

Walker Chandiok & Co LLP

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Independent Auditor's Report

To the Members of Herbolab India Private Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of **Herbolab India Private Limited** ('the Company'), which comprise the Standalone Balance Sheet as at **31 March 2026**, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flow and the Standalone Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its loss (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing 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 Standalone 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 standalone financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Herbolab India Private Limited
Independent Auditor's Report on the Audit of the Standalone Financial Statements

Information other than the Standalone Financial Statements and Auditor's Report thereon

4. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Director's Report but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

The Director's Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

Responsibilities of Management for the Standalone Financial Statements

5. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under Section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
6. In preparing the standalone 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.

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

7. Our objectives are to obtain reasonable assurance about whether the standalone 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 Standards on Auditing 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 standalone financial statements.



Page 2 of 12

Herbolab India Private Limited
Independent Auditor's Report on the Audit of the Standalone Financial Statements

8. As part of an audit in accordance with Standards on Auditing, specified under Section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the standalone 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 adequate 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 Board of Directors' 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 standalone 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; and
 - Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
9. 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.

Report on Other Legal and Regulatory Requirements

10. As required by Section 197(16) of the Act, based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under Section 197 read with Schedule V to the Act.
11. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of Section 143(11) of the Act we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.



Herbolab India Private Limited
Independent Auditor's Report on the Audit of the Standalone Financial Statements

12. Further to our comments in Annexure II, as required by Section 143(3) of the Act based on our audit, we report, to the extent applicable, that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;
 - b) Except for the matters stated in paragraph 12(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended), 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 standalone financial statements dealt with by this report are in agreement with the books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under Section 133 of the Act;
 - e) On the basis of the written representations received from the directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act;
 - f) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 12(b) above on reporting under Section 143(3)(b) of the Act and paragraph 12(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
 - g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company as on 31 March 2026 and the operating effectiveness of such controls, refer to our separate report in 'Annexure II' wherein we have expressed an unmodified opinion; and
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigation which would impact its financial position as at 31 March 2026;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2026;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2026;
 - iv. a. The management has represented that, to the best of its knowledge and belief, on the date of this audit report, as disclosed in Note 44 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;



Page 4 of 12

Chartered Accountants

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Herbolab India Private Limited
Independent Auditor's Report on the Audit of the Standalone Financial Statements

- b. The management has represented that, to the best of its knowledge and belief, on the date of this audit report as disclosed in Note 44 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- iv. The Company has not declared or paid any dividend during the year ended 31 March 2026.
- v. As stated in Note 43 to the standalone financial statements and based on our examination which included test checks, the Company, in respect of financial year commencing on 1 April 2025, has used accounting software for maintaining its books of account, which are operated by a third-party software service provider. In absence of an 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with SAE 3402, Assurance Reports on Controls at a Service Organization), we are unable to comment on whether audit trail feature of the said software was enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of audit trail feature being tampered with. Further, we are unable to comment whether the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No:001076N/N500013



Mukul Rath
Partner
Membership No:130856

UDIN:26130856RHVDGW3352

Place: Mumbai
Date: 13 May 2026

Herbolab India Private Limited
Independent Auditor's Report on the Audit of the Standalone Financial Statements

Annexure I referred to in paragraph 12 of the Independent Auditor's Report of even date to the members of Herbolab India Private Limited on the standalone financial statements for the year ended 31 March 2026

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 report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a regular programme of physical verification of its property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets under which the assets are physically verified in a phased manner over a period of 3 years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain property, plant and equipment, capital work-in-progress and relevant details of right-of-use assets were verified during the year and no material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties held by the Company (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in Note 3 to the standalone financial statements, are held in the name of the Company.
- (d) The Company has adopted cost model for its Property, Plant and Equipment including right-of-use assets and intangible assets. Accordingly, reporting under clause 3(i)(d) of the Order is not applicable to the Company.
- (e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year except for inventory lying with third parties. In our opinion, the coverage and procedure of such verification by the management is appropriate and where discrepancies of 10% or more in the aggregate for each class of inventory noticed on physical verification as compared to book records have been properly dealt with in the books of account. In respect of inventory lying with third parties, these have been confirmed by the third parties.
- (b) As disclosed in Note 17.3 to the standalone financial statements, the Company has been sanctioned a working capital limit in excess of Rs. 5 crores (₹ 500 lakhs) by banks on the basis of security of current assets. Pursuant to the terms of the sanction letter the Company is not required to file any quarterly return or statement with such banks.



Page 6 of 12

Herbolab India Private Limited
Independent Auditor's Report on the Audit of the Standalone Financial Statements

Annexure I (Contd)

(iii) The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans to companies, firms, limited liability partnerships (LLP) during the year. Further, the Company has granted loan to others (i.e. its employees) during the year, in respect of which:

(a) The Company has provided loan to others (its employees) during the year as per details given below:

(₹ in lakhs)	
Particulars	Loan
Aggregate amount provided/granted during the year:	2.32
Others (Employees)	
Balance outstanding as at balance sheet date:	-
Others (Employees)	

(b) In our opinion, and according to the information and explanations given to us, terms and conditions of the grant of loans are, prima facie, not prejudicial to the interest of the Company.

(c) In respect of loans granted by the Company, the schedule of repayment of principal has not been stipulated and accordingly, we are unable to comment as to whether the repayments of principal are regular. Further, no interest is receivable on such loans.

(d) There is no overdue amount in respect of loans granted to such other parties (employees).

(e) In respect of loans granted by the Company, the schedule of repayment of principal has not been stipulated. Further, no interest is receivable on such loans. However, the loan was repaid/settled during the year. Further, no fresh loans were granted to any party to settle the overdue loans.

(f) The Company has granted loans without specifying any terms or period of repayment, as per details below:

(₹ in lakhs)			
Particulars	All Parties	Promoters	Related Parties
Aggregate of loans:			
- Repayable on demand (A)	-	-	-
- Agreement does not specify any terms or period of repayment (B)	2.32	-	-
Total (A+B)	2.32	-	-
Percentage of loans to the total loans	100%	-	-



Herbolab India Private Limited
Independent Auditor's Report on the Audit of the Standalone Financial Statements

Annexure I (Contd)

- (iv) In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act in respect of loans granted by it.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services / business activities. Accordingly, reporting under clause 3(vi) of the Order is not applicable.
- (vii) (a) In our opinion and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, we report that there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us, we report that no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.
- (ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including confirmations received from banks and representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.



Page 8 of 12

Chartered Accountants

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Herbolab India Private Limited
Independent Auditor's Report on the Audit of the Standalone Financial Statements

Annexure I (Contd)

- (e) In our opinion and according to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary.
- (f) In our opinion and according to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiary.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the period covered by our audit.
- (b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company, with the related parties are in compliance with section 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements etc., as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act. Further, according to the information and explanations given to us, the Company is not required to constitute an audit committee under section 177 of the Act.
- (xiv) According to the information and explanations given to us, the Company is not required to and consequently, does not have an internal audit system as per the provisions of section 138 of the Act. Accordingly, reporting under clause 3(xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.



Herbolab India Private Limited
Independent Auditor's Report on the Audit of the Standalone Financial Statements

Annexure I (Contd)

- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.
- (d) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any Core Investment Companies.
- (xvii) The Company has incurred cash losses in the current financial year and in the immediately preceding financial years amounting to Rs. 5,587.05 lakhs and 7,132.38 lakhs respectively.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information in the standalone financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) According to the information and explanations given to us, the Company does not meet the criteria as specified under sub-section (1) of section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No:001076N/N500013


Mukul Rath
Partner
Membership No:130856

UDIN:26130856RHVDGW3352

Place: Mumbai
Date: 13 May 2026

Page 10 of 12

Herbolab India Private Limited
Independent Auditor's Report on the Audit of the Standalone Financial Statements

Annexure II to the Independent Auditor's Report of even date to the members of Herbolab India Private Limited on the standalone financial statements for the year ended 31 March 2026

Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of **Herbolab India Private Limited** ('the Company') as at and for the year ended **31 March 2026**, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the 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 Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. 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 Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, 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.
5. 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.



Annexure II (Contd)

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

7. 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 controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration No:001076N/N500013

Mukul Rath
Partner
Membership No:130856

UDIN:26130856RHVDGW3352

Place: Mumbai
Date: 13 May 2026

Herbolab India Private Limited
Standalone Balance Sheet as at 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
Assets			
Non-current assets			
Property, plant and equipment	3	210.06	312.58
Capital Work in progress	4	4.22	-
Right-of-use assets	5	169.98	452.23
Intangible assets	6	123.71	161.28
Intangible assets under development	7	10.06	6.89
Financial assets			
Investments	8(a)	11.00	11.00
Other financial assets	8(b)	16.45	56.96
Non-current tax asset (net)	9	0.76	2.44
Other non-current assets	10	3,549.06	3,204.37
Total non-current assets		4,095.30	4,207.75
Current assets			
Inventories	11	273.45	254.37
Financial assets			
Trade receivables	12	141.50	102.84
Cash and cash equivalents	13(a)	14.47	30.32
Bank balances other than cash and cash equivalents	13(b)	1.19	1.11
Other financial assets	13(c)	192.46	-
Other current assets	14	17.17	28.32
Total current assets		640.24	416.96
Total Assets		4,735.54	4,624.71
Equity and Liabilities			
Equity			
Equity share capital	15	204.67	204.67
Other equity	16	(22,225.14)	(16,505.62)
Total equity		(22,020.47)	(16,300.95)
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	17	4,245.69	5,228.37
Lease liabilities	18	174.95	412.05
Provisions	19	40.88	61.44
Total non-current liabilities		4,461.52	5,701.86
Current liabilities			
Financial liabilities			
Borrowings	17	20,380.00	13,620.00
Lease liabilities	18	57.46	138.26
Trade payables	21		
- Total outstanding dues of micro enterprises and small enterprises		117.21	69.19
- Total outstanding dues of creditors other than micro enterprises and small enterprises		1,470.17	1,171.39
Other financial liabilities	22	142.72	116.05
Other current liabilities	20	103.38	87.48
Provisions	19	23.55	21.43
Total current liabilities		22,294.49	15,223.80
Total Equity and Liabilities		4,735.54	4,624.71

The accompanying notes form an integral part of the Standalone financial statements

1-45

This is the Standalone Balance Sheet referred to in our audit report of even date

For Walker Chandio & Co LLP
Chartered Accountants
Firm Registration No. 001076N/ N500013


Mukul Rath

Partner
Membership No. 130856

Place: Mumbai
Date: 13 May 2026



For and on behalf of the Board of Directors


Vikas Jain

Director
DIN: 11082395

Place: Kolkata
Date: 13 May 2026




Srikanth Ramachandra
Murthy Gopishetty

Director
DIN: 07383622

Place: Kolkata
Date: 13 May 2026

Herbolab India Private Limited
Standalone Statement of Profit and Loss for the year ended 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Note	Year ended 31 March 2026	Year ended 31 March 2025
Income			
Revenue from operations	23	2,168.17	2,360.70
Other income	24	368.05	75.72
Total income		2,536.22	2,436.42
Expenses			
Cost of materials consumed	25	278.95	247.60
Purchases of stock- In-trade	26	334.87	382.14
Change in inventories of finished goods and stock-in-trade	27	(50.05)	78.48
Employee benefits expense	28	998.32	1,815.78
Finance costs	29	2,307.59	1,771.33
Depreciation and amortization expense	30	195.21	212.07
Other expenses	31	4,218.15	5,482.20
Total expenses		8,283.04	9,989.60
Loss before tax		(5,746.82)	(7,553.18)
Tax expense	34	-	-
Total tax expense		-	-
Net loss for the year (A)		(5,746.82)	(7,553.18)
Other comprehensive income/ (loss)			
(a) Items that will not be reclassified subsequently to statement of profit or loss (net of			
- Gain on remeasurement of defined benefit plans	32	27.30	8.91
(b) Items that will be reclassified subsequently to statement of profit or loss (net of tax)		-	-
Other comprehensive income for the year, net of tax (B)		27.30	8.91
Total comprehensive loss for the year, net of tax (A+B)		(5,719.52)	(7,544.27)
Loss per equity share of face value ₹ 10 each	39		
Basic (in ₹)		(280.79)	(369.05)
Diluted (in ₹)		(280.79)	(369.05)
The accompanying notes form an integral part of the Standalone financial statements	1-45		

This is the Standalone Statement of Profit and Loss referred to in our audit report of even date

For Walker Chandio & Co LLP
Chartered Accountants
Firm Registration No. 001076N/ N500013

For and on behalf of the Board of Directors


Mukul Rath

Partner
Membership No. 130856

Place: Mumbai
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Vikas Jain
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Srikanth
Ramachandra
Murthy Gopishetty
Director
DIN: 07383622

Place: Kolkata
Date: 13 May 2026



Herbolab India Private Limited
Standalone Statement of Cash Flows for the year ended 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Cash flow from Operating Activities		
Loss before tax	(5,746.82)	(7,553.18)
Adjustments for:		
Depreciation and amortisation expense	195.21	212.07
Finance costs	2,307.59	1,771.33
Allowance for doubtful debts	6.81	8.49
Provision for obsolete stock	-	79.40
Provision no longer required now written back	(225.00)	
Bad debts written off	44.13	
Ineligible ITC Expensed off	103.63	
Gain due to reduction of lease term	(36.74)	
Interest income on financial assets carried at amortised cost	(5.58)	(5.02)
Profit on disposal of PPE	(99.58)	-
Profit on disposal of investment	(0.50)	(69.59)
Interest on IT refund AY 2025-26	(0.29)	
Interest income on fixed deposit	(0.08)	
Fixed asset written off	0.26	
	<u>2,289.86</u>	<u>1,996.69</u>
Operating loss before working capital changes	(3,456.96)	(5,556.49)
Working capital adjustments:		
(Increase)/decrease in trade receivables	(52.29)	28.46
(Increase)/decrease in inventories	(19.08)	24.20
Increase/(decrease) in trade and other payables	571.80	(18.74)
Increase/(decrease) in other current liabilities	15.90	(27.08)
Increase/(decrease) in other financial liabilities	24.86	(80.39)
(Increase)/decrease in other financial assets	(18.81)	(5.02)
Increase/(decrease) in provisions	(18.44)	(8.04)
(Increase)/decrease in other current/ non-current assets	(434.43)	(730.15)
Cash used for operations	<u>(3,387.45)</u>	<u>(6,373.25)</u>
Tax refunds received	0.29	3.87
Net cash flows used in operating activities (A)	<u>(3,387.16)</u>	<u>(6,369.38)</u>
B. Cash flow from Investing activities		
Purchase of property, plant and equipment and intangible assets	(6.49)	(64.73)
Sale of property, plant and equipment and intangible assets	35.28	
Proceeds from redemption of mutual funds	700.50	7,494.59
Investment in mutual funds	(700.00)	(7,425.00)
Investment in subsidiary	-	(11.00)
Investment in term deposits	(0.08)	(1.11)
Net cash flows generated from investing activities (B)	<u>29.21</u>	<u>(7.25)</u>
C. Cash flow from financing activities		
Repayment of borrowings	(3,525.00)	5,753.37
Proceeds from borrowings	9,235.00	2,500.00
Interest paid	(2,194.46)	(1,711.73)
Principal payment of lease liabilities	(127.58)	(105.89)
Interest on lease liabilities	(45.60)	(59.00)
Other financing costs	(0.26)	(0.70)
Net cash flows generated from financing activities (C)	<u>3,342.10</u>	<u>6,376.06</u>
Net increase in cash and cash equivalents (A+B+C)	(15.85)	(0.57)
Cash and cash equivalents at the beginning of the year	<u>30.32</u>	<u>30.89</u>
	<u>14.47</u>	<u>30.32</u>
Cash and cash equivalents at the end of the year (Refer Note 13a)		
- Balance with bank	14.37	30.32
- Cash in hand	0.10	-
Total	<u>14.47</u>	<u>30.32</u>

Note:

The Standalone cash flow statement has been prepared under the Indirect method as set out in Indian Accounting Standard (Ind AS 7) Statement of Cash Flows.

The accompanying notes form an integral part of the Standalone financial statements

This is the Standalone Statement of Cash Flow referred to in our audit report of even date.

For Walker Chandliok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/ N500013


Mukul Rathi

Partner
Membership No. 130856

Place: Mumbai
Date: 13 May 2026



For and on behalf of the Board of Directors


Vikas Jain

Director
DIN: 11082395

Place: Kolkata
Date: 13 May 2026




Srikanth
Ramachandra
Murthy Gopishetty

Director
DIN: 07383622

Place: Kolkata
Date: 13 May 2026

Herbolab India Private Limited
Standalone Statement of Changes in Equity for the year ended 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

a) Equity share capital (equity shares of ₹ 10 each)

Particulars	Number of shares	Amount (In Lakhs)
Issued, subscribed and paid-up		
As at 01 April 2024	20,46,662	204.67
Shares issued during the year	-	-
As at 31 March 2025	20,46,662	204.67
Shares issued during the year	-	-
As at 31 March 2026	20,46,662	204.67

b) Other equity

Particulars	Reserves and surplus		Total
	Securities premium	Retained earnings	
As at 1 April 2024	7,825.28	(16,786.63)	(8,961.35)
Net loss for the year	-	(7,553.18)	(7,553.18)
Other comprehensive income for the year	-	8.91	8.91
As at 31 March 2025	7,825.28	(24,330.90)	(16,505.62)
Net loss for the year	-	(5,746.82)	(5,746.82)
Other comprehensive income for the year	-	27.30	27.30
As at 31 March 2026	7,825.28	(30,050.42)	(22,225.14)

Refer Note 16 for nature and purpose of reserves.

The accompanying notes form an integral part of the Standalone financial statements.

This is the Standalone Statement of Changes in Equity referred to in our audit report of even date.

For Walker Chandio & Co LLP
Chartered Accountants
Firm Registration No. 001076N/ N500013

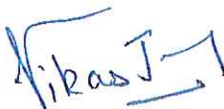
For and on behalf of the Board of Directors


Mukul Rath

Partner
Membership No. 130856

Place: Mumbai
Date: 13 May 2026




Vikas Jain

Director
DIN: 11082395

Place: Kolkata
Date: 13 May 2026




Srikanth
Ramachandra
Murthy Gopishetty

Director
DIN: 07383622

Place: Kolkata
Date: 13 May 2026

Herbolab India Private Limited

Material accounting policies and other explanatory information to the Standalone financial statements as at and for the year ended 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

1 Corporate Information and Statement of compliance

A Herbolab India Private Limited (HIPL) or (the 'Company'), CIN: U51909WB1980PTC268995, is a private company domiciled in India with its registered office located at Duncan House, RP-SG Group 31 Netaji Subhas Road Telephone Bhawan, Kolkata, West Bengal.

The Herbolab India Private Limited is in the primary business of manufacturing and trading ayurvedic medicines.

B Statement of Compliance

The Standalone financial statements of the Company are prepared on Going Concern basis in accordance with the Indian Accounting Standard (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendments and rules issued thereafter. The accounting policies for the years ended 31 March 2026 and 31 March 2025 are consistent. These financial statements have been approved by the Board of Directors at their meeting dated 13 May 2026.

2.1 Basis of preparation and presentation

A Basis of preparation

The Company's Standalone financial statements have been prepared on an accrual basis and under the historical cost convention except for certain financial assets and liabilities, defined benefit plans. Monetary amounts are expressed in Indian Rupees (Rs.) and are rounded to the nearest lakhs, except for earnings per share and rounded up to two decimals.

These Standalone financial statements have been prepared in accordance with the accounting policies, set out below and were consistently applied to all periods presented unless otherwise stated. They have been prepared under the assumption that the Company operates on a going concern basis which assumes the Company will be able to discharge its liabilities as and when they fall due.

B Current and non current classification

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Act. Based on the nature of products and the time between the acquisition of the assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as up to 12 months for the purpose of current/non-current classification of assets and liabilities.

The amendments are extensive and the Company will evaluate the same to give effect to them as required by law.

