the Input Tax Credit (ITC) as per GSTR-2B on the GST portal is lower than the ITC recorded in the books of accounts. The said difference has arisen solely on account of certain vendors who have not uploaded their outward supply invoices on the GST portal, resulting in the corresponding ITC not being reflected in the Company's GSTR-2B statement in terms of Section 16(2)(aa) of the CGST Act, 2017 read with Rule 36(4) of the CGST Rules, 2017. The tax invoices are valid, duly received and in the possession of the Company. The Company has initiated active follow-up with all such vendors for timely filing of their pending GSTR-1 returns. The ITC discrepancy will be categorised and resolved upon receipt of vendor responses and completion of reconciliation in the subsequent quarters of FY 2026-27, and any write-off, if required, will be recognised in the period in which it is so determined. Management is of the view that the said difference does not warrant a provision as at 31 March 2026, as the obligation, if any, is not probable and cannot be reliably estimated pending completion of vendor reconciliation, and the ultimate impact on the financial position of the Company is not expected to be material.

56. The Company has elected to apply the exemption under Ind AS 116 for short-term leases and low-value assets. Accordingly, the lease payments are charged to the Statement of Profit and Loss on a straight-line basis. The total lease expense recognised during the year is Rs.25.66 lakhs (FY 2024-25: Rs.15.28 lakhs).

57. The financial statements have been prepared on a going concern basis. The Company has incurred a net loss of Rs.1,757.17 lakhs for the year ended 31 March 2026 and has accumulated losses of Rs.9,175.06 lakhs, resulting in a negative equity of Rs.4,268.68 lakhs. These conditions indicate a material uncertainty related to the going concern.

The Board of Directors, after due consideration, is satisfied that the going concern basis remains appropriate for the following reasons:

- Virupaksha Organics Limited, the Holding Company, has provided a formal commitment of continued financial support to meet the Company's obligations as they fall due;

- The Board has approved and is implementing a business restructuring plan aimed at restoring profitability.
- The Company has confirmed credit facilities of Rs. 2000lakhs adequate to meet near-term obligations; and
- Management's projections indicate a return to positive EBITDA in FY 2026-27.
- Accordingly, the Board is confident that the Company will be able to meet its obligations in the ordinary course of business for the foreseeable future.

58. Other Statutory Information:

i. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

ii. The Company has no transactions or outstanding balances with any companies that have been struck off under the Companies Act, 2013, during the year ended March 31, 2026.

iii. The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

iv. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

v. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

vi. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities(Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by 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

vii. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

viii. The Company has not any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as search or survey or any other relevant provisions of the Income Tax Act, 1961).

59. Previous year figures have been regrouped and reclassified wherever necessary to conform to the current year's presentation. Specifically, the following reclassifications have been made to the FY 2024-25 comparative figures:

(i) Certain items of Direct Manufacturing Expenses and Exceptional Items, previously presented as separate line items, have been regrouped and included under Other Expenses;

(ii) Outstanding Liabilities for Expenses, Managerial Remuneration Payable, Salary Payablepreviously included in other current liabilities, have been regrouped and included under Other Financial liabilities;

(iii) Bill Discounting Charges& Loan processing charges, previously included under Other Expenses, have been reclassified and presented under Finance Costs, consistent with their nature as borrowing costs in terms of Ind AS 23 — Borrowing Costs and the requirements of Schedule III, Division II of the Companies Act, 2013.

These regroupings and reclassifications are purely presentational in nature and have no impact on the total income, profit, net worth or cash flows as previously reported for FY 2024-25

Item Reclassified	From	To	Amount (Rs in Lakhs)
Direct Manufacturing Expenses	Direct Manufacturing Expenses	Other Expenses	1,116.09
Exceptional Items	Exceptional Items	Other Expenses	27.00
Loan processing charges	Other Expenses	Finance Costs	10.87
Outstanding liabilities for expenses	Other current liabilities	Other Financial liabilities	36.27
Managerial remuneration Payable	Other current liabilities	Other Financial liabilities	11.88
Salary payable	Other current liabilities	Other Financial liabilities	96.45
Bill Discounting Charges	Other Expenses	Finance Costs	7.03
Auditor Remuneration	Other charges	Certification Fee	2.00

60. During the year ended 31 March 2026, the Company carried out a technical review of its Plant and Machinery in accordance with the requirement under Ind AS 16 to reassess the useful life of assets at each financial year-end. Based on the assessment of the current condition, operational performance, maintenance history and expected future economic benefits of the relevant assets [supported by the evaluation of the Company's technical team / an independent technical expert — insert as applicable], Management has revised the estimated useful life of Plant and Machinery from 15 years to 20 years, with effect from 1 April 2025.