2.2 Key accounting estimates and adjustments

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Continuous evaluation is done on the estimation and judgements based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognized prospectively.

Critical estimates and judgements

Management believes that the estimates used in the preparation of the Standalone financial statements are prudent and reasonable. Information about the estimates and judgements made in applying accounting policies that the most significant effect on the amount recognised in the Standalone financial statements are as follows.

a. Going concern: Company has incurred significant losses in the current year and has material accumulated which has significantly eroded the Company's net worth and resulted in a significant net current liability situation. These are indicators of existence of events or conditions that cast significant doubt on the entity's ability to continue as a going concern. However, the Company based on approved business plan and support from the Parent Company (RPSG Ventures Limited) has considered the use of going concern basis of accounting to be appropriate (Refer Note 42).

b. Taxes: Deferred tax, subject to the consideration of prudence, is recognised on temporary differences between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets are recognised to the extent that there is reasonable certainty that sufficient future tax income will be available against which such deferred tax assets can be realized.

c. Impairment of Financial Assets: The impairment provision for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

d. Discounting of lease payments and deposits: The lease payments and deposits are discounted using the interest rate implicit in the lease. If that rate can be readily determined. If that rate cannot be readily determined, the Company uses applicable incremental borrowing rate as independently sourced.

e. Fair Value Measurement of Financial Instruments: When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using appropriate valuation techniques. The inputs for these valuations are taken from observable sources where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of various inputs including liquidity risk, credit risk, volatility etc. Changes in assumptions/ judgements about these factors could affect the reported fair value of financial instruments.

f. Defined Benefit Obligation: The cost of post-employment benefits is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases and mortality rates. Due to the long term nature of these plans such estimates are subject to significant uncertainty. The assumptions used are disclosed in Note 32.

2.3 Material accounting policies

a. Property, plant and equipment

Recognition and Measurement

Property, plant and equipment are stated at cost, less accumulated depreciation/impairment losses if any. The cost of an item of property, plant and equipment comprises its purchase price after deducting trade discounts and rebates, incidental expenses, erection/ commissioning expenses, borrowing cost, any directly attributable cost of bringing the item to its working condition for its intended use and 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. A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Any gain or loss on disposal of an item of property, plant and equipment is recognized in statement of profit or loss.



Herbolab India Private Limited

Material accounting policies and other explanatory information to the Standalone financial statements as at and for the year ended 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

Subsequent Expenditure

Subsequent expenditure relating to an item of the asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other related expenses, including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Depreciation, Estimated useful life and residual value

Depreciation on fixed assets is provided, on their having been put into use, in the following manner:

Depreciation on fixed assets is provided on Straight Line Method at the rate derived with reference to the useful life as specified under Part 'C' of Schedule II of the Companies Act 2013, residual value of tangible assets, where considered, has been taken as five percentage of the original cost of such assets.

The range of estimated useful lives of items of property, plant and equipment are as follows:

Block of Asset	Useful life (In years)
Plant and machinery	10-15
Tool & Equipment	5
Dies & Moulds	1
Furniture & fixtures	10
Building	30
Computer & peripherals	3
Electrical Installation	10
Lab equipments	10
Office equipments	5
Leasehold Improvement	Over Contract period

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial years end and adjusted prospectively, if appropriate.

The carrying amount of assets is reviewed at each balance sheet date, to determine if there is any indication of impairment based on the internal/external factors. An impairment loss is recognized wherever the carrying amount of assets exceeds its recoverable amount which is the greater of net selling price and value in use of the respective assets. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risk specific to the asset. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

Capital work-in-progress and Capital advances

Capital work-in-progress represents expenditure incurred in respect of capital projects and are carried at cost. Cost comprises of purchase cost, related acquisition expenses, development / construction costs, borrowing costs and other direct expenditure.

Advances given towards acquisition of property, plant and equipment outstanding at each balance sheet date are disclosed as Other Non-Current Assets.

b. Intangible assets**Recognition and Measurement**

Acquired Computer softwares and knowhow & licenses are capitalized on the basis of the costs incurred to acquire and bring the specific asset to its intended use and subsequently at cost less accumulated amortization and accumulated impairment loss, if any.

Intangible assets are amortized over the useful economic life on a straight line basis and assessed for impairment whenever there is an Impairment Indicator. The amortization expense is recognized in the statement of profit and loss.

The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

A summary of amortization policies applied to the Company's intangible asset is as below:

Class of Assets	Estimated useful lives
Trademark	10 years
Website	05 years

c. Investment property

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

d. Leases :**The Company as a lessee:**

The Company's lease asset classes primarily consist of leases for land, buildings and plant and machinery. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

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

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

The Company as a lessor:

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.



e. Inventories

Raw materials, stock-in-trade, finished goods and packing materials are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by-item basis.

In determining the cost of raw materials and packing materials, first-in-first-out method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and stock-in-trade includes the cost of raw materials, packing materials and other costs incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The net realizable value of materials in process is determined with reference to the selling prices of related finished goods.

The provision for inventory obsolescence is assessed regularly based on estimated usage and shelf life of products.

f. Impairment of assets

(i) Non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is provided for to arrive at its recoverable amount. In assessing value in use, the estimated future cash flows are 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 asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Company's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

(ii) Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. The Company tests for impairment using the ECL model for financial assets such as trade receivables, loans and advances to be settled in cash and deposits.

Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. Life time ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 month ECL is a portion of the lifetime ECL which results from default events on a financial instrument that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the statement of profit and loss (P&L). This amount is reflected in a separate line in the P&L as an impairment gain or loss. For financial assets measured at amortized cost, ECL is presented as an allowance which reduces the net carrying amount of the financial asset.

Financial asset and liabilities

Recognition and initial measurement

The Company initially recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are measured at fair value on initial recognition. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition.

Classification and subsequent Measurement

The financial assets are classified in the following categories

- 1) financial assets measured at amortized cost.
- 2) financial assets measured at fair value through profit & loss account
- 3) financial assets measured at fair value through other comprehensive income

The classification of financial assets depends on the Company's business model for managing financial assets and the contractual terms of the cash flow.

Financial assets measured at amortized cost

A financial asset is subsequently 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.



Financial Instruments measured at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income 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.

Financial Instruments measured at fair value through profit or loss account (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

Financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial assets are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Financial liabilities

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

g. Foreign currencies Transactions

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate prevailing at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of initial transaction. Exchange differences are recognized in the Statement of Profit and Loss in the period in which they arise.

h. Segment Reporting

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by industry classes. The operating segment of the Company is identified to be "manufacturing and distribution of Ayurvedic medicines" as the CODM reviews business performance at an overall Company level as one segment.

i. Revenue recognition

Sale of products:

As per Ind AS 115 - 'Revenue from contracts with customers' Revenue from sale of goods is recognised when control of the products being sold is transferred to our customer and when there are no longer any unfulfilled obligations. The performance obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on terms with customers.

Revenue is measured on the basis of transaction price, which is the consideration, adjusted for volume discounts, rebates, schemes allowances, price concessions, incentives, and returns, if any, as specified in the contracts with the customers. Accumulated experience is used to estimate the provision for such discounts and rebates. Revenue is only recognised to the extent that it is highly probable a significant reversal will not occur.

The Company considers the terms of the contract and its customary business practices to determine the transaction price. The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods to a customer, excluding amounts collected on behalf of third parties (for example taxes collected on behalf of government). The consideration promised in a contract with a customer may include fixed consideration, variable consideration (if reversal is less likely in future), or both. The transaction price is allocated by the Company to each performance obligation in an amount that depicts the amount of consideration to which it expects to be entitled in exchange for transferring the promised goods to the customer. For each performance obligation identified, the Company determines at contract inception whether it satisfies the performance obligation over time or satisfies the performance obligation at a point in time. When either party to a contract has performed its obligation, an entity shall present the contract in the balance sheet as a contract asset or a contract liability, depending on the relationship between the entity's performance and the customer's payment.

Income from services rendered is recognized based on agreements/arrangements with the customers as the service is performed and there are no unfulfilled obligations.

Interest income is recognized using effective interest method.

Dividend income is recognized at the time when the right to receive is established by the reporting date.

Other incomes have been recognized on accrual basis in the financial statements, except when there is uncertainty of collection.

j. Borrowing costs

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost using the effective interest rate (EIR) method.

Borrowing cost consists of interest and other costs incurred in connection with the borrowing of funds and also include exchange differences to the extent regarded as an adjustment to the same. Borrowing costs directly attributable to the acquisition and/or construction of a qualifying asset are capitalized during the period of time that is necessary to complete and prepare the asset for its intended use or sale. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Standalone Statement of Profit and Loss as incurred.



k. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cheques in hand, cash at bank and cash in hand and short-term deposits with an original maturity of three months or less. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and bank balances and short-term deposits, as defined above.

l. Taxes

(i) Current income tax

Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations. Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity).

(ii) Deferred tax assets and liabilities

Deferred tax is provided on temporary differences between the tax bases and accounting bases of assets and liabilities at the tax rates and laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

For items recognized in OCI or equity, deferred / current tax is also recognized in OCI or equity.

m. Fair value

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. 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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or

- In the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 — inputs for the asset or liability that are not based on observable market data (unobservable inputs).

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

n. Provisions and Contingent Liabilities

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. The amount recognized as a provision is the best estimate of the expenditure required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation.

In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation.

o. Contingent liabilities

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 the obligation or reliable estimate of the amount cannot be made.

p. Employee benefits

(i) Short-term employee benefits: Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as and when the related services are provided. 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 amount of obligation can be estimated reliably.

(ii) Defined contribution plans: A defined contribution plan is a post-employment benefit plan under which an entity pays a fixed contribution and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to provident and superannuation fund are recognized as an employee benefit expense in Statement of Profit and Loss when the contributions to the respective funds are due.

(iii) Defined benefit plans: A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plans.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses due to experience adjustments, changes in actuarial assumptions and the return on plan assets (excluding interest) are recognized in Other comprehensive income (OCI). Net interest expense and other expenses related to defined benefit plans are recognized in Statement of Profit and Loss.

(iv) Compensated absences: The employees of the Company are entitled to compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is measured on the basis of an annual independent actuarial valuation using the projected unit credit method. The unused entitlement that has accumulated as at the balance sheet date. Non-accumulating compensated absences are recognized in the period in which the absences occur.



q. Earnings/ (Loss) per share

Basic earnings/ (loss) per share is calculated by dividing the net profit or loss before Other Comprehensive Income for the year by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings/ (loss) per share, the net profit or loss before Other Comprehensive Income for the year and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

2.4 Recent accounting pronouncements

The Ministry of Corporate Affairs notified new standards or amendment to existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. The Company has applied following amendments for the first-time during the current year which are effective from 1 April 2025.

Lack of exchangeability – Amendments to Ind AS 21

MCA via notification dated 7 May 2025, announced amendments to Ind AS 21, The Effects of Changes in Foreign Exchange Rates, to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments do not have a material impact on the Company's Standalone Financial Statements.

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1

MCA via notification dated 13 August 2025 announced amendments to Ind AS 1, Presentation of Financial Statements, which elaborate on guidance set out in Ind AS 1 by:

- clarifying that the right to defer settlement of a liability for at least 12 months after the reporting period;
- a) must have substance, and b) must exist at the end of the reporting period;
- stating that management's expectations around whether the settlement of a liability would be deferred or not, does not impact the classification of the liability;
- including requirements for liabilities that can be settled using an entity's own instruments; and
- stating that at the reporting date, the entity does not consider covenants that will need to be complied with in the future when considering the classification of the debt as current or non-current. In addition, an entity is required to disclose when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months.

The amendments have not resulted in additional disclosures and did not have an impact on the classification of the Company's liabilities as at the balance sheet date.

Supplier Finance Arrangements - Amendments to Ind AS 7 and Ind AS 107

MCA via notification dated 13 August 2025 announced amendments to Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures which introduced disclosure requirements with the objective to enable users of financial statements to assess how supplier finance arrangements affect an entity's liabilities, cashflows and exposure to liquidity risk.

The amendments do not have a material impact on the Company's Standalone Financial Statements.

International Tax Reform - Pillar Two Model Rules - Amendments to Ind AS 12

MCA via notification dated 13 August 2025 announced amendments to Ind AS 12, Income Taxes, which includes:

- a temporary exception to the recognition and disclosure of deferred taxes arising from the implementation of the Pillar Two model rules; and
- additional disclosure requirements targeted at a reporting entity's exposure to income taxes in periods in which the Pillar Two Model legislation is enacted or substantively enacted but not yet in effect.

The amendments do not have a material impact on the Company's Standalone Financial Statements.

2.5 New standards and amendments issued but not effective and have not been early adopted by the Company –

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1

Paragraph 74 of Ind AS 1 currently effective for the year ended 31 March 2026 requires the entity not to classify the liability as current, if there is a breach of a material covenant of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, however, the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. MCA vide notification dated 13 August 2025, has introduced amendment under Paragraph 74 of Ind AS 1 which requires the entity to classify the liability as current under the aforementioned situation because, at the end of the reporting period, it does not have the right to defer its settlement for at least twelve months after that date. Such amendment has been made effective for annual reporting periods beginning on or after 01 April 2026 retrospectively in accordance with Ind AS 8.

This amendment is not expected to have a material impact on the Company's Standalone Financial Statements.

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3 Property, plant and equipment

Description	Leasehold Improvement	Buildings	Plant & Machinery	Furniture and fixtures	Computer and data processing units	Office equipment	Total
Balance as on 1 April 2024	-	106.50	220.88	91.49	74.76	29.80	523.41
(+) Additions	-	-	5.63	-	-	-	5.63
(-) Deletions	-	-	-	-	-	-	-
Balance as on 31 March 2026	-	106.50	226.49	91.49	74.76	29.80	529.04
(+) Additions	-	-	-	0.73	-	0.18	0.91
(-) Deletions	-	105.55	-	0.16	0.70	0.08	106.49
Balance as on 31 March 2026	-	0.95	226.49	92.06	74.06	29.90	423.46
Accumulated depreciation							
Balance as on 1 April 2024	-	26.69	56.02	21.62	46.32	17.18	167.83
(+) Depreciation expense for the year	-	2.67	12.53	7.87	21.90	3.66	48.63
(-) Deductions	-	-	-	-	-	-	-
Balance as on 31 March 2026	-	29.36	68.55	29.49	68.22	20.84	216.46
(+) Depreciation expense for the year	-	2.67	13.01	7.85	1.82	3.62	28.97
(-) Deductions	-	32.03	-	-	-	-	32.03
Balance as on 31 March 2026	-	-	81.56	37.34	70.04	24.46	213.40
Net carrying value							
Balance as on 31 March 2026	-	0.95	144.93	54.72	4.02	5.44	210.06
Balance as on 31 March 2025	-	77.14	157.94	62.00	6.54	8.96	312.58

There are no immovable property as of 31 March 2026.

4 Capital Work-in-Progress (CWIP)

Particulars	Plant and Machinery	Total
Balance as on 1 April 2024	-	-
(+) Additions during the year	-	-
(-) Amounts capitalised	-	-
Balance as on 31 March 2025	-	-
Balance as on 1 April 2025	-	-
(+) Additions during the year	4.22	4.22
(-) Amounts capitalised	-	-
Balance as on 31 March 2026	4.22	4.22

Details of Capital Work in progress as on 31 March 2026

Description	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	4.22	-	-	-	4.22
Projects temporarily suspended	-	-	-	-	-
Total	4.22	-	-	-	4.22

Details of Capital Work in progress as on 31 March 2025

Description	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	-	-	-	-	-

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5 Right-of-use assets

Gross Carrying Amount	Amounts
Balance as at 01 April 2024	779.70
(+) Additions	-
(-) Deletions	-
Balance as at 31 March 2025	779.70
(+) Additions	-
(-) Deletions	153.58
Balance as at 31 March 2026	626.12
Depreciation	
Balance as at 01 April 2024	198.85
(+) Depreciation expense for the year	128.62
(-) Deductions	-
Balance as at 31 March 2025	327.47
(+) Depreciation expense for the year	128.67
(-) Deductions	-
Balance as at 31 March 2026	456.14
Net carrying amount as at 31 March 2026	169.98
Net carrying amount as at 31 March 2025	452.23

6 Intangible assets

Gross Carrying Amount	Computer Software	Trade Marks	Website	Total
As on 01 April 2024	-	6.09	136.90	142.99
(+) Additions	-	-	59.10	59.10
(-) Deletions	-	-	-	-
Balance as on 31 March 2025	-	6.09	196.00	202.09
(+) Additions	-	-	-	-
(-) Deletions	-	-	-	-
Balance as on 31 March 2026	-	6.09	196.00	202.09
Accumulated depreciation				
Balance as on 1 April 2024	-	5.29	0.71	6.00
(+) Amortisation charge	-	0.29	34.52	34.81
(-) Disposals	-	-	-	-
Balance as on 31 March 2025	-	5.58	35.23	40.81
(+) Amortisation charge	-	0.33	37.24	37.57
(-) Disposals	-	-	-	-
Balance as on 31 March 2026	-	5.91	72.47	78.38
Net carrying value				
Balance as on 31 March 2026	-	0.18	123.53	123.71
Balance as on 31 March 2025	-	0.51	160.77	161.28

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7 Intangible assets under development (IAUD)

Particulars	Amount
Opening balance as on 01 April 2024	-
Add : Additions during the year	6.89
Less : Capitalised during the year	-
Closing balance as on 31 March 2025	6.89
Add : Additions during the year	3.17
Less : Capitalised during the year	-
Closing balance as on 31 March 2026	10.06

Details of the Company's IAUD aging as on 31 March 2026 are as follows:

Intangible assets under development	Amount in IAUD for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	3.17	6.89	-	-	10.06
Projects temporarily suspended	-	-	-	-	-
Total	3.17	6.89	-	-	10.06

Details of the Company's IAUD aging as on 31 March 2025 are as follows:

Intangible assets under development	Amount in IAUD for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	6.89	-	-	-	6.89
Projects temporarily suspended	-	-	-	-	-
Total	6.89	-	-	-	6.89

Note : There are no projects in IAUD, which are overdue or exceeded its cost compared to its original plan as at 31 March 2026 and 31 March 2025.

8(a) Investments

	As at 31 March 2026	As at 31 March 2025
Non-current		
Investment in equity instruments		
Unquoted		
105,000 Equity Shares of ₹ 1 each held in Arunodya Mills Ltd at 31 March 2025*	-	1.05
Less: Impairment	-	1.05
1,10,000 Equity Shares of ₹ 10 each held in Spectrum Delight Pvt Ltd (Wholly owned Subsidiary) (at 31 March 2025- 1,10,000)	11.00	11.00
	11.00	11.00
Aggregate amount of quoted Investments	-	-
Aggregate market value of quoted investments	-	-
Aggregate amount of unquoted Investments	11.00	11.00
Aggregate amount of impairment on investments	-	1.05

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8(b) Other financial assets	As at	As at
	31 March 2026	31 March 2025
Security deposits	16.45	56.96
	16.45	56.96
Refer Note 36 for information on credit risk and market risk.		
9 Non-current tax assets (Net)	As at	As at
	31 March 2026	31 March 2025
Taxes paid (Net of provisions for tax)	0.76	2.44
	0.76	2.44
10 Other non-current assets	As at	As at
	31 March 2026	31 March 2025
Balances with government authorities	3,543.06	3,184.91
Prepaid rent	5.03	19.46
Capital advances	0.97	-
	3,549.06	3,204.37
11 Inventories	As at	As at
	31 March 2026	31 March 2025
Raw materials	43.18	53.34
Packing material	49.54	70.36
Stock-in-trade	146.22	21.57
Finished goods	34.51	109.10
	273.45	254.37

Note:

(i) Write-downs/Provision for impairment of inventories to net realisable value amounted to ₹48.74 lakhs (31 March 2025: ₹121.87 lakhs). These write down/provision for impairment were recognised as an expense during the year and included in the 'Changes in inventories of finished goods, work-in-progress, and stock-in-trade' in Note 27.

(ii) Refer Note 40 for information on assets provided as collateral or security for borrowings or financing facilities availed by the Company.

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12 Trade receivables

Considered good - secured
Considered good - unsecured
Credit impaired - unsecured

As at 31 March 2026	As at 31 March 2025
-	-
141.50	102.84
86.83	80.02
228.33	182.86
(86.83)	(80.02)
141.50	102.84

Less: Allowance for credit impairment
Total Trade receivables

Of the above, trade receivable from

- Related parties (Refer note 33)
- Others

18.87	24.22
122.63	78.62
141.50	102.84

Trade receivables ageing schedule as at 31 March 2026:

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	8.41	118.32	-	14.77	-	-	141.50
(ii) Undisputed Trade Receivables – significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	1.10	17.64	1.01	43.64	23.44	86.83
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total trade receivables	8.41	119.42	17.64	15.78	43.64	23.44	228.33
Less: Allowances for doubtful debts	-	1.10	17.64	1.01	43.64	23.44	86.83
Net trade receivable	8.41	118.32	-	14.77	-	-	141.50

Trade receivables ageing schedule as at 31 March 2025:

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	-	97.08	1.63	2.61	1.52	-	102.84
(ii) Undisputed Trade Receivables – significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	11.93	1.01	43.64	0.10	23.34	80.02
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total trade receivables	-	109.01	2.64	46.25	1.62	23.34	182.86
Less: Allowances for doubtful debts	-	11.93	1.01	43.64	0.10	23.34	80.02
Net trade receivable	-	97.08	1.63	2.61	1.52	-	102.84

There are no unbilled receivables as at 31 March 2026 and 31 March 2025.

13(a) Cash and cash equivalents

Balances with banks.
In current accounts
Cash in hand

As at 31 March 2026	As at 31 March 2025
14.37	30.32
0.10	-
14.47	30.32

13(b) Bank balances other than cash and cash equivalents

Bank deposits with remaining maturity of less than 12 months

As at 31 March 2026	As at 31 March 2025
1.19	1.11
1.19	1.11

(i) There are no repatriation restrictions as at the end of the reporting period and previous period.
(ii) There are no significant cash and cash equivalents which will not be available for use by the Company.
(iii) Refer Note 40 for information on assets provided as collateral or security for borrowings or financing facilities availed by the Company.

13(c) Other financial assets

Security deposits
Receivable towards sale of property, plant and equipment

31 March 2026	31 March 2025
63.74	-
136.72	-
192.46	-

14 Other current assets

Advances to suppliers
Advance to employees
Prepaid expenses
Prepaid rent

As at 31 March 2026	As at 31 March 2025
7.70	18.22
-	0.58
7.34	9.52
2.13	-
17.17	28.32

Refer Note 40 for information on assets provided as collateral or security for borrowings or financing facilities availed by the Company.



	As at 31 March 2026	As at 31 March 2025
15 Equity Share capital		
Authorized share capital		
3,000,000 (31 March 2024: 3,000,000) Equity shares of ₹ 10 each	300.00	300.00
Total authorized share capital	300.00	300.00
Issued, subscribed and fully paid-up equity share capital		
2,046,662 (31 March 2024: 2,046,662) Equity shares of ₹ 10 each	204.67	204.67
Total issued, subscribed and fully paid-up equity share capital	204.67	204.67

a. Reconciliation of the equity shares outstanding at the beginning and at the end of reporting year

	No. of shares	No. of shares
As at 01 April 2024	2,046,662	2,046,662
Issued during the year	-	-
As at 31 March 2025	2,046,662	2,046,662
Issued during the year	-	-
As at 31 March 2026	2,046,662	2,046,662

b. Terms/ rights attached to equity shares:

- The Company has only one class of equity share having the par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share.
- In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholder.
- The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

c. Details of shareholders holding more than 5% equity shares of the Company

	As at 31 March 2026		As at 31 March 2025	
Name of the shareholder	No. of shares	% held	No. of shares	No. of shares
RPSG Ventures Limited	2,046,662	100%	2,046,662	2,046,662

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

d. Shareholdings of promoters of the Company

Name of the promoter
RPSG Ventures Limited

Particulars	No. of shares	% held	% change for the year
As at 01 April 2024	2,046,662	100%	
Change in the number of shares during the year	-	-	
As at 31 March 2025	2,046,662	100%	0%
Change in the number of shares during the year	-	-	
As at 31 March 2026	2,046,662	100%	0%

e. Bonus shares/ buy back/ shares for consideration other than cash issued during past five years:

- Aggregate number of shares and class of shares allotted as fully paid up pursuant to contracts without payment being received in cash - Nil
- Aggregate number and class of shares allotted as fully paid up by way of bonus shares - Nil
- Aggregate number and class of shares bought back - Nil

f. There are no shares reserved for issue under options.

	As at 31 March 2026	As at 31 March 2025
16 Other equity		
Reserves and Surplus		
Securities premium		
Balance at the beginning of the year	7,825.28	7,825.28
Add: Premium on shares issued during the year	-	-
Balance at the end of the year	7,825.28	7,825.28
Retained earnings		
Balance at the beginning of the year	(24,330.90)	(16,786.63)
Add: Loss for the year	(5,746.82)	(7,553.18)
Add: Other comprehensive income for the year	27.30	8.91
Balance at the end of the year	(30,050.42)	(24,330.90)
Total other equity	(22,225.14)	(16,505.62)

Purpose of reserves :

(i) Securities premium

Securities premium is used to record the premium received on issue of shares. This account is utilized in accordance with the provisions of the Companies Act, 2013.

(ii) Retained earnings

Retained earnings represents the profits/ losses that the Company has earned/ incurred till date including gain/ (loss) on remeasurement of defined benefits plans as adjusted for distributions to owners, transfer to other reserves, etc.



	As at 31 March 2026	As at 31 March 2025
17 Borrowings		
Non-current borrowings		
Secured		
Financial liability measured at fair value through profit and loss		
Term loan from bank	5,295.69	5,753.37
Less: Current maturities of long-term borrowings	(1,050.00)	(525.00)
Total non-current borrowings	4,245.69	5,228.37
Current borrowings		
Secured		
Financial liability measured at fair value through profit and loss		
Current maturities of long-term borrowings		
- Term loan from banks (Refer notes below)	1,050.00	525.00
Unsecured		
Working capital demand loan from related parties (Refer note 33 and the notes below)	19,330.00	13,095.00
Total current borrowings	20,380.00	13,620.00
Total borrowings	24,625.69	18,848.37

- 17.1 (i) The term loan from IndusInd bank is secured against first charge on current assets and moveable fixed assets of the Company.
(ii) The term loan was availed in July 2024 and is repayable in 16 structured quarterly instalments starting October 2025 at 4.375% per quarter for 2nd and 3rd year and at 8.125% per quarter for 4th and 5th year of the loan tenure. The effective interest rate as on 31 March 2026 is 9.46% p.a.
(iii) The Company is in compliance with the applicable debt covenants prescribed in the terms of secured borrowings. Also, there has been no default in repayment of borrowings and payment of interest during the year.
(iv) The Company had used the borrowings for the specific purpose for which it was availed.
(v) During the year, Company has borrowed Rs. 8,735 lakhs from its fellow subsidiary, Guilfrie Industries Limited, for financing its working capital. The rate of interest charged is 10.80%. These borrowings are repayable on demand.
(vi) Refer Note 36 for Liquidity risk.

17.2 Net debt reconciliation
An analysis of net debt and the movement in net debt for the years ended 31 March 2026 and 31 March 2025 is as follows:

	As at 31 March 2026	As at 31 March 2025
(A) Non-current borrowings	4,245.69	5,228.37
(B) Current borrowings	20,380.00	13,620.00
(C) Lease liabilities	232.41	550.31
(D) Cash and cash equivalents	(14.47)	(30.32)
Net debt (E) = (A+B+C+D)	24,843.63	19,368.35

	Liabilities from financing activities			Other assets	Net debt
	Non-current borrowings (A)	Current borrowings (B)	Lease liabilities (C)	Cash and cash equivalents (D)	(E) = (A+B+C-D)
Balances as at 1 April 2024	-	16,595.00	656.20	30.69	11,220.31
Net increase in cash and cash equivalents	-	-	-	0.57	0.57
Proceeds from short-term borrowings	5,753.37	2,500.00	-	-	8,253.37
Rent paid of lease liability (Principal repayment)	-	-	(105.90)	-	(105.90)
Interest expense	-	-	58.99	-	58.99
Interest paid	-	-	(58.99)	-	(58.99)
Reclassification	(525.00)	525.00	-	-	-
Balances as at 31 March 2025	5,228.37	13,620.00	550.31	30.32	19,368.35
Net increase in cash and cash equivalents	-	-	-	(15.85)	15.85
Proceeds from short-term borrowings	-	8,735.00	-	-	8,735.00
Modification of Lease Liability	-	-	(189.39)	-	(189.39)
Rent paid of lease liability (Principal repayment)	-	-	(128.51)	-	(128.51)
Repayment of borrowings	-	(3,025.00)	-	-	(3,025.00)
Interest expense	532.55	1,729.22	45.60	-	2,307.37
Interest paid	(465.23)	(1,729.22)	(45.60)	-	(2,240.05)
Reclassification	(1,050.00)	1,050.00	-	-	-
Balances as at 31 March 2026	4,245.69	20,380.00	232.41	14.47	24,843.63

- 17.3 As per the terms of the loan agreements and overdraft facility, the Company is not required to submit any quarterly returns or statements to banks or financial institutions. Therefore, there are no reportings required under paragraph 6(L)(iv)(a) and (b) of the General Instructions for the preparation of the Balance Sheet as per Schedule III of the Companies Act.

	As at 31 March 2026	As at 31 March 2025
18 Lease liabilities		
Non-current lease liabilities	174.95	412.05
Current lease liabilities	57.46	138.26
	232.41	550.31

Lease liability is initially measured at the present value of future lease payments. Lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability and reducing the carrying amount to reflect the lease payments made.
A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased asset.

The Company has taken various premises under operating lease. These are generally cancellable and the lease term ranges from 11 months to 9 years and are renewable by mutual consent on mutually agreeable terms. Some of these lease agreements have price escalation clauses. There are no restrictions imposed by these lease arrangements and there are no sub leases. There are no contingent rents. The interest rate applied to lease liabilities is weighted average 9.75% for factory & the incremental borrowing rate applied is 7.6% for Mumbai Office lease. The Company has not entered into any sale and lease back transaction.

a) The following is the movement in the lease liabilities:

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	550.31	656.20
Additions during the year	-	-
Finance cost accrued during the year	45.60	59.00
Modification of lease liabilities	(189.39)	-
Repayment of lease liabilities	(174.11)	(164.89)
Balance at the end of the year	232.41	550.31



b) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Lease liabilities	Carrying amount as at 31 March 2026	Contractual cash flows			Total
		0-1 years	1-5 years	5 years and above	
As at 31 March 2026	232.41	73.51	207.14	-	280.65
As at 31 March 2025	550.31	174.09	462.23	30.15	666.47

The Company recognised the following in the Statement of profit and loss:

	As at 31 March 2026	As at 31 March 2025
Depreciation expense on right-of-use assets (Refer Note 30)	128.67	128.62
Interest expense on lease liabilities included in finance cost (Refer Note 29)	45.60	58.99
Rent expense pertaining to leases with less than twelve months of lease term and low value leases (Refer Note 31)	4.87	4.81

19 Provisions

	As at 31 March 2026	As at 31 March 2025
Non current		
Provision for employee benefits (Refer Note 32)		
- Gratuity (Refer Note 32.3)	40.88	61.44
- Compensated absences (Refer Note 32.8)	-	-
	40.88	61.44
Current		
Provision for employee benefits (Refer Note 32)		
- Gratuity (Refer Note 32.3)	8.95	0.29
- Compensated absences (Refer Note 32.8)	14.60	21.14
	23.55	21.43
Total provisions	64.43	82.87

20 Other liabilities

	As at 31 March 2026	As at 31 March 2025
Current		
Statutory dues (including provident fund, tax deducted at source and others)	85.87	66.61
Other liabilities	16.51	20.87
	103.38	87.48

21 Trade payables

	As at 31 March 2026	As at 31 March 2025
Dues to micro enterprises and small enterprises (refer note below)	117.21	69.19
Dues to creditors other than micro enterprises and small enterprises	1,470.17	1,171.39
	1,587.38	1,240.58

Trade payables are non-interest bearing and are normally settled as per the payment terms stated in the contract. Refer Note 36 for information on market risk and liquidity risk.

Dues to micro, small and medium enterprises to the extent information available with the Company are as under:

	As at 31 March 2026	As at 31 March 2025
(a) The principal amount and the interest due thereon remaining unpaid to supplier as at the end of year:		
- Principal amount due to micro and small enterprises	117.21	69.19
- Interest due	-	-
(b) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	-	-
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	-	-

21.3 Trade payable ageing schedule

Particulars	Unbilled dues	Outstanding for following periods from due date of payment					Total
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro enterprises and small enterprises (MSME)	-	61.54	55.67	-	-	-	117.21
(ii) Other than MSME	712.64	219.75	438.05	42.38	-	7.35	1,470.17
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Other than MSME	-	-	-	-	-	-	-
As on 31 March 2026	712.64	281.29	543.72	42.38	-	7.35	1,587.38
(i) Micro enterprises and small enterprises (MSME)	-	25.60	43.59	0.00	-	-	69.19
(ii) Other than MSME	780.51	240.93	156.17	5.48	-	-	1,172.13
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Other than MSME	-	-	-	-	-	-	-
As on 31 March 2025	780.51	266.53	199.76	5.48	-	-	1,241.32

22 Other financial liabilities

	As at 31 March 2026	As at 31 March 2025
Current		
Employee dues payable	140.91	116.05
Creditors for capital goods	1.81	-
	142.72	116.05



23 Revenue from operations	Geographical markets	
	Year ended 31 March 2026	Year ended 31 March 2025
Sale of products (including traded goods)	2,168.17	2,360.70
	<u>2,168.17</u>	<u>2,360.70</u>
(i) Performance obligation		
The performance obligation of Company is satisfied at a point in time.		
Revenue recognition		
Revenue recognition for sale of products is recognised at a point in time and revenue is recognised upon satisfaction of the performance obligation.		
(ii) Disaggregation of revenue by geographical location		
Company's entire business falls under one operational segment of 'Manufacturing and distribution of ayurvedic medicines'. Further, the management believes that the nature, amount, timing and uncertainty of revenue and cash flows from all its contracts are similar. Accordingly, disclosure of revenue recognised from contracts disaggregated into categories has not been made. Disaggregated revenue information as per geographical markets is as follows:		
Manufacturing and distribution of ayurvedic medicines	Geographical markets	
	India	USA
- For the year ended 31 March 2026	2,168.17	-
- For the year ended 31 March 2025	2,354.46	6.24
		<u>2,360.70</u>
(iii) Timing of revenue recognition	Geographical markets	
	Year ended 31 March 2026	Year ended 31 March 2025
- At a point in time	2,168.17	2,360.70
- Over a period of time	-	-
	<u>2,168.17</u>	<u>2,360.70</u>
(iv) Reconciliation between the contract price and revenue from contracts with customers		
Contract price	2,622.15	2,879.65
Adjustments for:		
Discount and rebates	(134.04)	(94.18)
Sales return	(319.94)	(424.67)
Revenue	<u>2,168.17</u>	<u>2,360.70</u>
24 Other income		
Interest income on financial assets measured as amortised cost	5.58	5.02
Gain on sale of investment in mutual funds	0.50	69.59
Gain on modification of lease term	36.74	-
Gain on Sale of Property, Plant & Equipment	99.26	-
Provision no longer required now written back	225.00	-
Miscellaneous income	0.97	1.11
	<u>368.05</u>	<u>75.72</u>
25 Cost of material consumed		
Inventories at the beginning of the year	123.70	148.82
Add: Purchases (net)	247.97	222.48
Less: Inventories at the end of the year	(92.72)	(123.70)
Total cost of materials consumed	<u>278.95</u>	<u>247.60</u>
26 Purchases of stock-in-trade		
	334.87	382.14
	<u>334.87</u>	<u>382.14</u>
27 Changes in inventories of finished goods and stock-in-trade		
a) Opening stock	109.11	202.46
Finished goods	21.57	6.70
Stock-in-trade	<u>130.68</u>	<u>209.16</u>
b) Closing stock	34.51	109.11
Finished goods	146.22	21.57
Stock-in-trade	<u>180.73</u>	<u>130.68</u>
Total changes in inventories of finished goods and stock-in-trade (a+b)	<u>(50.05)</u>	<u>78.48</u>



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28 Employee benefits expense		
Salaries, wages and Bonus	918.02	1,683.72
Contribution to provident and other fund	38.73	68.87
Contribution to gratuity (Refer note 32)	30.26	45.15
Staff welfare expenses	11.31	18.04
	<u>998.32</u>	<u>1,815.78</u>
29 Finance Costs		
Interest on:		
- Working capital loan (Refer Note 17)	1,729.18	1,274.21
- Term loan (Refer Note 17)	532.55	437.43
- Lease liabilities (Refer Note 18)	45.00	58.99
Other finance costs	0.26	0.70
	<u>2,307.59</u>	<u>1,771.33</u>
30 Depreciation and amortisation expense		
Depreciation on Property, plant and equipment (Refer Note 3)	28.97	48.64
Amortisation of intangible assets (Refer Note 6)	37.57	34.81
Depreciation on right-of-use assets (Refer Note 5)	128.67	128.62
	<u>195.21</u>	<u>212.07</u>
31 Other expenses		
Advertisement and promotion expenses	3,036.42	2,997.00
Legal and professional fees	141.53	1,589.88
Carriage, freight and distribution expenses	577.15	561.35
Research and development expense	57.62	62.71
Travelling, boarding & lodging expense	21.89	52.79
Factory related expenses	122.34	106.68
Repair and maintenance	1.29	1.30
Rent expense	4.67	4.81
Provision for doubtful debts	6.81	6.49
Inventory written off expense	23.40	-
Bad debts written off	44.13	-
Ineligible Input Tax Credit written off	103.63	-
Miscellaneous expenses*	77.28	97.19
	<u>4,218.15</u>	<u>5,482.20</u>

*Expenses below 1% of revenue from operation are aggregated in accordance with Schedule III to the Companies Act, 2013

Miscellaneous expenses include:

Payment to the auditors for:		
- Statutory audit	6.00	3.50
- Tax audit	1.00	1.00
Reimbursement of out-of-pocket expenses	0.75	0.25
Payments to the predecessor auditors	-	0.25
	<u>7.75</u>	<u>5.00</u>

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32 Employee Benefits

32.1 Defined Benefit obligations and Compensated Absences

Particulars	Gratuity	Compensated Absences
As at March 2026	49.83	14.60
As at March 2025	61.73	21.14

32.2 Employee benefit plans

a) Defined Contribution Plans

The Company operates defined contribution retirement benefit plans under which the company pays fixed contributions to separate entities (funds) or financial institutions or state managed benefit schemes. The Company has no further payment obligations once the contributions have been paid. Following are the schemes covered under defined contributions plans of the Company:

Provident Fund Plan and Employee**Pension Scheme:**

The Company makes monthly contributions at prescribed rates towards Employee Provident Fund/ Employee Pension Scheme, a fund administered and managed by the Government of India.

Employee State Insurance:

The Company makes prescribed monthly contributions towards Employees State Insurance Scheme.

b) Defined Benefit Plans

The Company provides for gratuity obligations through a defined benefit retirement plan (the 'Gratuity Plan') covering all employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement/termination of employment or death of an employee, based on the respective employees' salary and years of employment with the Company.

Interest Rate Risk

The present value of the defined benefit liability is calculated using a discount rate determined by reference to market yields of Government bonds. The estimated term of the bonds is consistent with the estimated term of the defined benefit obligation (DBO) and it is denominated in INR. A decrease in market yield on government bonds will increase the Company's defined benefit liability.