This revision represents a change in accounting estimate in accordance with Ind AS 8 and has been applied prospectively. Accordingly, the comparative figures for FY 2024-25 have not been restated.

The effect of this change on the financial statements is as follows:

Particulars	Amount (Rs. in Lakhs)
Depreciation on Plant and Machinery — as per revised useful life (20 years)	177.51
Depreciation on Plant and Machinery — as per previous useful life (15 years)	303.00
Reduction in depreciation charge for FY 2025-26	125.49
Consequent increase in Profit Before Tax	125.49
Impact on Deferred Tax Liability — Increase	(32.62)
Net increase in Profit After Tax	92.87

Had the useful life not been revised, the depreciation charge for FY 2025-26 would have been higher by Rs.125.49 lakhs and profit before tax would have been correspondingly lower by an equivalent amount. The revised useful life will also reduce the depreciation charge in future periods over the remaining life of the respective assets, until they are fully depreciated or derecognised.

As per our report of even date
For A.M.REDDY & D.R.REDDY
Chartered Accountants
ICAI Firm Registration No: 009068S

Sd/-
D. Rama Krishna Reddy
Partner
Membership No.: 209211
UDIN: 26209211SMJOCV7864

Place: Hyderabad
Date: 23.05.2026

For and on behalf of the Board of Directors of
OXYGENTA PHARMACEUTICAL LIMITED
CIN: L24110TG1990PLC012038

Sd/-
Balasubba Reddy Mamilla
Whole Time Director
DIN: 01998852

Sd/-
G. CHANDRA MOULISWAR REDDY
Whole Time Director
DIN: 00046845

Sd/-
Prasad Reddy Battinapatla
Chief Financial Officer

Sd/-
Kumkum Bajaj
Company Secretary
Mem No: ACS 76548

1. Notes forming part of financial Statements

Corporate Information

Oxygenta Pharmaceuticals Limited ("the Company") domiciled in India and incorporated under the provisions of the Companies Act 1956. The Shares of the company are listed on Bombay Stock Exchange. The Company is engaged in manufacturing and selling of Pharmaceutical, medical and veterinary preparations. The Company also sells the products to its related companies (Common Directors) engaged in the manufacture of formulations. The Company having its Registered Office Situated at Survey no. 252/1, Aroor Village, Sadasivapet Mandal, Sangareddy District, Telangana State - 502291 The principal accounting policies applied in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

These financial statements are authorised by the Board of Directors for issue in accordance with their resolution dated May 23, 2026.

2. Material Accounting Policies:

2.1 Basis of preparation of Financial Statements

a) Compliance with Indian Accounting Standards (Ind AS)

These financial statements are separate financial statements of the Company (also called standalone financial statements). The Company has prepared it's standalone financial statements for the year ended March 31, 2026 in accordance with Indian Accounting Standards (Ind AS) notified under the Companies(Indian Accounting Standards) Rules, 2015 (as amended)together with the comparative period data as at and for the year ended March 31, 2024 and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the financial statements.

The same accounting policies have been applied for all the periods presented except when the company has made use of certain exceptions.

b) Basis of measurement

The accounts are prepared on accrual and going concern basis following historical cost convention except for certain assets (financial instruments) and liabilities that are measured at fair value in accordance with Ind AS

Fair value measurements are categorized 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:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at measurement date;
- Level 2 inputs are inputs, other than quoted prices included in Level 1, that are observable for the assets or liabilities, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the valuation of assets or liabilities.

The above levels of fair value hierarchy are applied consistently and generally, there are no transfers between the levels of the fair value hierarchy unless circumstances change warranting such transfer. Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

c) Presentation of Financial statements

The Balance Sheet and the Statement of Profit and Loss are prepared in the format prescribed in Schedule III to the Companies Act, 2013. The Statement of Cash Flows has been prepared using the indirect method and presented in accordance with the requirements of Ind AS 7 'Statement of Cash Flows'.

The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in Schedule III to the Companies Act, 2013, are presented by way of notes forming part of the financial statements, along with the other notes required under the notified Ind AS and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Amounts in the standalone financial statements are presented in Indian Rupees in lakhs (Rs. lakhs), as permitted by Schedule III to the Companies Act, 2013. Earnings per share data are presented in Indian Rupees rounded to two decimal places.

d) Current and non-current classification

All assets and liabilities have been classified as current or non-current based on the Company's normal operating cycle and the other criteria set out in Schedule III to the Companies Act, 2013.