Life Expectancy

The present value of the defined benefit plan liability is calculated by reference to best estimate of mortality of plan participants both during and after their employment. An increase in life expectancy of plan participants will increase plan's liability.

Inflation Risk

A significant proportion of defined benefit liability is linked to inflation. An increase in Inflation rate will increase Company's liability.

32.3 Classification of Net DBO

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Present value of defined benefit obligation	49.83	61.73
Fair value of plan assets of trusts	-	-
Net liability arising from defined benefit obligation	49.83	61.73
Classified as:		
Non-current liability	40.88	61.44
Current liability	8.95	0.29



32.4 Changes in Present value of DBO

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Defined benefit obligation at the beginning of the year	61.73	66.93
Current service cost	13.07	20.46
Interest expense	4.57	3.97
Vested portion at end of period(Past Service)	5.19	-
Remeasurement (gain)/loss	-	-
(i) Actuarial losses from changes in demographic assumptions	-	-
(ii) Actuarial losses from changes in financial assumptions	(7.57)	(0.46)
(iii) Actuarial gain/loss on obligations due to Unexpected Experience	(19.73)	(8.45)
Benefits paid	7.43	20.72
Past service cost	-	-
Defined benefit obligation at the end of the year	49.83	61.73

An amount of ₹22.83 Lakhs has been recognised in the statement of profit and loss being current service cost ₹13.07 Lakhs, ₹4.57 Lakhs interest cost and ₹5.19 Lakhs vested portion being for the year ended 31 March 2026. (₹24.43 Lakhs for the year ended 31 March 2025).

32.5 Significant Assumptions

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Discount rate	7.88%	7.02%
Salary growth rate	10%	10%
Attrition rate (p.a.)	20%	20%
Mortality table	IIAM 2012-2015 Ultimate	IIAM 2012-2015 Ultimate

These assumptions were developed by management of the Company with the assistance of independent actuaries. Discount factors are determined close to each year-end by reference to market yields of government bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related defined benefit obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

The present value of the DBO was measured using the projected unit credit method.

32.6 Maturity Analysis

The expected maturity analysis of undiscounted defined benefit obligation as at 31 March 2026 is as follows:

Particulars	Less than 1 year	Between 2 to 5 years	Between 6 to 10 years	More than 10 years	Total
Defined benefit obligation (Gratuity)	9.30	1.29	2.62	219.78	232.99

The expected maturity analysis of undiscounted defined benefit obligation as at 31 March 2025 is as follows:

Particulars	Less than 1 year	Between 2 to 5 years	Between 6 to 10 years	More than 10 years	Total
Defined benefit obligation (Gratuity)	0.28	10.45	2.45	274.81	287.99

Amounts recognized in other comprehensive income related to the Company's defined benefit plans are as follows:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Actuarial losses from changes in demographic assumptions	-	-
Actuarial gain/loss on obligations due to Unexpected Experience	(19.73)	(8.45)
Actuarial losses from changes in financial assumptions	(7.57)	(0.46)
Return on plan assets (excluding amounts included in net interest)	-	-
Total expenses recognized in other comprehensive income	(27.30)	(8.91)

The income of ₹27.30 Lakhs (31 March 2025: expense of ₹8.91 Lakhs) resulting from the remeasurement of the defined benefit liability/asset is included in the Standalone statement of other comprehensive income within items that will not be reclassified subsequently to profit or loss.



32.7 Changes in significant actuarial assumption - Sensitivity Analysis

The significant actuarial assumptions for the determination of the defined benefit obligation are the discount rate, the salary growth rate and the average life expectancy. The calculation of the net defined benefit liability is sensitive to these assumptions. The following table summarizes the effects of changes in these actuarial assumptions on the defined benefit liability:

Particulars	Year ended 31 March 2026		Year ended 31 March 2025	
	Increase by 0.5%	Decrease by 0.5%	Increase by 0.5%	Decrease by 0.5%
Discount rate	46.04	54.06	(56.22)	67.90
Salary growth rate	53.94	46.11	67.39	(56.57)
Attrition rate	49.49	50.18	(61.13)	62.30
Maturity value	Increase by 10%	Decrease by 10%	Increase by 10%	Decrease by 10%
	49.80	49.86	(61.66)	61.77

The present value of the defined benefit obligation calculated with the same method (project unit credit) as the defined benefit obligation recognized in the Standalone balance sheet. The sensitivity analyses are based on a change in one assumption while not changing all other assumptions. This analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in any of the assumptions would occur in isolation of one another as some of the assumptions are correlated. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

32.8 Compensated Absences

The Company presents the Liability for compensated absences as current in the balance sheet since it does not have an unconditional right to differ the settlement beyond twelve months after reporting dates.

Particulars	Year ended March 2026	Year ended March 2025
Leave encashment	14.60	21.14
Total	14.60	21.14

32.9 Defined contribution plans

The Company also has certain defined contribution plans. The contributions are made to registered provident fund, Employees State Insurance Corporation ('ESIC') administered by the Government. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the year towards defined contribution plans are as follows.

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
The Company has recognised the following amounts in the Statement of Profit and Loss for the year:		
(i) Contribution to provident fund and other funds	38.73	68.87
	38.73	68.87

32.10 Significant Assumptions

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Discount rate	7.88%	7.02%
Salary growth rate	10%	10%
Attrition rate (p.a.)	20%	20%
Mortality table	IIAM 2012-2015 Ultimate	IIAM 2012-2015 Ultimate

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33 Related Party Disclosures

As per Ind AS 24 "Related party Disclosures", disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

(A) Related parties (where transactions have taken place during the year or previous year / balances outstanding):

Names of related parties and related party relationship

Name	Relationship
RPSG Ventures Limited	Holding Company

Jointly controlled entities of promoters - Promoter Group

Name	Relationship
Gulifree Industries Limited	Fellow Subsidiary
Spencer's Retail Limited	Fellow Subsidiary
Natures Basket Limited	Fellow Subsidiary
RPSG Sports Private Limited	Fellow Subsidiary
Apricot Foods Private Limited	Fellow Subsidiary
Spectrum Delight Private Limited	Subsidiary

Key Management Personnel

Name	Designation
Srikanth Ramachandra Murthy Gopishetty	Director
Gopal Rathi	Director
Rohit Garg (upto 16 May 2025)	Director
Vikas Jain (w.e.f. 16 May 2025)	Director
Urvashi Bhura (w.e.f. 2 March 2026)	Additional Director
Chirag Gada (upto 31 March 2026)	Whole Time Director

(B) Details of transactions entered into and outstanding balances with the related parties :

Particulars	Holding Company		Jointly controlled entities of promoters - Promoter Group		Key Management Personnel		Directors & Relatives of KMP		Total	
	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding
(I) Sale of products (net of returns)										
(i) Spencer's Retail Limited										
31-Mar-26	-	-	-	-	-	-	-	-	-	-
31-Mar-25	-	-	(12.85)	(8.05)	-	-	-	-	(12.85)	(8.05)
(ii) Natures Basket Limited										
31-Mar-26	-	-	6.79	17.40	-	-	-	-	6.79	17.40
31-Mar-25	-	-	8.82	16.17	-	-	-	-	8.82	16.17
(II) Apricot Foods Private Limited										
31-Mar-26	-	-	2.88	0.32	-	-	-	-	2.88	0.32
31-Mar-25	-	-	-	-	-	-	-	-	-	-
(III) Reimbursements										
(i) Spectrum Delight Private Limited										
31-Mar-26	-	-	1.15	1.15	-	-	-	-	1.15	1.15
31-Mar-25	-	-	-	-	-	-	-	-	-	-
(III) Other expenses										
(i) Gulifree Industries Limited										
Staff welfare expenses										
31-Mar-26	-	-	6.52	3.76	-	-	-	-	6.52	3.76
31-Mar-25	-	-	9.14	4.07	-	-	-	-	9.14	4.07
(ii) RPSG Ventures Limited										
Travelling, boarding & lodging expense										
31-Mar-26	-	-	0.68	-	-	-	-	-	0.68	-
31-Mar-25	-	-	0.28	-	-	-	-	-	0.28	-
(iii) RPSG Sports Private Limited										
Advertisement & promotion expenses										
31-Mar-26	-	-	-	21.60	-	-	-	-	-	21.60
31-Mar-25	-	-	35.40	21.80	-	-	-	-	35.40	21.60
(iv) Natures Basket Limited										
Staff welfare expenses										
31-Mar-26	-	-	-	-	-	-	-	-	-	-
31-Mar-25	-	-	5.19	5.90	-	-	-	-	5.19	5.90
(v) Spencer's Retail Limited										
Staff welfare expenses										
31-Mar-26	-	-	1.29	-	-	-	-	-	1.29	-
31-Mar-25	-	-	2.21	0.61	-	-	-	-	2.21	0.61



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(B) Details of transactions entered into and outstanding balances with the related parties: (Continued)

Particulars	Holding Company		Jointly controlled entities of promoters - Promoter Group		Key Management Personnel		Directors & Relatives of KMP		Total	
	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding
(IV) Interest expense on borrowings										
(i) Guiltfree Industries Limited										
31-Mar-26	-	-	1,478.60	-	-	-	-	-	1,478.60	-
31-Mar-25	-	-	1,226.46	-	-	-	-	-	1,226.46	-
(ii) Apricot Foods Private Limited										
31-Mar-26	-	-	250.94	-	-	-	-	-	250.94	-
31-Mar-25	-	-	47.75	-	-	-	-	-	47.75	-
(iii) RPSG Ventures Limited										
31-Mar-26	-	-	-	-	-	-	-	-	-	-
31-Mar-25	-	-	-	-	-	-	-	-	-	-
(V) Remuneration										
(i) Chirag Gada										
31-Mar-26	-	-	-	-	143.60	-	-	-	143.60	-
31-Mar-25	-	-	-	-	-	-	-	-	-	-
(ii) Vivek Jain										
31-Mar-26	-	-	-	-	-	-	-	-	-	-
31-Mar-25	-	-	-	-	105.23	-	-	-	105.23	-
(VI) Borrowings										
(i) Guiltfree Industries Limited										
Working capital demand loan										
31-Mar-26	-	-	8,735.00	19,330.00	-	-	-	-	8,735.00	19,330.00
31-Mar-25	-	-	-	10,595.00	-	-	-	-	-	10,595.00
(ii) Apricot Foods Private Limited										
Working capital demand loan										
31-Mar-26	-	-	(2,500.00)	-	-	-	-	-	2,500.00	-
31-Mar-25	-	-	2,500.00	2,500.00	-	-	-	-	2,500.00	2,500.00

Note 33 (B) (i) Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are provided on the basis of actuarial valuation as a Company as a whole, thus the same is not included above.

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24 Tax expenses	For the year ended 31 March 2026	For the year ended 31 March 2025
A. Amount recognised in Statement of Profit & Loss		
Current tax	-	-
Deferred tax:		
- Deferred tax (credit) charge	-	-
Short / (excess) Provision	-	-
Tax Expense (credit)	-	-
B. Amount recognised in Other Comprehensive Income		
Current tax	-	-
Deferred tax:		
- Deferred tax (credit) charge	-	-
Tax Expense (credit) relating to OCI items	-	-
Reconciliation of tax expense between accounting profit at applicable tax rate and effective tax rate:		
Accounting Loss before tax	(5,746.82)	(7,553.18)
Enacted tax rates in India (%)	25.17%	25.17%
Computed expected tax (credit)	(1,446.36)	(1,900.98)
Tax impact of unrecognised deferred tax assets	1,446.36	1,900.98
Income tax expense reported in Statement of Profit and Loss	-	-

Note: Deferred Tax Asset(Liability) is not recognised as the Company does not expect taxable profits in foreseeable future to set it off.

35 Segmental Information

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by industry classes. The operating segment of the Company is identified to be "manufacturing and distribution of Ayurvedic medicines" as the CODM reviews business performance at an overall Company level as one segment.

36 Financial Risk Management

a. Capital management

The primary objective of the Company's capital management is to maximise the shareholder's wealth. The Company's policy is to maintain a strong capital base to uphold investor, creditor, and market confidence and to support future business development. The Board of Directors monitors the return on capital employed and the level of dividend to shareholders.

Currently, the Company borrows fund from its group companies and external parties to ensure its overall capital management.

The Company manages its capital structure and makes adjustments in response to changes in economic conditions and financial covenant requirements. To maintain or adjust the capital structure, the Company may

- Adjust dividend payments to shareholders,
- Return capital to shareholders
- Issue new shares.

The Company monitors capital using a debt-equity ratio, calculated as total debt divided by total equity.

Capital structure details

Particulars	As at 31 March 2026	As at 31 March 2025
Debt	24,825.69	18,848.37
Less: Cash and cash equivalents	(14.47)	(30.32)
Net debt	24,811.22	18,818.05
Total equity	(22,029.47)	(18,300.05)
Debt to equity ratio (Gearing ratio)	(1.12)	(1.15)

Company's capital management also ensures compliance with financial covenants attached to borrowings, which define capital structure requirements. There have been no breaches of financial covenants in any interest-bearing loans or borrowings during the current or previous financial year.

b. Financial risk management

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's management risk policy is set by the Managing Board. The Company's activities may expose it to a variety of risks such as credit risk, liquidity risk and market risk. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. A summary of the risks have been given below.

(i) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans given. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivables. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. Adequate provisions are kept in books for any doubtful receivables and advances.

Trade and other receivables

Trade receivables are typically unsecured and are mainly derived from revenue earned from private third parties. The Company does not have a history of major credit losses from these parties and accordingly, a provision for credit losses is not made in respect of trade receivables.

The Company's exposure to credit risk for trade receivables by geographic region is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables		
- Domestic	226.04	101.81
- Export	1.14	1.03
	227.18	102.84

Trade receivables are usually due within 30-60 days. Generally and by practice most customers enjoy a credit period of approximately 30-60 days and are not interest bearing, which is the normal industry practice.

(ii) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring that it will always have sufficient liquidity to meet its liabilities when due. The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by the senior management. The Company is able to sufficiently obtain support from its Group companies to maintain liquidity, when needed.

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31 March 2026 and 31 March 2025.

Particulars	Carrying amount	Contractual maturities		
		Less than 1 year	1 - 5 years	More than 5 years
As at 31 March 2026				
Borrowings	24,825.69	20,380.00	4,245.69	-
Lease liabilities	232.41	67.46	174.95	-
Trade payables	1,587.38	1,587.38	-	-
Other financial liabilities	142.72	142.72	-	-
Total	26,588.20	22,167.56	4,420.64	-
As at 31 March 2025				
Borrowings	18,848.37	13,020.00	5,228.37	-
Lease liabilities	550.31	138.26	381.99	30.16
Trade payables	1,240.58	1,240.58	-	-
Other financial liabilities	116.05	116.05	-	-
Total	20,755.31	15,114.89	5,610.37	30.16



(All amounts in ₹ lakhs, unless otherwise stated)

(i) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to risk of change in interest rate is not significant and hence interest rate sensitivity is not disclosed.

(iii) Price risk

The Company does not have any significant investments in equity instruments which create an exposure to price risk.

(iv) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's receivables and payables due to transactions entered in foreign currencies.

The summary quantitative data about the Company's gross exposure to currency risk is as follows:

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Trade receivables - Export receivables	GBP	0.58	-
	USD	0.59	1.03
		1.14	1.03

Sensitivity analysis

The impact of strengthening/weakening of currency on the Company is not material.

37 Fair value measurements

Financial assets and liabilities

Category-wise classification of financial instruments including their levels in the fair value hierarchy.

Particulars	As at 31 March 2026			As at 31 March 2025		
	Fair value through profit or loss	Fair value through profit or loss	Amortized cost	Fair value through profit or loss	Fair value through profit or loss	Amortized cost
Financial Assets - Non-current						
Other non-current financial assets	-	-	18.45	-	-	56.93
Financial Assets - Current						
Trade receivables	-	-	141.50	-	-	102.84
Cash and cash equivalents	-	-	14.47	-	-	30.32
Bank balances other than cash and cash equivalents	-	-	1.10	-	-	1.11
Other financial assets	-	-	192.46	-	-	-
Financial Liabilities - Non-current						
Borrowings	-	-	4,245.89	-	-	5,228.37
Lease liabilities	-	-	174.85	-	-	412.05
Financial Liabilities - Current						
Borrowings	-	-	20,380.00	-	-	13,620.00
Lease liabilities	-	-	57.46	-	-	138.28
Trade payables	-	-	1,587.38	-	-	1,240.58
Other financial liabilities	-	-	142.72	-	-	116.03

I. Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount 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. This section explains the judgments and estimates made in determining the fair values of the financial instruments that are:

- (a) recognized and measured at fair value and,
(b) measured at amortized cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. For example, listed equity instruments that have quoted market price.

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

Level 3: If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

II. Valuation techniques used to determine fair value

The fair values for Security deposits, loan to employees and deposits are based on discounted cash flows using a discount rate determined considering the borrowing rate charged by the bank on the loan facility availed.

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(All amounts in ₹ lakhs, unless otherwise stated)

III. Financial assets and liabilities measured at fair value (Fair value hierarchy- recurring fair value measurement):

Particulars	Investment in term deposits	Investment in equity shares	Total
As at 31 March 2026			
Level 1	1.19		1.19
Level 2			-
As at 31 March 2025			
Level 1	1.11	-	1.11
Level 2	-	-	-

IV. Fair value of financial assets and liabilities measured at amortized cost for which fair values are disclosed

Particulars	As at 31 March 2026		As at 31 March 2025	
	Fair Value	Carrying amount	Fair Value	Carrying amount
Financial assets - Non-current				
Other financial assets	16.45	16.45	57.00	57.00
Financial Assets - Current				
Trade receivables	141.50	141.50	102.84	102.84
Cash and cash equivalents	14.47	14.47	32.28	32.28
Bank balances other than cash and cash equivalents	1.19	1.19	1.11	1.11
Financial liabilities - Non-current				
Borrowings	4,245.69	4,245.69	5,228.37	5,228.37
Lease liabilities	174.95	174.95	412.05	412.05
Financial Liabilities - Current				
Borrowings	20,380.00	20,380.00	13,620.00	13,620.00
Lease liabilities	67.40	57.46	138.26	138.28
Trade payables	1,587.38	1,587.38	1,241.32	1,241.32
Other financial liabilities	142.72	142.72	118.05	118.05

During the years mentioned above, there have been no transfers amongst the levels of hierarchy.

The carrying amounts of trade receivables, cash and bank balances, current loans, other current financial assets, current borrowings, other current financial liabilities and trade payables are considered to be approximately equal to the fair value.

The fair values computed above for assets measured at amortized cost are based on discounted cash flows using a current borrowing rate. Further, the management has assessed that fair value of financial instruments approximates their carrying amounts largely due to the short term maturity of these instruments.

39 Leases: Ind AS 116

The Company have taken various premises under operating lease. These are generally cancellable and ranges from 11 months to 5 years and are renewable by mutual consent on mutually agreeable terms. Some of these lease agreements have price escalation clauses. There are no restrictions imposed by these lease arrangements and there are no sub leases. There are no contingent rents.

The interest rate applied to lease liabilities is weighted average 9.75% for factory & the incremental borrowing rate applied is 7.6% for Mumbai Office lease.

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	57.48	138.26
Non-current lease liabilities	174.85	412.05
	232.41	550.31

The following is the movement in the lease liabilities during the year ended:

Particulars	As at 31 March 2026	As at 31 March 2025
Balance as beginning of the year	550.31	656.19
Additions	-	-
Finance cost accrued	45.60	59.00
Modification of lease liabilities	(189.30)	-
Payment of lease liabilities	(174.11)	(164.88)
Balance as closing of year	232.41	550.31

Total Cash Outflow on Leases

The table below provides details regarding the contractual maturities of lease liabilities as at 31 March 2026 on an undiscounted basis:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Less than one year	73.51	174.09
One to five years	207.14	462.24
More than five years	-	30.15
Total	280.65	666.48

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39 Earnings / (Loss) per share (EPS)

Basic EPS amounts are calculated by dividing the profit / (loss) 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 reflects the profit/loss and share data used in the basic and diluted EPS computations:

Particulars	As at 31 March 2025	As at 31 March 2025
Net Profit / (loss) after tax for the year (Rs. in lakhs)	(5,746.82)	(7,553.18)
Net profit attributable to equity shareholders (Rs. in lakhs)	(5,746.82)	(7,553.18)
Nominal value per equity share (Rs.)	10	10
Weighted Average Number of equity shares for calculating basic earning per share	2,048,662	2,048,662
Basic Earnings Per Share (Rs.)	(280.79)	(369.05)
Weighted Average Number of equity shares for calculating basic earning per share	2,048,662	2,048,662
Add: Weighted average number of potential equity shares on account of shares issuance		
Weighted Average Number of equity shares for calculating diluted earning per share	2,048,662	2,048,662
Diluted Earnings Per Share (Rs.)	(280.79)	(369.05)
Face Value per Share (Rs.)	10	10

40 Assets pledged as security:

The carrying amounts of Assets pledged as security for current borrowings are:

Particulars	As at 31 March 2026	As at 31 March 2025
Current Assets		
Financial assets		
Trade receivables	141.50	102.64
Cash and cash equivalents	14.47	30.32
Non financial assets		
Inventories	273.45	254.37
Other current assets	17.17	29.32
Total current assets pledged as security	446.59	416.65
Non current assets		
Movable fixed assets	209.11	235.44
Total non current assets pledged as security	209.11	235.44
Total assets pledged as security	655.70	651.28

As per the terms and conditions of the term loan sanctioned by bank, the security provided against the borrowings is as follows:

Primary security	Current Assets 1st charge on current assets of the Company (both current and future) Movable fixed assets 1st charge on movable fixed assets of the Company (both current and future) Others 1st charge on current and movable fixed assets and cash flows of RPG Power Trading Co. Limited (RPTCL) (on pari passu basis with Bank's facilities extended to RPTCL, Guddies Industries and Spencer's Retail Limited (SRL)).
Collateral security	-BR backed LOC from RPSG Ventures Limited (RVL) -BR backed sharefall undertaking from RVL -BR backed LOC from RPTCL

41 Key Ratios

Nature of Ratio	Description		As at 31 March 2026	As at 31 March 2025	As at 31 March 2025	As at 31 March 2025	% change from Previous year	Reasons for variance >25%
	Nominator	Denominator						
1. Current Ratio	Current Asset	Current Liabilities	640.24 22,294.49	0.03 15,223.80	416.96 15,223.80	0.03 (1.16)	5%	NA
2. Debt-Equity Ratio	Borrowings	Shareholder's Equity	24,625.60 (22,020.47)	(1.12) (16,300.95)	18,848.37 (16,300.95)	(1.16)	-3%	NA
3. Debt Service Coverage Ratio	Profit After Tax/(Loss) + Depreciation + Interest on borrowing	Interest on borrowings	(3,289.62) 2,261.99	(1.45) 1,711.64	(5,629.46) 1,711.64	(3.29)	-55%	There is a significant increase in borrowings and thus, a consequent increase in interest on borrowings is observed.
4. Return on Equity Ratio	Profit After Tax/(Loss)	Average Shareholders Equity	(5,746.82) (19,160.71)	30% (19,160.71)	(7,553.18) (12,528.81)	00%	-50%	The company has incurred higher losses during the year and thus, the equity value of the Company has decreased leading to a decrease in return on equity ratio
5. Inventory turnover ratio	Cost of Goods sold	Average Inventory	553.77 263.91	2.14 306.17	708.22 306.17	2.31	-8%	NA
6. Trade Receivables turnover ratio	Revenue from operations	Average trade receivables	2,168.17 122.17	17.75 117.07	2,380.70 117.07	20.17	-12%	NA
7. Trade payables turnover ratio	Credit purchases	Average trade payables	1,263.62 1,413.98	0.91 1,249.85	1,273.95 1,249.85	1.02	-11%	NA
8. Net capital turnover ratio	Revenue from operations	Working Capital	2,168.17 (1,854.25)	(0.10) (14,809.64)	2,380.70 (14,809.64)	(0.16)	-37%	Both revenue and working capital has decreased during the year. Working capital has decreased due to increase in current portion of borrowings. The proportion of decrease in working capital is significant than that in revenue and thus, the ratio has decreased.
9. Net profit ratio	Profit After Tax/(Loss)	Revenue from Operations	(5,746.82) 2,168.17	(2.69) (3,438.23)	(7,553.18) 2,380.70	(3.20)	-17%	NA
10. Return on Capital employed	Earning / (Loss) Before Interest and Tax	Capital employed (Net worth + Total debt)	2,605.22	(1.32)	2,547.42	(2.27)	-42%	There is an increase in capital employed which is on account of new debt taken. And hence, the movement in ratio.
11. Return on Investment	Return on investment	Average Investment	0.08	0.07	0.01	0.01	623%	Interest income in March 25 was accrued only for a short period, whereas in March 26 interest was earned for the entire year resulting in significantly higher returns.
			1.15		1.11			

42 Going concern

During the year ended 31 March 2026, the Company has incurred a net loss of ₹ 5,746.82 lakhs and as of that date has accumulated losses aggregating ₹ 30,050.42 lakhs which has resulted in erosion of Company's net worth as at 31 March 2026. Further, as of that date, the current liabilities exceed its current assets by ₹ 21,654.25 lakhs. The Company is currently focussing on increasing its operating cash flows with a focus on improvement of margins basis its re- and go-to-market strategy, operating model including product portfolio, brand proposition and strategy. Further, the Company also has access to the necessary financial support from its Ultimate Holding Company (i.e. RPSG Ventures Limited) in order to meet any shortfall arising out of its obligations as and when they become due for a period of not less than 12 months from the date of financial closure. In view of the cash flow projections and approved business plan, Ultimate Holding Company's commitment to provide necessary support for obligations of the Company and the intention to not liquidate the Company, the Company's management is confident of its ability to generate sufficient cash flows to fulfil its obligations. Consequently, the standalone financial statements as at and for the year ended 31 March 2026 have been prepared on going concern basis.



43 Audit trail

The Ministry of Corporate Affairs (MCA) has prescribed a requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules, 2021 requiring companies, which use accounting software for maintaining their books of account, to use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Company uses accounting software namely EasyEcom and Zoho for maintaining its books of account, which is operated by a third-party software service provider. Management does not have the 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with SAE 3402, Assurance Reports on Controls at a Service Organization).

44 Additional regulatory information required by Division II Schedule III of the Act**A. Applicable disclosures**

(i) The Company has not advanced or loaned or invested funds to any other persons or entities during the current or previous year.

(ii) The Company has not given any loans or advances in the nature of loans to promoters, directors, KMPs and/or related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are repayable on demand or (b) without specifying any terms or period of repayment.

(iii) No proceedings have been initiated or are pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(iv) There were no statement / returns required to be submitted to banks during the year in respect of borrowings from banks on the basis of security of current assets.

(v) The Company has not been declared as willful defaulter by any bank or financial institution or other lender.

(vi) The Company does not have any transactions with companies struck off under section 249 of the Companies Act, 2013 (as amended) or section 560 of Companies Act, 1956 (since repealed).

(vii) The Company does not have any charges or satisfaction of charges which are yet to be registered with the Registrar of Companies (ROC) beyond the statutory period.

(viii) The Company is in compliance with the number of layers proscribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017 (as amended).

(ix) The Company has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013 which has an accounting impact on current or previous financial year.

(x) The Company has not advanced or loaned or invested funds to any other persons or entities, 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.

(xi) The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries), or

(b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(xii) The Company does not have any transaction which is not recorded in the books of accounts but 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).

(xiii) The section 135 of the Companies Act 2013 pertaining to Corporate Social Responsibility (CSR) are not applicable to the Company.

(xiv) The Company has neither traded nor does it hold any investment in Crypto currency or Virtual Currency.

B. Disclosures not applicable

Disclosures relating to title deeds of immovable properties and accounting ratios are not applicable to Standalone financial statements as per Schedule III.

45 Prior period comparatives

Previous year figures have been regrouped/reclassified wherever necessary to correspond with current year's presentation, and these are not material to the Standalone financial statements.

For Walker Chandlok & Co LLP
Chartered Accountants
Firm Registration No. 001076/N/ N500013


Mukul Rath

Partner
Membership No. 130859

Place: Mumbai
Date: 13 May 2026



For and on behalf of the Board of Directors


Vikas Jain
Director
DIN: 11082395

Place: Kolkata
Date: 13 May 2026


Srikanth
Ramachandra
Murthy Gopishetty
Director
DIN: 07383622

Place: Kolkata
Date: 13 May 2026



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Independent Auditor's Report

To the Members of Herbolab India Private Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of **Herbolab India Private Limited** ('the Holding Company') and its subsidiary i.e. Spectrum Delight Private Limited (the Holding Company and its subsidiary together referred to as 'the Group'), which comprise the Consolidated Balance Sheet as at **31 March 2026**, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements and on the other financial information of the subsidiary, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India of the consolidated state of affairs of the Group, as at 31 March 2026, and their consolidated loss (including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing 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 Consolidated Financial Statements section of our report. We are independent of the Group, 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 consolidated financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained together with the audit evidence obtained by the other auditor in terms of their reports referred to in paragraph 11 of the Other Matter section below, is sufficient and appropriate to provide a basis for our opinion.



Page 1 of 9

Chartered Accountants

Offices in Ahmedabad, Bengaluru, Bhubaneswar, Chandigarh, Chennai, Dehradun, Goa, Gurugram, Guwahati, Hyderabad, Indore, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandio & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

Herbolab India Private Limited
Independent Auditor's Report on the Audit of the Consolidated Financial Statements

Information other than the Consolidated Financial Statements and Auditor's Report thereon

4. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Director's Report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

The Director's Report is not made available to us as at the date of this auditor's report. We have nothing to report in this regard.

Responsibilities of Management for the Consolidated Financial Statements

5. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.
6. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 Group or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

7. Our objectives are to obtain reasonable assurance about whether the consolidated 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 Standards on Auditing 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 consolidated financial statements.



Page 2 of 9

Chartered Accountants

Offices in Ahmedabad, Bengaluru, Bhubaneswar, Chandigarh, Chennai, Dehradun, Goa, Gurugram, Guwahati, Hyderabad, Indore, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

Walker Chandiook & Co LLP is registered with limited liability with identification number AAC-2085 and has its registered office at L-41, Connaught Circus, Outer Circle, New Delhi, 110001, India

8. As part of an audit in accordance with Standards on Auditing specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the consolidated 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 Holding Company has adequate 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 Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and joint ventures 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 consolidated 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 Group and its associates and joint ventures to cease to continue as a going concern;
 - Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation; and
 - Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the consolidated financial statements, of which we are the independent auditors. For the subsidiary included in the consolidated financial statements, which have been audited by the other auditor, such other auditor remains responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
9. 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.



Other Matter

10. We did not audit the financial statements of one (1) subsidiary, whose financial statements reflect total assets of ₹ 1.96 lakhs as at 31 March 2026, total revenues of Nil and net cash inflows amounting to Nil for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose report has been furnished to us by the Holding Company's management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) of section 143 of the Act in so far as it relates to the aforesaid subsidiary, are based solely on the reports of the other auditor.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditor.

Report on Other Legal and Regulatory Requirements

11. As required by section 197(16) of the Act, based on our audit and on the consideration of the report of the other auditor, referred to in paragraph 11, on separate financial statements of the subsidiary, we report that the Holding Company incorporated in India whose financial statements have been audited under the Act have paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that one (1) subsidiary incorporated in India, whose financial statements have been audited under the Act have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under Section 197(16) of the Act is not applicable in respect of such subsidiary.
12. As required by clause (xxi) of paragraph 3 of Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act based on the consideration of the Order reports issued by us and by the other auditor as mentioned in paragraph 11 above, of company included in the consolidated financial statements and covered under the Act we report that there are no qualifications or adverse remarks reported in the respective Order reports of such companies.
13. As required by section 143(3) of the Act, based on our audit and on the consideration of the report of the other auditor on separate financial statements and other financial information of the subsidiary incorporated in India whose financial statements have been audited under the Act, we report, to the extent applicable, that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditor, other than the matter described in paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
 - c) The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;



Herbolab India Private Limited

Independent Auditor's Report on the Audit of the Consolidated Financial Statements

- d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015;
- e) On the basis of the written representations received from the directors of the Holding Company, and the report of the statutory auditors of its subsidiary covered under the Act, none of the directors of the Holding Company and its subsidiary, are disqualified as on 31 March 2026 from being appointed as a director in terms of section 164(2) of the Act.
- f) The remarks relating to the maintenance of accounts and other matters connected therewith with respect to the consolidated financial statements are as stated in paragraph 13(b) above on reporting under section 143(3)(b) of the Act and paragraph 13(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);
- g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure I' wherein we have expressed a/an unmodified opinion; and
- h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements and other financial information of the subsidiary incorporated in India whose financial statements have been audited under the Act:
- i. There were no pending litigations as at 31 March 2026 which would impact the consolidated financial position of the Group;
- ii. The Holding Company and its subsidiary did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2026;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary covered under the Act, during the year ended 31 March 2026
- iv. a. The respective managements of the Holding Company and its subsidiary incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary respectively that, to the best of their knowledge and belief, on the date of this audit report as disclosed in Note 43 to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Holding Company or its subsidiary to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any such subsidiary ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;



- b. The respective managements of the Holding Company and its subsidiary incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiary respectively that, to the best of their knowledge and belief, on the date of this audit report as disclosed in the Note 43 to the accompanying consolidated financial statements, no funds have been received by the Holding Company or its subsidiary from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any such subsidiary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures performed by us and that performed by the auditor of the subsidiary, as considered reasonable and appropriate in the circumstances, nothing has come to our or other auditor's notice that has caused us or the other auditor to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
- iv. The Holding Company or its subsidiary have not declared or paid any dividend during the year ended 31 March 2026.
- v. As stated in Note 42 to the consolidated financial statements and based on our examination which included test checks and that performed by the auditor of the subsidiary, the Holding Company and its subsidiary, in respect of financial year commencing on 01 April 2025, has used two accounting software for maintaining their books of account, which are operated by a third-party software service provider. In absence of an 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with SAE 3402, Assurance Reports on Controls at a Service Organization), we are unable to comment on whether audit trail feature of the said software for the Holding Company were enabled and operated throughout the year for all relevant transactions recorded in the software or whether there were any instances of audit trail feature being tampered with. Further, we are unable to comment whether the audit trail has been preserved by the Holding Company as per the statutory requirements for record retention.

For **Walker Chandiok & Co LLP**

Chartered Accountants

Firm's Registration No:001076N/N500013

Mukul Rath

Partner

Membership No:130856

UDIN:26130856AWKVGS2319

Place: Mumbai

Date: 13 May 2026

Annexure I to the Independent Auditor's Report of even date to the members of Herbolab India Private Limited on the consolidated financial statements for the year ended 31 March 2026

Independent Auditor's Report on the internal financial controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the consolidated financial statements of Herbolab India Private Limited ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), as at and for the year ended 31 March 2026, we have audited the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company, which are companies covered under the Act, as at that date.

Responsibilities of Management for Internal Financial Controls

2. The respective Board of Directors of the Holding Company and its subsidiary company, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on internal financial controls with reference to financial statements criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the 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 Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

3. Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, 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.



Annexure I (Contd)

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their report referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company as aforesaid.

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

7. 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 controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion and based on the consideration of the report of the other auditor on internal financial controls with reference to financial statements of the subsidiary company, the Holding Company and its subsidiary company, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2026, based on internal financial controls with reference to financial statements criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.



Annexure I (Contd)

Other Matter

9. We did not audit the internal financial controls with reference to financial statements in so far as it relates to the subsidiary company, which is company covered under the Act, whose financial statements reflect total assets of ₹ 1.96 lakhs as at 31 March 2026, total revenues of Nil and net cash inflows amounting to Nil for the year ended on that date, as considered in the consolidated financial statements. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary company have been audited by other auditor whose report has been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company and its subsidiary company, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary company is based solely on the report of the auditor of such company. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the report of the other auditor.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No:001076N/N500013



Mukul Rath
Partner
Membership No:130856

UDIN:26130856AWKVG2319

Place: Mumbai
Date: 13 May 2026

Herbolab India Private Limited
Consolidated Balance Sheet as at 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Note	As at 31 March 2026	As at 31 March 2025
Assets			
Non-current assets			
Property, plant and equipment	3	210.06	312.58
Capital Work in progress	4	4.22	-
Right-of-use assets	5	169.98	462.23
Intangible assets	6	123.71	161.28
Intangible assets under development	7	10.06	6.89
Financial assets			
Other financial assets	8	16.45	56.96
Non-current tax asset (net)	9	0.76	2.44
Other non-current assets	10	3,549.06	3,204.37
Total non-current assets		4,084.30	4,196.75
Current assets			
Inventories	11	273.45	254.37
Financial assets			
Trade receivables	12	140.35	102.84
Cash and cash equivalents	13(a)	16.43	32.28
Bank balances other than cash and cash equivalents	13(b)	1.19	1.11
Other financial assets	13(c)	192.46	-
Other current assets	14	17.17	28.32
Total current assets		641.05	418.92
Total Assets		4,725.35	4,615.67
Equity and Liabilities			
Equity			
Equity share capital	15	204.67	204.67
Other equity	16	(22,235.59)	(16,515.40)
Total equity		(22,030.92)	(16,310.73)
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	17	4,245.69	5,228.37
Lease liabilities	18	174.96	412.05
Provisions	19	40.88	61.44
Total non-current liabilities		4,461.53	5,701.86
Current liabilities			
Financial liabilities			
Borrowings	17	20,380.00	13,620.00
Lease liabilities	18	57.46	138.26
Trade payables	21		
- Total outstanding dues of micro enterprises and small enterprises		117.21	69.19
- Total outstanding dues of creditors other than micro enterprises and small enterprises		1,470.42	1,172.13
Other financial liabilities	22	142.72	116.05
Other current liabilities	20	103.38	87.48
Provisions	19	23.55	21.43
Total current liabilities		22,294.74	15,224.54
Total Equity and Liabilities		4,725.35	4,615.67

The accompanying notes form an integral part of the consolidated financial statements

1-44

This is the Consolidated Balance Sheet referred to in our audit report of even date

For Walker Chandio & Co LLP
Chartered Accountants
Firm Registration No. 001076N/ N500013

For and on behalf of the Board of Directors


Mukul Rath
Partner
Membership No. 130856

Place: Mumbai
Date: 13 May 2026




Vikas Jain
Director
DIN: 11082395

Place: Kolkata
Date: 13 May 2026




Srikanth Ramachandra
Murthy Gopishetty
Director
DIN: 07383622

Place: Kolkata
Date: 13 May 2026

Herbolab India Private Limited
Consolidated Statement of Profit and Loss for the year ended 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Note	Year ended 31 March 2026	Year ended 31 March 2025
Income			
Revenue from operations	23	2,168.17	2,360.70
Other income	24	368.05	75.72
Total income		2,536.22	2,436.42
Expenses			
Cost of materials consumed	25	278.96	247.60
Purchases of stock-in-trade	26	334.87	382.14
Change in inventories of finished goods and stock-in-trade	27	(50.06)	78.47
Employee benefits expense	28	998.32	1,815.78
Finance costs	29	2,307.59	1,771.33
Depreciation and amortization expense	30	195.21	212.07
Other expenses	31	4,218.82	5,491.99
Total expenses		8,283.71	9,999.38
Loss before tax		(5,747.49)	(7,562.96)
Tax expense	34	-	-
Total tax expense		-	-
Net loss for the year (A)		(5,747.49)	(7,562.96)
Other comprehensive income/ (loss)			
(a) Items that will not be reclassified subsequently to statement of profit or loss (net of			
- Gain on remeasurement of defined benefit plans	32	27.30	8.91
(b) Items that will be reclassified subsequently to statement of profit or loss (net of tax)		-	-
Other comprehensive income for the year, net of tax (B)		27.30	8.91
Total comprehensive loss for the year, net of tax (A+B)		(5,720.19)	(7,554.05)
Loss per equity share of face value ₹ 10 each	39		
Basic (in ₹)		(280.82)	(369.53)
Diluted (in ₹)		(280.82)	(369.53)