The operating cycle for the business activities of the Company covers the period from the procurement of raw materials / services to the realisation of receivables (including retention monies) within the agreed credit periods normally applicable to the respective lines of business. The Company has determined its operating cycle as twelve months for the purpose of current / non-current classification of assets and liabilities.

Assets and liabilities that do not form part of the operating cycle are classified as current if they are expected to be realised or settled within twelve months after the balance sheet date and as non-current otherwise

d) Use of estimates and judgment

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of certain assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively in the period of revision and future periods, if applicable.

The recognition and measurement of variable consideration, including claims and variations, are based on Management's assessment and judgment. Management evaluates the contractual tenability of claims/variations, progress of discussions/negotiations with customers, and obtains legal opinion where required. Management takes responsibility for the appropriateness of these estimates and the underlying assumptions.

2.2. Property, Plant and Equipment & Depreciation

Items of Property, Plant and Equipment are stated at cost less accumulated depreciation.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, 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 profit or loss.

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

Depreciation on the fixed assets has been provided based on useful lives as prescribed under part C of the schedule II of the companies' act, 2013.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

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).

Estimated Useful Lives as follows:

Asset Category	No of Years
Factory Buildings	30
Plant and Equipment	20
Vehicles	8
Office Equipment	5
Furniture and Fixtures	10

2.3 Impairment of non-financial assets

The Company's non-financial assets, other than deferred tax 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 grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

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

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. 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 group of CGUs) on a pro rata basis.

2.4 Intangible assets

Intangible assets are amortized over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as change in accounting estimates. The amortization expense on intangible assets with finite useful lives is recognized in profit or loss.

2.5 Inventory

Inventories are valued at the lower of cost and net realisable value, with cost determined on a weighted average basis. The basis of determining the cost of various categories of inventories is as follows:

Raw materials: These include materials and other items held for use in production and are not written down below cost if the finished products in which they are incorporated are expected to be sold at or above cost. Cost comprises purchase price and other expenses incurred in bringing the inventories to their present location and condition.

Finished goods and work-in-progress: Cost comprises direct materials, direct labour, and a proportion of manufacturing overheads allocated on the basis of normal operating capacity.

Traded goods: These are valued at cost, which includes purchase price and other attributable expenses incurred to bring them to their present location and condition.

Stores, spares, and packing materials: These are valued at the lower of cost and net realisable value.

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

2.6 Foreign currencies transactions and translations

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

The gain or loss on decrease/increase in reporting currency due to fluctuations in foreign exchange rates, in case of monetary current assets and liabilities in foreign currency, are recognised in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction.

2.7 Provisions and contingent liabilities

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the year end.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent liabilities and assets are not recognised in financial statements. A disclosure of the contingent liability is made when there is a possible or a present obligation that may, but probably will not, require an outflow of resources.

2.8 Revenue Recognition

Revenue is recognised in accordance with Ind AS 115 Revenue from Contracts with Customers using the five-step model: (1) identification of the contract, (2) identification of performance obligations, (3) determination of transaction price, (4) allocation of transaction price to performance obligations, and (5) recognition of revenue when (or as) performance obligations are satisfied.

The Company's primary source of revenue is from the sale of manufactured pharmaceutical, medical, and veterinary preparations. Revenue from the sale of goods is recognised at a point in time when control of the goods is transferred to the customer.

- Domestic Sales: Revenue is recognised when the goods are dispatched from the factory / delivered to the customer (depending on the terms of sale, generally Ex-Works or Delivered at Place), as this is the point at which the customer obtains control of the goods. Invoices are raised at the time of dispatch/delivery.
- Export Sales: Revenue is recognised when the goods are shipped and significant risks and rewards of ownership are transferred to the customer, generally upon loading on board the vessel / aircraft or when the goods are handed over to the carrier (as per Incoterms agreed in the contract, e.g., FOB, CIF). Export revenue is measured at the transaction price net of any applicable export incentives (where the right to receive is established).

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of indirect taxes, trade allowances, rebates and amounts collected on behalf of third parties and is not recognised in instances where there is uncertainty with regard to ultimate collection. In such cases revenue is recognised on reasonable certainty of collection.

2.9 Other Income (Interest income, Dividend and other Income)

Interest Income

Interest income from a financial asset is recognised using effective interest rate method. However, in respect of certain financial assets where it is not probable that the economic benefits associated with the transaction will flow to the entity and amount of revenue cannot be measured reliably, in such cases interest income is not recognized.

Dividend Income

Dividend income from investments is recognized when the right to receive payment has been established, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably

Other (other than interest and dividend income)

Other Income comprises vendor settlement income, profit on sale of assets, foreign exchange gain (net) and miscellaneous income. It is recognised in the Statement of Profit and Loss when it is probable that the economic benefits associated with the transaction will flow to the Company and the amount of income can be measured reliably.