The accompanying notes form an integral part of the consolidated financial statements

1-44

This is the Consolidated Statement of Profit and Loss referred to in our audit report of even date

For Walker Chandio & Co LLP
Chartered Accountants
Firm Registration No. 001076N/ N500013

For and on behalf of the Board of Directors


Mukul Rath
Partner
Membership No. 130856

Place: Mumbai
Date: 13 May 2026




Vikas Jain
Director
DIN: 11082395

Place: Kolkata
Date: 13 May 2026




Srikanth
Ramachandra Murthy
Gopishetty
Director
DIN: 07383622

Place: Kolkata
Date: 13 May 2026

Herbolab India Private Limited
Consolidated Statement of Cash Flows for the year ended 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Cash flow from Operating Activities		
Loss before tax	(5,747.49)	(7,562.96)
Adjustments for:		
Depreciation and amortisation expense	195.21	212.07
Finance costs	2,307.59	1,771.33
Allowance for doubtful debts	6.81	8.49
Provision for obsolete stock	-	79.40
Bad debts written off	44.13	-
Ineligible ITC Expensed off	103.63	-
Provision no longer required now written back	(225.00)	-
Gain due to reduction of lease term	(36.74)	-
Interest income on financial assets carried at amortised cost	(5.58)	(5.02)
Profit on disposal of PPE	(99.58)	-
Profit on disposal of Investment	(0.50)	(69.59)
Interest on IT refund AY 2025-26	(0.29)	-
Interest income on fixed deposit	(0.08)	-
Fixed asset written off	0.26	-
	<u>2,289.86</u>	<u>1,996.68</u>
Operating loss before working capital changes	(3,457.63)	(5,566.28)
Working capital adjustments:		
(Increase)/decrease in trade receivables	(51.13)	28.44
(Increase)/decrease in inventories	(19.08)	24.20
Increase/(decrease) in trade and other payables	571.31	(45.65)
Increase/(decrease) in other current liabilities	15.80	(27.08)
Increase/(decrease) in other financial liabilities	24.88	(51.39)
(Increase)/decrease in other financial assets	(18.81)	(5.02)
Increase/(decrease) in provisions	(18.44)	(15.24)
(Increase)/decrease in other current/ non-current assets	(434.60)	(724.26)
Cash used for operations	(3,387.82)	(6,382.31)
Tax refunds received	0.29	3.87
Net cash flows used in operating activities (A)	<u>(3,387.33)</u>	<u>(6,378.44)</u>
B. Cash flow from Investing activities		
Purchase of property, plant and equipment and intangible assets	(6.49)	(64.74)
Sale of property, plant and equipment and intangible assets	35.28	-
Proceeds from redemption of mutual funds	700.50	7,494.59
Investment in mutual funds	(700.00)	(7,426.11)
Investment in term deposits	0.08	-
Net cash flows generated from investing activities (B)	<u>29.37</u>	<u>3.75</u>
C. Cash flow from financing activities		
Repayment of borrowings	(3,525.00)	5,753.37
Proceeds from borrowings	9,235.00	2,500.00
Interest paid	(2,194.46)	(1,711.72)
Principal payment of lease liabilities	(127.57)	(105.89)
Interest on lease liabilities	(45.60)	(59.00)
Other financing costs	(0.26)	(0.70)
Net cash flows generated from financing activities (C)	<u>3,342.11</u>	<u>6,376.08</u>
Net increase in cash and cash equivalents (A+B+C)	(15.86)	1.39
Cash and cash equivalents at the beginning of the year	<u>32.28</u>	<u>30.89</u>
	<u>16.43</u>	<u>32.28</u>
Cash and cash equivalents at the end of the year (Refer Note 13a)		
- Balance with bank	16.33	32.26
- Cash in hand	0.10	0.02
Total	<u>16.43</u>	<u>32.28</u>

Note:

The consolidated cash flow statement has been prepared under the Indirect method as set out in Indian Accounting Standard (Ind AS 7) Statement of Cash Flows.

The accompanying notes form an integral part of the consolidated financial statements

This is the Consolidated Statement of Cash Flow referred to in our audit report of even date

For Walker Chandlok & Co LLP
Chartered Accountants
Firm Registration No. 001076N/N500013

For and on behalf of the Board of Directors


Mukul Rathi
Partner
Membership No. 130856

Place: Mumbai
Date: 13 May 2026




Vikas Jain
Director
DIN: 11082395

Place: Kolkata
Date: 13 May 2026




Srikanth
Ramachandra
Murthy Gopishetty
Director
DIN: 07383622

Place: Kolkata
Date: 13 May 2026

Herbolab India Private Limited
Consolidated Statement of Changes in Equity for the year ended 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

a) Equity share capital (equity shares of ₹ 10 each)

Particulars	Number of shares	Amount (In Lakhs)
Issued, subscribed and paid-up		
As at 01 April 2024	2,046,662	204.67
Shares issued during the year	-	-
As at 31 March 2025	2,046,662	204.67
Shares issued during the year	-	-
As at 31 March 2026	2,046,662	204.67

b) Other equity

Particulars	Reserves and surplus		Total
	Securities premium	Retained earnings	
As at 1 April 2024	7,825.28	(16,786.63)	(8,961.35)
Net loss for the year	-	(7,562.96)	(7,562.96)
Other comprehensive income for the year	-	8.91	8.91
As at 31 March 2025	7,825.28	(24,340.68)	(16,515.40)
Net loss for the year	-	(5,747.49)	(5,747.49)
Other comprehensive income for the year	-	27.30	27.30
As at 31 March 2026	7,825.28	(30,060.87)	(22,235.59)

Refer Note 16 for nature and purpose of reserves.

The accompanying notes form an integral part of the consolidated financial statements.

This is the Consolidated Statement of Changes in Equity referred to in our audit report of even date

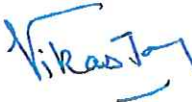
For Walker Chandio & Co LLP
Chartered Accountants
Firm Registration No. 001076N/ N500013

For and on behalf of the Board of Directors


Mukul Rath
Partner
Membership No. 130856

Place: Mumbai
Date: 13 May 2026




Vikas Jain
Director
DIN: 11082395

Place: Kolkata
Date: 13 May 2026




Srikanth Ramachandra
Murthy Gopishetty
Director
DIN: 07383622

Place: Kolkata
Date: 13 May 2026

Herbolab India Private Limited

Material accounting policies and other explanatory information to the consolidated financial statements as at and for the year ended 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

1 Corporate information and Statement of compliance

A Herbolab India Private Limited (HIPL) or (the 'Holding Company'), CIN: U51909WB1980PTC288995, is a private company domiciled in India with its registered office located at Duncan House, RP-SG Group 31 Netaji Subhas Road Telephone Bhawan, Kolkata, West Bengal. The Holding Company and its subsidiary (Spectrum Delight Private Limited), (together known as the 'Group'), are in the primary business of manufacturing and trading ayurvedic medicines.

B Statement of Compliance

The consolidated financial statements of the Group are prepared on Going Concern basis in accordance with the Indian Accounting Standard (Ind-AS) as prescribed under Section 133 of the Companies Act, 2013 read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendments and rules issued thereafter. The accounting policies for the years ended 31 March 2026 and 31 March 2025 are consistent. These financial statements have been approved by the Board of Directors at their meeting dated 13 May 2026.

2.1 Basis of preparation and presentation

A Basis of preparation

The Group's consolidated financial statements have been prepared on an accrual basis and under the historical cost convention except for certain financial assets and liabilities, defined benefit plans. Monetary amounts are expressed in Indian Rupees (Rs.) and are rounded to the nearest lakhs, except for earnings per share and rounded up to two decimals.

These consolidated financial statements have been prepared in accordance with the accounting policies, set out below and were consistently applied to all periods presented unless otherwise stated. They have been prepared under the assumption that the Group operates on a going concern basis which assumes the Group will be able to discharge its liabilities as and when they fall due.

B Current and non current classification

All assets and liabilities have been classified as current and non-current as per the Group's normal operating cycle and other criteria set out in the Schedule III of the Act. Based on the nature of products and the time between the acquisition of the assets for processing and their realization in cash and cash equivalents, the Group has ascertained its operating cycle as up to 12 months for the purpose of current/non-current classification of assets and liabilities.

The amendments are extensive and the Group will evaluate the same to give effect to them as required by law.

C Basis of consolidation

The Parent's financial statements consolidate the financial statements of RPSG Ventures Limited and all of its subsidiaries as at 31 March 2026. Herbolab India Private Limited is one of the subsidiaries of the Ultimate Parent, having reporting date same as the Parent i.e. 31st March.

The Group combines the financial statements of the parent and its subsidiaries on a line by line basis, aggregating like items of assets, liabilities, equity, income and expenses. All intra-group transactions and balances between Group companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a Group perspective. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions. However, No deferred tax assets have been created due to lack of reliable future profits. Amounts reported in the financial statements of subsidiary have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

2.2 Key accounting estimates and adjustments

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Continuous evaluation is done on the estimation and judgements based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognized prospectively.

Critical estimates and judgements

Management believes that the estimates used in the preparation of the consolidated financial statements are prudent and reasonable. Information about the estimates and judgements made in applying accounting policies that the most significant effect on the amount recognised in the consolidated financial statements are as follows:

a. **Going concern:** Group has incurred significant losses in the current year and has material accumulated which has significantly eroded the Group's net worth and resulted in a significant net current liability situation. These are indicators of existence of events or conditions that cast significant doubt on the entity's ability to continue as a going concern. However, the Holding Company based on approved business plan and support from the Parent Company has considered the use of going concern basis of accounting to be appropriate (Refer Note 41).

b. **Taxes:** Deferred tax, subject to the consideration of prudence, is recognised on temporary differences between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets are recognised to the extent that there is reasonable certainty that sufficient future tax income will be available against which such deferred tax assets can be realized.

c. **Impairment of Financial Assets:** The impairment provision for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

d. **Discounting of lease payments and deposits:** The lease payments and deposits are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses applicable incremental borrowing rate as independently sourced.

e. **Fair Value Measurement of Financial Instruments:** When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using appropriate valuation techniques. The inputs for these valuations are taken from observable sources where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of various inputs including liquidity risk, credit risk, volatility etc. Changes in assumptions/judgements about these factors could affect the reported fair value of financial instruments.

f. **Defined Benefit Obligation:** The cost of post-employment benefits is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases and mortality rates. Due to the long term nature of these plans such estimates are subject to significant uncertainty. The assumptions used are disclosed in Note 32.



2.3 Material accounting policies**a. Property, plant and equipment****Recognition and Measurement**

Property, plant and equipment are stated at cost, less accumulated depreciation/impairment losses if any. The cost of an item of property, plant and equipment comprises its purchase price after deducting trade discounts and rebates, incidental expenses, erection/ commissioning expenses, borrowing cost, any directly attributable cost of bringing the item to its working condition for its intended use and 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. A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Any gain or loss on disposal of an item of property, plant and equipment is recognized in statement of profit or loss.

Subsequent Expenditure

Subsequent expenditure relating to an item of the asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other related expenses, including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Depreciation, Estimated useful life and residual value

Depreciation on fixed assets is provided, on their having been put into use, in the following manner:

Depreciation on fixed assets is provided on Straight Line Method at the rate derived with reference to the useful life as specified under Part 'C' of Schedule II of the Companies Act 2013, residual value of tangible assets, where considered, has been taken as five percentage of the original cost of such assets.

The range of estimated useful lives of items of property, plant and equipment are as follows:

Block of Asset	Useful life (in years)
Plant and machinery	10-15
Tool & Equipment	5
Dies & Moulds	1
Furniture & fixtures	10
Building	30
Computer & peripherals	3
Electrical Installation	10
Lab equipments	10
Office equipments	5
Leasehold Improvement	Over Contract period

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial years end and adjusted prospectively, if appropriate.

The carrying amount of assets is reviewed at each balance sheet date, to determine if there is any indication of impairment based on the internal/external factors. An impairment loss is recognized wherever the carrying amount of assets exceeds its recoverable amount which is the greater of net selling price and value in use of the respective assets. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and risk specific to the asset. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

Capital work-in-progress and Capital advances

Capital work-in-progress represents expenditure incurred in respect of capital projects and are carried at cost. Cost comprises of purchase cost related acquisition expenses, development / construction costs, borrowing costs and other direct expenditure.

Advances given towards acquisition of property, plant and equipment outstanding at each balance sheet date are disclosed as Other Non-Current Assets.

b. Intangible assets**Recognition and Measurement**

Acquired Computer softwares and knowhow & licenses are capitalized on the basis of the costs incurred to acquire and bring the specific asset to its intended use and subsequently at cost less accumulated amortization and accumulated impairment loss, if any.

Intangible assets are amortized over the useful economic life on a straight line basis and assessed for impairment whenever there is an impairment indicator. The amortization expense is recognized in the statement of profit and loss.

The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

A summary of amortization policies applied to the Group's intangible asset is as below:

Class of Assets	Estimated useful lives
Trademark	10 years
Website	05 years



c. Investment property

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

d. Leases :**The Group as a lessee:**

The Group's lease asset classes primarily consist of leases for land, buildings and plant and machinery. The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Group has the right to direct the use of the asset.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

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

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

The Group as a lessor:

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

For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

e. Inventories

Raw materials, stock-in-trade, finished goods and packing materials are carried at the lower of cost and net realizable value. However, materials and other items held for use in production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by-item basis.

In determining the cost of raw materials and packing materials, first-in-first-out cost method is used. Cost of inventory comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventory to their present location and condition.

Cost of finished goods and stock-in-trade includes the cost of raw materials, packing materials and other costs incurred in bringing the inventories to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The net realizable value of materials in process is determined with reference to the selling prices of related finished goods.

The provision for inventory obsolescence is assessed regularly based on estimated usage and shelf life of products.

f. Impairment of assets**(i) Non-financial assets**

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Group's of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is provided for to arrive at its recoverable amount. In assessing value in use, the estimated future cash flows are 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 asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.



Herbolab India Private Limited

Material accounting policies and other explanatory information to the consolidated financial statements as at and for the year ended 31 March 2026

(All amounts in ₹ lakhs, unless otherwise stated)

(II) Financial assets

The Group recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. The Group tests for impairment using the ECL model for financial assets such as trade receivables, loans and advances to be settled in cash and deposits.

Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. Life time ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 month ECL is a portion of the lifetime ECL which results from default events on a financial instrument that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the statement of profit and loss (P&L). This amount is reflected in a separate line in the P&L as an impairment gain or loss. For financial assets measured at amortized cost, ECL is presented as an allowance which reduces the net carrying amount of the financial asset.

Financial asset and liabilities

Recognition and Initial measurement

The Group initially recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are measured at fair value on initial recognition. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition.

Classification and subsequent Measurement

The financial assets are classified in the following categories .

- 1) financial assets measured at amortized cost.
 - 2) financial assets measured at fair value through profit & loss account
 - 3) financial assets measured at fair value through other comprehensive income
- The classification of financial assets depends on the Group's business model for managing financial assets and the contractual terms of the cash flow.

Financial assets measured at amortized cost

A financial asset is subsequently 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.

Financial instruments measured at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income 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.

Financial instruments measured at fair value through profit or loss account (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

Financial assets

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial assets are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Group enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and a new financial liability with modified terms is recognized in the Statement of Profit and Loss.

g. Foreign currencies Transactions

Transactions in foreign currencies are translated into the functional currency of the Group at the exchange rates prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate prevailing at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of initial transaction. Exchange differences are recognized in the Statement of Profit and Loss in the period in which they arise.

h. Segment Reporting

The Chief Operating Decision Maker (CODM) evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by industry classes. The operating segment of the Group is identified to be "manufacturing and distribution of Ayurvedic medicines" as the CODM reviews business performance at an overall Group level as one segment.



i. Revenue recognition**Sale of products:**

As per Ind AS 115 - 'Revenue from contracts with customers' Revenue from sale of goods is recognised when control of the products being sold is transferred to our customer and when there are no longer any unfulfilled obligations. The performance obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on terms with customers.

Revenue is measured on the basis of transaction price, which is the consideration, adjusted for volume discounts, rebates, schemes allowances, price concessions, incentives, and returns, if any, as specified in the contracts with the customers. Accumulated experience is used to estimate the provision for such discounts and rebates. Revenue is only recognised to the extent that it is highly probable a significant reversal will not occur.

The Group considers the terms of the contract and its customary business practices to determine the transaction price. The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods to a customer, excluding amounts collected on behalf of third parties (for example taxes collected on behalf of government). The consideration promised in a contract with a customer may include fixed consideration, variable consideration (if reversal is less likely in future), or both. The transaction price is allocated by the Group to each performance obligation in an amount that depicts the amount of consideration to which it expects to be entitled in exchange for transferring the promised goods to the customer. For each performance obligation identified, the Group determines at contract inception whether it satisfies the performance obligation over time or satisfies the performance obligation at a point in time. When either party to a contract has performed its obligation, an entity shall present the contract in the balance sheet as a contract asset or a contract liability, depending on the relationship between the entity's performance and the customer's payment.

Income from services rendered is recognized based on agreements/arrangements with the customers as the service is performed and there are no unfulfilled obligations.

Interest income is recognized using effective interest method.

Dividend income is recognized at the time when the right to receive is established by the reporting date.

Other incomes have been recognized on accrual basis in the financial statements, except when there is uncertainty of collection.

j. Borrowing costs

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost using the effective interest rate (EIR) method.

Borrowing cost consists of Interest and other costs incurred in connection with the borrowing of funds and also include exchange differences to the extent regarded as an adjustment to the same. Borrowing costs directly attributable to the acquisition and/or construction of a qualifying asset are capitalized during the period of time that is necessary to complete and prepare the asset for its intended use or sale. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Consolidated Statement of Profit and Loss as incurred.

k. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cheques in hand, cash at bank and cash in hand and short-term deposits with an original maturity of three months or less. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and bank balances and short-term deposits, as defined above.

l. Taxes**(i) Current income tax**

Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations. Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity)

(ii) Deferred tax assets and liabilities

Deferred tax is provided on temporary differences between the tax bases and accounting bases of assets and liabilities at the tax rates and laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

For items recognized in OCI or equity deferred / current tax is also recognized in OCI or equity.

m. Fair value

The Group measures financial instruments at fair value in accordance with the accounting policies mentioned above. 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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or

- In the absence of a principal market, in the most advantageous market for the asset or liability

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 — quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 — inputs for the asset or liability that are not based on observable market data (unobservable inputs).

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

n. Provisions and Contingent Liabilities

A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. The amount recognized as a provision is the best estimate of the expenditure required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation.

In an event when the time value of money is material, the provision is carried at the present value of the cash flows estimated to settle the obligation

o. Contingent liabilities

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 group 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 the obligation or reliable estimate of the amount cannot be made



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p. Employee benefits

- (i) Short-term employee benefits: Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as and when the related services are provided. A liability is recognized for the amount expected to be paid, if the Holding Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.
- (ii) Defined contribution plans: A defined contribution plan is a post-employment benefit plan under which an entity pays a fixed contribution and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to provident and superannuation fund are recognized as an employee benefit expense in Statement of Profit and Loss when the contributions to the respective funds are due.
- (iii) Defined benefit plans: A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Holding Company's gratuity benefit scheme is a defined benefit plan. The Holding Company's net obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Holding Company, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plans. Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses due to experience adjustments, changes in actuarial assumptions and the return on plan assets (excluding interest) are recognized in Other comprehensive income (OCI). Net interest expense and other expenses related to defined benefit plans are recognized in Statement of Profit and Loss.
- (iv) Compensated absences: The employees of the Holding Company are entitled to compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is measured on the basis of an annual independent actuarial valuation using the projected unit credit method, for the unused entitlement that has accumulated as at the balance sheet date. Non-accumulating compensated absences are recognized in the period in which the absences occur.

q. Earnings/ (Loss) per share

Basic earnings/ (loss) per share is calculated by dividing the net profit or loss before Other Comprehensive Income for the year by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings/ (loss) per share, the net profit or loss before Other Comprehensive Income for the year and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

2.4 Recent accounting pronouncements

The Ministry of Corporate Affairs notified new standards or amendment to existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. The Group has applied following amendments for the first-time during the current year which are effective from 1 April 2025.

Lack of exchangeability – Amendments to Ind AS 21

MCA via notification dated 7 May 2025, announced amendments to Ind AS 21, The Effects of Changes in Foreign Exchange Rates, to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments do not have a material impact on the Group's Consolidated Financial Statements.

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1

MCA via notification dated 13 August 2025 announced amendments to Ind AS 1, Presentation of Financial Statements, which elaborate on guidance set out in Ind AS 1 by:

- clarifying that the right to defer settlement of a liability for at least 12 months after the reporting period;
- a) must have substance, and b) must exist at the end of the reporting period;
- stating that management's expectations around whether the settlement of a liability would be deferred or not, does not impact the classification of the liability;
- including requirements for liabilities that can be settled using an entity's own instruments; and
- stating that at the reporting date, the entity does not consider covenants that will need to be complied with in the future when considering the classification of the debt as current or non-current. In addition, an entity is required to disclose when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months.

The amendments have not resulted in additional disclosures and did not have an impact on the classification of the Group's liabilities as at the balance sheet date.

Supplier Finance Arrangements - Amendments to Ind AS 7 and Ind AS 107

MCA via notification dated 13 August 2025 announced amendments to Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments Disclosures which introduced disclosure requirements with the objective to enable users of financial statements to assess how supplier finance arrangements affect an entity's liabilities, cashflows and exposure to liquidity risk.

The amendments do not have a material impact on the Group's Consolidated Financial Statements.

International Tax Reform - Pillar Two Model Rules - Amendments to Ind AS 12

MCA via notification dated 13 August 2025 announced amendments to Ind AS 12, Income Taxes, which includes

- a temporary exception to the recognition and disclosure of deferred taxes arising from the implementation of the Pillar Two model rules, and
- additional disclosure requirements targeted at a reporting entity's exposure to income taxes in periods in which the Pillar Two Model legislation is enacted or substantively enacted but not yet in effect.

The amendments do not have a material impact on the Group's Consolidated Financial Statements.

2.5 New standards and amendments issued but not effective and have not been early adopted by the Group –

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1

Paragraph 74 of Ind AS 1 currently effective for the year ended 31 March 2026 requires the entity not to classify the liability as current, if there is a breach of a material covenant of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, however, the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach. MCA vide notification dated 13 August 2025, has introduced amendment under Paragraph 74 of Ind AS 1 which requires the entity to classify the liability as current under the aforementioned situation because, at the end of the reporting period, it does not have the right to defer its settlement for at least twelve months after that date. Such amendment has been made effective for annual reporting periods beginning on or after 01 April 2026 retrospectively in accordance with Ind AS 8.

This amendment is not expected to have a material impact on the Group's Consolidated Financial Statements.

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3 Property, plant and equipment

Description	Leasehold Improvement	Buildings	Plant and Machinery	Furniture and fixtures	Computer and data processing units	Office equipment	Total
Balance as on 1 April 2024	-	108.50	220.86	91.49	74.76	29.80	523.41
(+) Additions	-	-	5.63	-	-	-	5.63
(-) Deletions	-	-	-	-	-	-	-
Balance as on 31 March 2025	-	108.50	226.49	91.49	74.76	29.80	529.04
(+) Additions	-	-	-	0.73	-	0.18	0.91
(-) Deletions	-	105.55	-	0.16	0.70	0.08	106.49
Balance as on 31 March 2026	-	0.95	226.49	92.06	74.06	29.90	423.46
Accumulated depreciation							
Balance as on 1 April 2024	-	26.69	56.02	21.62	46.32	17.18	167.83
(+) Depreciation expense for the year	-	2.67	12.53	7.87	21.90	3.66	48.63
(-) Deductions	-	-	-	-	-	-	-
Balance as on 31 March 2025	-	29.36	68.55	29.49	68.22	20.84	216.46
(+) Depreciation expense for the year	-	2.67	13.01	7.85	1.82	3.62	28.97
(-) Deductions	-	32.03	-	-	-	-	32.03
Balance as on 31 March 2026	-	-	81.56	37.34	70.04	24.46	213.40
Net carrying value							
Balance as on 31 March 2026	-	0.95	144.93	54.72	4.02	5.44	210.08
Balance as on 31 March 2025	-	77.14	157.94	62.00	6.64	8.96	312.58

There are no immovable property as of 31 March 2026.

4 Capital Work-in-Progress (CWIP)

Particulars	Plant and Machinery	Total
Balance as on 1 April 2024	-	-
(+) Additions during the year	-	-
(-) Amounts capitalised	-	-
Balance as on 31 March 2025	-	-
Balance as on 1 April 2025	-	-
(+) Additions during the year	4.22	4.22
(-) Amounts capitalised	-	-
Balance as on 31 March 2026	4.22	4.22

Details of Capital Work in progress as on 31 March 2026

Description	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	4.22	-	-	-	4.22
Projects temporarily suspended	-	-	-	-	-
Total	4.22	-	-	-	4.22

Details of Capital Work in progress as on 31 March 2025

Description	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	-	-	-	-	-

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Herbolab India Private Limited

Material accounting policies and other explanatory information to the consolidated financial statements as at and for the year ended 31 March 2026

(All amounts in ₹ lakhs, unless otherwise stated)

5 Right-of-use assets

Gross Carrying Amount	Amounts
Balance as at 01 April 2024	779.70
(+) Additions	-
(-) Deletions	-
Balance as at 31 March 2025	779.70
(+) Additions	-
(-) Deletions	153.58
Balance as at 31 March 2026	626.12
Depreciation	
Balance as at 01 April 2024	198.85
(+) Depreciation expense for the year	128.62
(-) Deductions	-
Balance as at 31 March 2025	327.47
(+) Depreciation expense for the year	128.67
(-) Deductions	-
Balance as at 31 March 2026	456.14
Net carrying amount as at 31 March 2026	169.98
Net carrying amount as at 31 March 2025	462.23

6 Intangible assets

Gross Carrying Amount	Computer Software	Trade Marks	Website	Total
As on 01 April 2024	-	6.09	136.90	142.99
(+) Additions	-	-	59.10	59.10
(-) Deletions	-	-	-	-
Balance as on 31 March 2025	-	6.09	196.00	202.09
(+) Additions	-	-	-	-
(-) Deletions	-	-	-	-
Balance as on 31 March 2026	-	6.09	196.00	202.09
Accumulated depreciation				
Balance as on 1 April 2024	-	5.29	0.71	6.00
(+) Amortisation charge	-	0.29	34.52	34.81
(-) Disposals	-	-	-	-
Balance as on 31 March 2025	-	5.58	35.23	40.81
(+) Amortisation charge	-	0.33	37.24	37.57
(-) Disposals	-	-	-	-
Balance as on 31 March 2026	-	5.91	72.47	78.38
Net carrying value				
Balance as on 31 March 2026	-	0.18	123.53	123.71
Balance as on 31 March 2025	-	0.51	160.77	161.28

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Herbolab India Private Limited

Material accounting policies and other explanatory information to the consolidated financial statements as at and for the year ended 31 March 2026
(All amounts in ₹ lakhs, unless otherwise stated)

7 Intangible assets under development (IAUD)

Particulars	Amount
Opening balance as on 01 April 2024	-
Add : Additions during the year	6.89
Less : Capitalised during the year	-
Closing balance as on 31 March 2025	6.89
Add : Additions during the year	3.17
Less : Capitalised during the year	-
Closing balance as on 31 March 2026	10.06

Details of the Group's IAUD ageing as on 31 March 2026 are as follows:

Intangible assets under development	Amount in IAUD for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	3.17	6.89	-	-	10.06
Projects temporarily suspended	-	-	-	-	-
Total	3.17	6.89	-	-	10.06

Details of the Group's IAUD ageing as on 31 March 2025 are as follows:

Intangible assets under development	Amount in IAUD for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	6.89	-	-	-	6.89
Projects temporarily suspended	-	-	-	-	-
Total	6.89	-	-	-	6.89

Note : There are no projects in IAUD, which are overdue or exceeded its cost compared to its original plan as at 31 March 2026 and 31 March 2025.

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Herbolab India Private Limited

Material accounting policies and other explanatory information to the consolidated financial statements as at and for the year ended 31 March 2026

(All amounts in ₹ lakhs, unless otherwise stated)

8 Other financial assets	As at	As at
	31 March 2026	31 March 2025
Security deposits	16.45	56.96
	16.45	56.96
Refer Note 36 for information on credit risk and market risk.		
9 Non-current tax assets (Net)	As at	As at
	31 March 2026	31 March 2025
Taxes paid (Net of provisions for tax)	0.76	2.44
	0.76	2.44
10 Other non-current assets	As at	As at
	31 March 2026	31 March 2025
Balances with government authorities	3,543.06	3,184.91
Prepaid rent	5.03	19.46
Capital advances	0.97	-
	3,549.06	3,204.37
11 Inventories	As at	As at
	31 March 2026	31 March 2025
Raw materials	43.18	53.34
Packing materials	49.54	70.36
Stock-in-trade	146.22	21.57
Finished goods	34.51	108.10
	273.45	254.37

Note:

(i) Write-downs/Provision for impairment of inventories to net realisable value amounted to ₹46.74 lakhs (31 March 2025: ₹121.87 lakhs). These write down/provision for impairment were recognised as an expense during the year and included in the 'Changes in inventories of finished goods, work-in-progress, and stock-in-trade' in Note 27.

(ii) Refer Note 40 for information on assets provided as collateral or security for borrowings or financing facilities availed by the Group.

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12 Trade receivables

Considered good - secured
Considered good - unsecured
Credit impaired - unsecured

Less: Allowance for credit impairment
Total Trade receivables

Of the above, trade receivable from
- Related parties (Refer Note 33)
- Others

As at 31 March 2026	As at 31 March 2025
-	-
140.35	102.84
86.83	80.02
227.18	182.86
(86.83)	(80.02)
140.35	102.84
18.87	24.22
121.48	78.62
140.35	102.84

Trade receivables aging schedule as at 31 March 2026:

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	8.41	117.58	-	14.36	-	-	140.35
(ii) Undisputed Trade Receivables – significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	1.10	17.64	1.01	43.64	23.44	86.83
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total trade receivables	8.41	118.68	17.64	15.37	43.64	23.44	227.18
Less: Allowances for doubtful debts	-	1.10	17.64	1.01	43.64	23.44	86.83
Net trade receivable	8.41	117.58	-	14.36	-	-	140.35

Trade receivables aging schedule as at 31 March 2025:

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables – considered good	-	97.08	1.63	2.61	1.52	-	102.84
(ii) Undisputed Trade Receivables – significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	11.93	1.01	43.64	0.10	23.34	80.02
(iv) Disputed Trade Receivables – considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total trade receivables	-	109.01	2.64	46.25	1.62	23.34	182.86
Less: Allowances for doubtful debts	-	11.93	1.01	43.64	0.10	23.34	80.02
Net trade receivable	-	97.08	1.63	2.61	1.52	-	102.84

There are no unbilled receivables as at 31 March 2026 and 31 March 2025.

13(a) Cash and cash equivalents

Balances with banks:
In current accounts
Cash in hand

As at 31 March 2026	As at 31 March 2025
16.33	32.26
0.10	0.02
16.43	32.28

13(b) Bank balances other than cash and cash equivalents

Bank deposits with remaining maturity of less than 12 months

As at 31 March 2026	As at 31 March 2025
1.19	1.11
1.19	1.11

(i) There are no repatriation restrictions as at the end of the reporting period and previous period.
(ii) There are no significant cash and cash equivalents which will not be available for use by the Group.
(iii) Refer Note 40 for information on assets provided as collateral or security for borrowings or financing facilities availed by the Group.

13(c) Other financial assets

Security deposits
Receivable towards sale of property, plant and equipment

31 March 2026	31 March 2025
53.74	-
138.72	-
192.46	-

14 Other current assets

Advances to suppliers
Advance to employees
Prepaid expenses
Prepaid Rent

As at 31 March 2026	As at 31 March 2025
7.70	18.22
-	0.58
7.34	9.52
2.13	-
17.17	28.32

Refer Note 40 for information on assets provided as collateral or security for borrowings or financing facilities availed by the Group.



	As at 31 March 2026	As at 31 March 2025		
15 Equity Share capital				
Authorized share capital 3,000,000 (31 March 2024: 3,000,000) Equity shares of ₹ 10 each	300.00	300.00		
Total authorized share capital	300.00	300.00		
Issued, subscribed and fully paid-up equity share capital 2,046,662 (31 March 2024: 2,046,662) Equity shares of ₹ 10 each	204.67	204.67		
Total issued, subscribed and fully paid-up equity share capital	204.67	204.67		
a. Reconciliation of the equity shares outstanding at the beginning and at the end of reporting year				
As at 01 April 2024	No. of shares 2,046,662	No. of shares 2,046,662		
Issued during the year	-	-		
As at 31 March 2025	2,046,662	2,046,662		
Issued during the year	-	-		
As at 31 March 2026	2,046,662	2,046,662		
b. Terms/ rights attached to equity shares:				
i. The Holding Company has only one class of equity share having the par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share.				
ii. In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive remaining assets of the Group. The distribution will be in proportion to the number of equity shares held by the shareholder.				
iii. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.				
c. Details of shareholders holding more than 5% equity shares of the Holding Company				
	As at 31 March 2026		As at 31 March 2025	
Name of the shareholder	No. of shares	% held	No. of shares	% held
RPSG Ventures Limited	2,046,662	100%	2,046,662	100%
As per records of the Holding Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.				
d. Shareholdings of promoters of the Holding Company				
Name of the promoter	RPSG Ventures Limited			
Particulars	No. of shares	% held	% change for the year	
As at 01 April 2024	2,046,662	100%		
Change in the number of shares during the year	-	-		
As at 31 March 2025	2,046,662	100%	0%	
Change in the number of shares during the year	-	-		
As at 31 March 2026	2,046,662	100%	0%	
e. Bonus shares/ buy back/ shares for consideration other than cash issued during past five years:				
i) Aggregate number of shares and class of shares allotted as fully paid up pursuant to contracts without payment being received in cash - Nil				
ii) Aggregate number and class of shares allotted as fully paid up by way of bonus shares - Nil				
iii) Aggregate number and class of shares bought back - Nil				
f. There are no shares reserved for issue under options.				
			As at 31 March 2026	As at 31 March 2025
16 Other equity				
Reserves and Surplus				
Securities premium				
Balance at the beginning of the year			7,825.28	7,825.28
Add: Premium on shares issued during the year			-	-
Balance at the end of the year			7,825.28	7,825.28
Retained earnings				
Balance at the beginning of the year			(24,340.68)	(16,786.63)
Add: Loss for the year			(5,747.49)	(7,562.96)
Add: Other comprehensive income for the year			27.30	8.91
Balance at the end of the year			(30,060.87)	(24,340.68)
Total other equity			(22,235.59)	(16,515.40)
Purpose of reserves :				
(i) Securities premium				
Securities premium is used to record the premium received on issue of shares. This account is utilized in accordance with the provisions of the Companies Act, 2013.				
(ii) Retained earnings				
Retained earnings represents the profits/ losses that the Group has earned/ incurred till date including gain/ (loss) on remeasurement of defined benefits plans as adjusted for distributions to owners, transfer to other reserves, etc.				



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	As at 31 March 2026	As at 31 March 2025
17 Borrowings		
Non-current borrowings		
Secured		
Financial liability measured at fair value through profit and loss		
Term loan from bank	5,295.69	5,753.37
Less: Current maturities of long-term borrowings	(1,050.00)	(525.00)
Total non-current borrowings	4,245.69	5,228.37
Current borrowings		
Secured		
Financial liability measured at fair value through profit and loss		
Current maturities of long-term borrowings		
- Term loan from banks (Refer notes below)	1,050.00	525.00
Unsecured		
Working capital demand loan from related parties (Refer Note 33 and the notes below)	19,330.00	13,095.00
Total current borrowings	20,380.00	13,620.00
Total borrowings	24,625.69	18,848.37

- 17.1 (i) The term loan from IndusInd bank is secured against first charge on current assets and moveable fixed assets of the Holding Company.
(ii) The term loan was availed in July 2024 and is repayable in 16 structured quarterly instalments starting October 2025 at 4.375% per quarter for 2nd and 3rd year and at 8.125% per quarter for 4th and 5th year of the loan tenure. The effective interest rate as on 31 March 2026 is 9.46% p.a.
(iii) The Holding Company is in compliance with the applicable debt covenants prescribed in the terms of secured borrowings. Also, there has been no default in repayment of borrowings and payment of interest during the year.
(iv) The Holding Company had used the borrowings for the specific purpose for which it was availed.
(v) During the year, the Holding company has borrowed Rs. 8.735 lakhs from its fellow subsidiary, Guiltfree Industries Limited, for financing its working capital. The rate of interest charged is 10.80%. These borrowings are repayable on demand.
(vi) Refer Note 36 for Liquidity risk.

17.2 Net debt reconciliation

An analysis of net debt and the movement in net debt for the years ended 31 March 2026 and 31 March 2025 is as follows:

	As at 31 March 2026	As at 31 March 2025
(A) Non-current borrowings	4,245.69	5,228.37
(B) Current borrowings	20,380.00	13,620.00
(C) Lease liabilities	232.40	550.30
(D) Cash and cash equivalents	(16.43)	(32.28)
Net debt (E) = (A+B+C+D)	24,841.66	19,366.39

	Liabilities from financing activities			Other assets	Net debt
	Non-current borrowings (A)	Current borrowings (B)	Lease liabilities (C)	Cash and cash equivalents (D)	(E) = (A+B+C-D)
Balances as at 1 April 2024	-	10,695.00	656.20	30.89	11,220.31
Net increase in cash and cash equivalents	-	-	-	1.39	(1.39)
Proceeds from short-term borrowings	5,753.37	2,500.00	-	-	8,253.37
Rent paid of lease liability (Principal repayment)	-	-	(105.90)	-	(105.90)
Interest expense	-	-	58.99	-	58.99
Interest paid	-	-	(58.99)	-	(58.99)
Reclassification	(525.00)	525.00	-	-	-
Balances as at 31 March 2025	5,228.37	13,620.00	590.30	32.28	19,366.39
Net increase in cash and cash equivalents	-	-	-	15.85	15.85
Proceeds from short-term borrowings	-	8,735.00	-	-	8,735.00
Modification of Lease Liability	-	-	(189.39)	-	(189.39)
Rent paid of lease liability (Principal repayment)	-	-	(128.51)	-	(128.51)
Repayment of borrowings	-	(3,025.00)	-	-	(3,025.00)
Interest expense	532.55	1,729.22	45.60	-	2,307.37
Interest paid	(465.23)	(1,729.22)	(45.60)	-	(2,240.05)
Reclassification	(1,050.00)	1,050.00	-	-	-
Balances as at 31 March 2026	4,245.69	20,380.00	232.40	16.43	24,841.66

- 17.3 As per the terms of the loan agreements and overdraft facility, the Holding Company is not required to submit any quarterly returns or statements to banks or financial institutions. Therefore, there are no reporting required under paragraph 6(L)(a) and (b) of the General Instructions for the preparation of the Balance Sheet as per Schedule III of the Companies Act.

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	As at 31 March 2026	As at 31 March 2025
18 Lease liabilities		
Non-current lease liabilities	174.96	412.05
Current lease liabilities	57.46	138.26
	232.41	550.31

Lease liability is initially measured at the present value of future lease payments. Lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability and reducing the carrying amount to reflect the lease payments made. A lease liability is remeasured upon the occurrence of certain events such as a change in the lease term or a change in an index or rate used to determine lease payments. The remeasurement normally also adjusts the leased asset.