2.10 Employee benefits

Short term employee benefits

All employee benefits payable wholly within twelvemonths of rendering the service are classified as short-term employee benefits and are measured on undiscounted basis. Benefits such as salaries, wages, etc. and the expected cost of ex-gratia are recognized in the period in which the employee renders the related service. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Other long term employee benefits

Defined contribution plans

a) Provident Fund

Eligible employees receive benefits from a provident fund, which is a defined contribution plan. Aggregate contributions along with interest thereon is paid at retirement, death, incapacitation or termination of employment. Both the employee and the Company make monthly contributions to the Regional Provident Fund Commissioner equal to a specified percentage of the covered employee's salary.

b) Employee State Insurance Fund

Eligible employees are entitled to receive benefit under employee state insurance fund scheme. The employer makes contribution to the scheme at a predetermined rate of employee's gross salary. The Company has no further obligations under the plan beyond its monthly contributions. These contributions are made to the fund administered and managed by the Government of India. contributions made on a monthly basis which are charged to the Statement of Profit and Loss.

c) Leave encashment

All the employees who have completed their eligible service in the Company are eligible for leave encashment as per policy of the Company and the same is paid to the eligible employee at retirement, death, incapacitation or termination of employment. This amount, as calculated for all the eligible employees, is charged to the Statement of Profit and Loss.

Defined benefit plans

a) Gratuity

In accordance with the Payment of Gratuity Act, 1972 read with the provisions of the Code on Social Security, 2020, the Company provides for gratuity, a defined benefit retirement plan (the "Gratuity Plan") covering all eligible employees including fixed-term employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment (or upon completion of the fixed-term contract on a pro-rata basis after one year of continuous service). The benefit is calculated based on the respective employee's salary and the tenure of employment.

The liability with regard to the Gratuity Plan is determined by actuarial valuation using the Projected Unit Credit Method as per the requirements of Ind AS 19 as at the balance sheet date. The Company would meet the liabilities as and when they fall due and has not funded the same by way of any separate gratuity fund.

The present value of the defined benefit obligation is recognised as a liability in the Balance Sheet.

- Current service cost and net interest cost are recognised in the Statement of Profit and Loss.
- Remeasurements comprising actuarial gains and losses are recognised in Other Comprehensive Income and are not reclassified to profit or loss in subsequent periods.

2.11 Tax Expenses

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are off set 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 tax

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

2.12 Leases

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

As per Ind AS 116, Variable lease payments that do not depend on an index or rate and are not in substance or fixed, such as those based on performance (i.e. percentage of sales) are not included as lease payments and these payments are recognized in the statement of profit or loss in the period in which the event that triggers the payment occurrence.

Hence, the company did not recognize any ROU as the lease agreement does not contain fixed Minimum Lease payments.

2.13 Borrowing costs

Borrowing costs incurred for obtaining assets which takes substantial period to get ready for their intended use are capitalized to the respective assets wherever the costs are directly attributable to such assets and in other cases by applying weighted average cost of borrowings to the expenditure on such assets. Other borrowing costs are treated as expense for the year.

Transaction costs in respect of long-term borrowings are amortized over the tenor of respective loans using effective interest method.

2.14 Earnings per equity share

a) Basic earnings per share

Basic earnings per share is calculated by dividing:

- The profit attributable to owner of the company.
- By the weighted number of equity shares outstanding during the financial year

b) Diluted earnings per share

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of share outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

2.15 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i. Financial assets

A. Initial recognition and measurement

All financial assets are recognised in balance sheet when, and only when, the entity becomes party to the contractual provisions of the instrument and initially measured at fair value except for trade receivables which are initially measured at transaction price. In the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset or liability are added to or deducted from the fair value. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

B. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified into three categories:

a) Financial assets carried at amortized cost (AC)

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial assets at fair value through profit or loss (FVTPL)

A Financial asset which is not classified as AC or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net in the Statement of Profit and Loss within other gains/(losses) in the period in which it arises.

c) Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose Objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

De-recognition

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the trade receivables or any contractual right to receive cash or another financial asset the Company applies the ECL model for measurement and recognition of impairment loss on financial assets measured at amortised cost.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables or any contractual right to receive cash or another financial asset. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ii. Financial Liabilities

A. Initial recognition

Financial liabilities are classified, at initial recognition, as financial liabilities at amortised cost or financial liabilities at fair value through profit or loss, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings.

B. Subsequent measurement

Financial liabilities that are not held for trading and are not designated at FVTPL are subsequently measured at amortised cost using the effective interest rate (EIR) method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised as well as through the EIR amortisation process.

a) Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised and through the EIR amortisation process.

b) Trade Payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid as per agreed terms. Trade and other payables are presented as current liabilities unless payment is not due within twelve months after the reporting period

c) De- recognition

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

d) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously

2.17 Cash Flows

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

2.18 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks, cash on hand, and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.19 Exceptional Items

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

2.20 Recent accounting procurements

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 year ended March 31, 2026, MCA has notified below new standards or amendments that are applicable or may have a material impact to the Company.

a. Amendment to Ind AS 1 - Classification of liabilities as current or non-current and non-current liabilities with covenants

The amendment specifies the requirements for classifying liabilities as current or non-current in the balance sheet, and clarifies the following:

- An entity's right to defer settlement of a liability for at least twelve months after the reporting period must have substance and must exist at the end of the reporting period. The classification of a liability as current or non-current is unaffected by the likelihood that the entity will exercise its right to defer settlement.
- If an entity's right to defer settlement of a liability is subject to covenants, such covenants affect whether that right exists at the end of the reporting period only if the entity is required to comply with the covenant on or before the end of the reporting period.
- In case of a liability that can be settled, at the option of the counterparty, by the transfer of the entity's own equity instruments, such settlement terms do not affect the classification of the liability as current or non-current only if the option is classified as an equity instrument.

These amendments have no effect on the measurement of any items in the standalone financial statements of the Company. The Company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

b. Amendment to Ind AS 12 – Pillar Two Tax Reforms

- The Organization for Economic Co-operation and Development (OECD) has released model rules for a global minimum tax under the Pillar Two framework.
- The Company's ultimate parent entity (UPE) does not meet the consolidated revenue threshold prescribed under the OECD Pillar Two framework. Accordingly, the Company is not within the scope of Pillar Two.
- Pillar Two legislation has not been enacted in India, where the parent entity is incorporated. The Company does not expect any material impact from Pillar Two rules on its financial statements. In accordance with the amendments to Ind AS 12

c. Amendment to Ind AS 7 and Ind AS 107 - Supplier Finance Arrangement:

- The amendments to Ind AS 7 'Statement of Cash Flows' and Ind AS 107 'Financial Instruments: Disclosures' clarify the characteristics of supplier finance arrangements and require additional disclosures for such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.
- The Company does not have any Supplier Finance Arrangements (including Reverse Factoring or Supply

Chain Finance arrangements). Accordingly, the above amendments have no impact on the financial statements of the Company.

d. The Amendments introduce requirements to assess when a currency is exchangeable into another currency and when it is not. The amendment requires an entity to estimate the spot exchange rate when it concludes that a currency is not exchangeable into another currency.

   These amendments had no effect on the standalone financial statements of the Company.

2.21 New standards and interpretations not yet Adopted

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. MCA has notified following amendments:

Amendment to Ind AS 1 'Presentation of Financial Statements' – Classification of Liabilities as current or non-current and non-current liabilities with covenants:

The amendment includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, retrospectively, as outlined below:

Breach of a material covenant for a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand as on the reporting date, shall be classified as a current liability, even if the lender has agreed after the reporting period and before the approval of the financial statements to not demand payment as a consequence of the breach.

Classify as non-current liability, if the lender agreed by the end of the reporting period to provide a grace period ending at least 12 months after the reporting period within which the entity can rectify the breach, provided the lender does not demand immediate repayment.

Disclosure of information about the timing of settlement to understand the impact of the liability on the financial statements.

The Company may expect this amendment to have non-material impact on its operations or standalone financial statements.

As per our report of even date
For A.M.REDDY & D.R.REDDY
Chartered Accountants
ICAI Firm Registration No: 009068S

Sd/-
D. Rama Krishna Reddy
Partner
Membership No.: 209211
UDIN: 26209211SMJOCV7864

Place: Hyderabad
Date: 23.05.2026

For and on behalf of the Board of Directors of
OXYGENTA PHARMACEUTICAL LIMITED
CIN: L24110TG1990PLC012038

Sd/- Balasubba Reddy Mamilla Whole Time Director DIN: 01998852	Sd/- G. CHANDRA MOULISWAR REDDY Whole Time Director DIN: 00046845
Sd/- Prasad Reddy Battinapatla Chief Financial Officer	Sd/- Kumkum Bajaj Company Secretary Mem No: ACS 76548

If undelivered please return to :

OXYGENTA PHARMACEUTICAL LIMITED

Survey No.252/1, Aroor Village, Sadasivapet Mandal,
Medak District, Medak, Telangana, India – 502291