The Group has taken various premises under operating lease. These are generally cancellable and the lease term ranges from 11 months to 9 years and are renewable by mutual consent on mutually agreeable terms. Some of these lease agreements have price escalation clauses. There are no restrictions imposed by these lease arrangements and there are no sub leases. There are no contingent rents. The interest rate applied to lease liabilities is weighted average 9.75% for factory & the incremental borrowing rate applied is 7.60% for Mumbai Office lease. The Group has not entered into any sale and lease back transaction.

a) The following is the movement in the lease liabilities:

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	550.31	656.20
Additions during the year	-	-
Finance cost accrued during the year	45.60	59.00
Modification of lease liabilities	(189.39)	-
Repayment of lease liabilities	(174.11)	(164.89)
Balance at the end of the year	232.41	550.31

b) The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Lease liabilities	Carrying amount as at 31 March 2026	Contractual cash flows			
		0-1 years	1-5 years	5 years and above	Total
As at 31 March 2026	232.41	73.51	207.14	-	280.65
As at 31 March 2025	550.31	174.09	462.23	30.15	666.47

The Group recognised the following in the Statement of profit and loss:

	As at 31 March 2026	As at 31 March 2025
Depreciation expense on right-of-use assets (Refer Note 30)	128.67	128.62
Interest expense on lease liabilities included in finance cost (Refer Note 29)	45.60	58.99
Rent expense pertaining to leases with less than twelve months of lease term and low value leases (Refer Note 31)	4.67	-

19 Provisions

	As at 31 March 2026	As at 31 March 2025
Non current		
Provision for employee benefits (Refer Note 32)		
- Gratuity (Refer Note 32.3)	40.88	61.44
- Compensated absences (Refer Note 32.8)	-	-
	40.88	61.44
Current		
Provision for employee benefits (Refer Note 32)		
- Gratuity (Refer Note 32.3)	8.95	0.29
- Compensated absences (Refer Note 32.8)	14.60	21.14
	23.55	21.43
Total provisions	64.43	82.87

20 Other liabilities

	As at 31 March 2026	As at 31 March 2025
Current		
Statutory dues (including provident fund, tax deducted at source and others)	88.87	86.61
Other liabilities	16.51	20.87
	105.38	107.48

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21 Trade payables

Dues to micro enterprises and small enterprises (refer note below)
Dues to creditors other than micro enterprises and small enterprises

As at 31 March 2026	As at 31 March 2025
117.21	69.19
1,470.42	1,172.13
1,587.63	1,241.32

Trade payables are non-interest bearing and are normally settled as per the payment terms stated in the contract.
Refer Note 36 for information on market risk and liquidity risk.

Dues to micro, small and medium enterprises to the extent information available with the Group are as under:

- (a) The principal amount and the interest due thereon remaining unpaid to supplier as at the end of year.
- Principal amount due to micro and small enterprises
- Interest due

As at 31 March 2026	As at 31 March 2025
117.21	69.19
-	-

- (b) The amount of interest paid by the buyer in terms of section 16 of the MSME Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.

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- (c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSME Act, 2006.

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- (d) The amount of interest accrued and remaining unpaid at the end of each accounting year

-	-
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- (e) 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 MSME Act, 2006.

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21.3 Trade payable ageing schedule

Particulars	Unbilled dues	Outstanding for following periods from due date of payment					Total
		Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Micro enterprises and small enterprises (MSME)	-	61.54	55.67	-	-	-	117.21
(ii) Other than MSME	712.89	219.75	480.05	42.38	-	7.35	1,470.42
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Other than MSME	-	-	-	-	-	-	-
As on 31 March 2025	712.89	281.29	543.72	42.38	-	7.35	1,587.63
(i) Micro enterprises and small enterprises (MSME)	-	25.60	43.59	0.00	-	-	69.19
(ii) Other than MSME	780.51	240.93	156.17	5.48	-	-	1,172.13
(iii) Disputed dues- MSME	-	-	-	-	-	-	-
(iv) Disputed dues- Other than MSME	-	-	-	-	-	-	-
As on 31 March 2025	780.51	266.53	199.76	5.48	-	-	1,241.32

22 Other financial liabilities

Current
Employee dues payable
Creditors for capital goods

As at 31 March 2026	As at 31 March 2025
140.91	116.05
1.81	-
142.72	116.05

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23 Revenue from operations

	Year ended 31 March 2026	Year ended 31 March 2025
Sale of products (including traded goods)	2,168.17	2,360.70
	2,168.17	2,360.70

(i) Performance obligation

The performance obligation of Group is satisfied at a point in time.

Revenue recognition

Revenue recognition for sale of products is recognised at a point in time and revenue is recognised upon satisfaction of the performance obligation.

(ii) Disaggregation of revenue by geographical location

Group's entire business falls under one operational segment of 'Manufacturing and distribution of ayurvedic medicines'. Further, the management believes that the nature, amount, timing and uncertainty of revenue and cash flows from all its contracts are similar. Accordingly, disclosure of revenue recognised from contracts disaggregated into categories has not been made. Disaggregated revenue information as per geographical markets is as follows:

Manufacturing and distribution of ayurvedic medicines	Geographical markets		
	India	USA	Total
- For the year ended 31 March 2026	2,168.17	-	2,168.17
- For the year ended 31 March 2025	2,354.46	6.24	2,360.70

	Year ended 31 March 2026	Year ended 31 March 2025
(iii) Timing of revenue recognition		
- At a point in time	2,168.17	2,360.70
- Over a period of time	-	-
	2,168.17	2,360.70

(iv) Reconciliation between the contract price and revenue from contracts with customers

Contract price	2,622.15	2,879.55
Adjustments for:		
Discount and rebates	(134.04)	(94.18)
Sales return	(319.94)	(424.67)
Revenue	2,168.17	2,360.70

24 Other income

Interest income on financial assets measured as amortised cost	5.58	5.02
Gain on sale of investment in mutual funds	0.50	69.59
Gain on modification of Lease term	36.74	-
Gain on Sale of Property, Plant & Equipment	99.26	-
Provision no longer required now written back	225.00	-
Miscellaneous income	0.97	1.11
	368.05	75.72

25 Cost of material consumed

Inventories at the beginning of the year	123.70	148.82
Add: Purchases (net)	247.98	222.48
Less: Inventories at the end of the year	(92.72)	(123.70)
Total cost of materials consumed	278.96	247.60

26 Purchases of stock-in-trade

	334.87	382.14
	334.87	382.14

27 Changes in inventories of finished goods and stock-in-trade

a) Opening stock

Finished goods	109.10	202.45
Stock-in-trade	21.57	6.70
	130.67	209.15

b) Closing stock

Finished goods	34.51	109.10
Stock-in-trade	145.22	21.57
	180.73	130.67

Total changes in inventories of finished goods and stock-in-trade (a+b)

	(50.06)	78.47
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Herbolab India Private Limited

Material accounting policies and other explanatory information to the consolidated financial statements as at and for the year ended 31 March 2026

(All amounts in ₹ lakhs, unless otherwise stated)

28 Employee benefits expense		
Salaries, wages and Bonus	918.02	1,683.72
Contribution to provident and other fund	38.73	68.87
Contribution to gratuity (Refer note 32)	30.26	45.15
Staff welfare expenses	11.31	18.04
	998.32	1,815.78
29 Finance Costs		
Interest on:		
- Working capital loan (Refer Note 17)	1,729.18	1,274.21
- Term loan (Refer Note 17)	532.55	437.43
- Lease liabilities (Refer Note 18)	45.60	58.99
Other finance costs	0.26	0.70
	2,307.59	1,771.33
30 Depreciation and amortisation expense		
Depreciation on Property, plant and equipment (Refer Note 3)	28.97	48.64
Amortisation of intangible assets (Refer Note 6)	37.57	34.81
Depreciation on right-of-use assets (Refer Note 5)	128.67	128.62
	195.21	212.07
31 Other expenses		
Advertisement and promotion expenses	3,036.42	2,997.00
Legal and professional fees	141.53	1,589.88
Carriage, freight and distribution expenses	577.15	561.35
Research and development expense	57.62	62.72
Travelling, boarding & lodging expense	21.89	52.79
Factory related expenses	122.34	106.68
Repair and maintenance	1.29	1.30
Rent expense	4.67	-
Provision for doubtful debts	6.81	8.49
Inventory written off expense	23.40	-
Incorporation expenses	-	8.94
Bad debts written off	44.13	-
Ineligible Input Tax Credit written off	103.63	-
Miscellaneous expenses*	77.94	102.84
	4,218.82	5,491.99

*Expenses below 1% of revenue from operation are aggregated in accordance with Schedule III to the Companies Act, 2013

Miscellaneous expenses include:

Payment to the auditors for:		
- Statutory audit	6.00	3.50
- Tax audit	1.00	1.00
Reimbursement of out-of-pocket expenses	0.75	0.25
Payments to the predecessor auditors	-	0.25
	7.75	5.00

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32 Employee Benefits**32.1 Defined Benefit obligations and Compensated Absences**

Particulars	Gratuity	Compensated Absences
As at March 2026	49.83	14.60
As at March 2025	61.73	21.14

32.2 Employee benefit plans**a) Defined Contribution Plans**

The Holding Company operates defined contribution retirement benefit plans under which the company pays fixed contributions to separate entities (funds) or financial institutions or state managed benefit schemes. The Holding Company has no further payment obligations once the contributions have been paid. Following are the schemes covered under defined contributions plans of the Holding Company:

Provident Fund Plan and Employee Pension Scheme:

The Holding Company makes monthly contributions at prescribed rates towards Employee Provident Fund/ Employee Pension Scheme, a fund administered and managed by the Government of India.

Employee State Insurance:

The Holding Company makes prescribed monthly contributions towards Employees State Insurance Scheme.

b) Defined Benefit Plans

The Holding Company provides for gratuity obligations through a defined benefit retirement plan (the 'Gratuity Plan') covering all employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement/termination of employment or death of an employee, based on the respective employees' salary and years of employment with the Holding Company.

Interest Rate Risk

The present value of the defined benefit liability is calculated using a discount rate determined by reference to market yields of Government bonds. The estimated term of the bonds is consistent with the estimated term of the defined benefit obligation (DBO) and it is denominated in INR. A decrease in market yield on government bonds will increase the Group's defined benefit liability.

Life Expectancy

The present value of the defined benefit plan liability is calculated by reference to best estimate of mortality of plan participants both during and after their employment. An increase in life expectancy of plan participants will increase plan's liability.

Inflation Risk

A significant proportion of defined benefit liability is linked to inflation. An increase in inflation rate will increase Group's liability.

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32.3 Classification of Net DBO

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Present value of defined benefit obligation	49.83	61.73
Fair value of plan assets of trusts	-	-
Net liability arising from defined benefit obligation	49.83	61.73
Classified as:		
Non-current liability	40.88	61.44
Current liability	8.95	0.29

32.4 Changes in Present value of DBO

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Defined benefit obligation at the beginning of the year	61.73	66.93
Current service cost	13.07	20.46
Interest expense	4.57	3.97
Vested portion at end of period(Past Service)	5.19	-
Remeasurement (gain)/loss	-	-
(i) Actuarial losses from changes in demographic assumptions	-	-
(ii) Actuarial losses from changes in financial assumptions	(7.57)	(0.46)
(iii) Actuarial gain/loss on obligations due to Unexpected Experience	(19.73)	(8.45)
Benefits paid	7.43	20.72
Past service cost	-	-
Defined benefit obligation at the end of the year	49.83	61.73

An amount of ₹22.83 Lakhs has been recognised in the statement of profit and loss being current service cost ₹13.07 Lakhs, ₹4.57 Lakhs interest cost and ₹5.19 Lakhs vested portion being for the year ended 31 March 2026. (₹24.43 Lakhs for the year ended 31 March 2025).

32.5 Significant Assumptions

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Discount rate	7.88%	7.02%
Salary growth rate	10%	10%
Attrition rate (p.a.)	20%	20%
Mortality table	IIAM 2012-2015 Ultimate	IIAM 2012-2015 Ultimate

These assumptions were developed by management of the Holding Company with the assistance of independent actuaries. Discount factors are determined close to each year-end by reference to market yields of government bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related defined benefit obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

The present value of the DBO was measured using the projected unit credit method.



32.6 Maturity Analysis

The expected maturity analysis of undiscounted defined benefit obligation as at 31 March 2026 is as follows:

Particulars	Less than 1 year	Between 2 to 5 years	Between 6 to 10 years	More than 10 years	Total
Defined benefit obligation (Gratuity)	9.30	1.29	2.62	219.78	232.99

The expected maturity analysis of undiscounted defined benefit obligation as at 31 March 2025 is as follows:

Particulars	Less than 1 year	Between 2 to 5 years	Between 6 to 10 years	More than 10 years	Total
Defined benefit obligation (Gratuity)	0.28	10.45	2.45	274.81	287.99

Amounts recognized in other comprehensive income related to the Group's defined benefit plans are as follows:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Actuarial losses from changes in demographic assumptions	-	-
Actuarial gain/loss on obligations due to Unexpected Experience	(19.73)	(8.45)
Actuarial losses from changes in financial assumptions	(7.57)	(0.46)
Return on plan assets (excluding amounts included in net interest)	-	-
Total expenses recognized in other comprehensive income	(27.30)	(8.91)

The income of ₹27.30 Lakhs (31 March 2025: expense of ₹8.91 Lakhs) resulting from the remeasurement of the defined benefit liability/asset is included in the consolidated statement of other comprehensive income within items that will not be reclassified subsequently to profit or loss.

32.7 Changes in significant actuarial assumption - Sensitivity Analysis

The significant actuarial assumptions for the determination of the defined benefit obligation are the discount rate, the salary growth rate and the average life expectancy. The calculation of the net defined benefit liability is sensitive to these assumptions. The following table summarizes the effects of changes in these actuarial assumptions on the defined benefit liability:

Particulars	Year ended 31 March 2026		Year ended 31 March 2025	
	Increase by 0.5%	Decrease by 0.5%	Increase by 0.5%	Decrease by 0.5%
Discount rate	46.04	54.06	(56.22)	67.90
Salary growth rate	53.94	46.11	67.39	(56.57)
Attrition rate	49.49	50.18	(61.13)	62.30
Maturity value	Increase by 10%	Decrease by 10%	Increase by 10%	Decrease by 10%
	49.80	49.86	(61.66)	61.77

The present value of the defined benefit obligation calculated with the same method (project unit credit) as the defined benefit obligation recognized in the consolidated balance sheet. The sensitivity analyses are based on a change in one assumption while not changing all other assumptions. This analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in any of the assumptions would occur in isolation of one another as some of the assumptions are correlated. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.



32.8 Compensated Absences

The group presents the Liability for compensated absences as current in the balance sheet since it does not have an unconditional right to differ the settlement beyond twelve months after reporting dates.

Particulars	Year ended March 2026	Year ended March 2025
Leave encashment	14.60	21.14
Total	14.60	21.14

32.9 Defined contribution plans

The Group also has certain defined contribution plans. The contributions are made to registered provident fund, Employees State Insurance Corporation ('ESIC') administered by the Government. The obligation of the Group is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the year towards defined contribution plans are as follows.

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
The Group has recognised the following amounts in the Statement of Profit and Loss for the year:		
(i) Contribution to provident fund and other funds	38.73	68.87
	38.73	68.87

32.10 Significant Assumptions

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Discount rate	7.88%	7.02%
Salary growth rate	10%	10%
Attrition rate (p.a.)	20%	20%
Mortality table	IIAM 2012-2015 Ultimate	IIAM 2012-2015 Ultimate

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33 Related Party Disclosures

As per Ind AS 24 "Related party Disclosures", disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

(A) Related parties (where transactions have taken place during the year or previous year / balances outstanding):

Names of related parties and related party relationship

Name	Relationship
RPSG Ventures Limited	Holding Company

Jointly controlled entities of promoters - Promoter Group

Name	Relationship
Guilfree Industries Limited	Fellow Subsidiary
Spencer's Retail Limited	Fellow Subsidiary
Natures Basket Limited	Fellow Subsidiary
RPSG Sports Private Limited	Fellow Subsidiary
Apricot Foods Private Limited	Fellow Subsidiary

Key Management Personnel

Name	Designation
Srikanth Ramachandra Murthy Gopishetty	Director
Gopal Rajni	Director
Rohit Garg (upto 16 May 2025)	Director
Vikas Jain (w.e.f. 16 May 2025)	Director
Urvashi Bhura (w.e.f. 2 March 2026)	Additional Director
Chirag Gada (upto 31 March 2026)	Whole Time Director

(B) Details of transactions entered into and outstanding balances with the related parties :

Particulars	Holding Company		Jointly controlled entities of promoters - Promoter Group		Key Management Personnel		Directors & Relatives of KMP		Total	
	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding
(I) Sale of products (net of returns)										
(i) Spencer's Retail Limited										
31-Mar-26	-	-	-	-	-	-	-	-	-	-
31-Mar-25	-	-	(12.85)	(8.05)	-	-	-	-	(12.85)	(8.05)
(ii) Natures Basket Limited										
31-Mar-26	-	-	6.79	17.40	-	-	-	-	6.79	17.40
31-Mar-25	-	-	8.82	16.17	-	-	-	-	8.82	16.17
(iii) Apricot Foods Private Limited										
31-Mar-26	-	-	2.88	0.32	-	-	-	-	2.88	0.32
31-Mar-25	-	-	-	-	-	-	-	-	-	-
(II) Other expenses										
(i) Guilfree Industries Limited										
Staff welfare expenses										
31-Mar-26	-	-	6.52	3.76	-	-	-	-	6.52	3.76
31-Mar-25	-	-	9.14	4.07	-	-	-	-	9.14	4.07
(ii) RPSG Ventures Limited										
Travelling, boarding & lodging expense										
31-Mar-26	-	-	0.68	-	-	-	-	-	0.68	-
31-Mar-25	-	-	0.28	-	-	-	-	-	0.28	-
(iii) RPSG Sports Private Limited										
Advertisement & promotion expenses										
31-Mar-26	-	-	-	21.60	-	-	-	-	-	21.60
31-Mar-25	-	-	35.40	21.60	-	-	-	-	35.40	21.60
(iv) Natures Basket Limited										
Staff welfare expenses										
31-Mar-26	-	-	-	-	-	-	-	-	-	-
31-Mar-25	-	-	5.19	5.90	-	-	-	-	5.19	5.90
(v) Spencer's Retail Limited										
Staff welfare expenses										
31-Mar-26	-	-	1.29	-	-	-	-	-	1.29	-
31-Mar-25	-	-	2.21	0.61	-	-	-	-	2.21	0.61



(B) Details of transactions entered into and outstanding balances with the related parties: (Continued)

Particulars	Holding Company		Jointly controlled entities of promoters - Promoter Group		Key Management Personnel		Directors & Relatives of KMP		Total	
	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding	Transaction Value	Balance Outstanding
(III) Interest expense on borrowings										
(i) Guiltfree Industries Limited										
31-Mar-26	-	-	1,478.60	-	-	-	-	-	1,478.60	-
31-Mar-25	-	-	1,226.46	-	-	-	-	-	1,226.46	-
(ii) Apricot Foods Private Limited										
31-Mar-26	-	-	250.94	-	-	-	-	-	250.94	-
31-Mar-25	-	-	47.75	-	-	-	-	-	47.75	-
(iii) RPSG Ventures Limited										
31-Mar-26	-	-	-	-	-	-	-	-	-	-
31-Mar-25	-	-	-	-	-	-	-	-	-	-
(IV) Remuneration										
(i) Chirag Gada										
31-Mar-26	-	-	-	-	143.60	-	-	-	143.60	-
31-Mar-25	-	-	-	-	-	-	-	-	-	-
(ii) Vivek Jain										
31-Mar-26	-	-	-	-	-	-	-	-	-	-
31-Mar-25	-	-	-	-	105.23	-	-	-	105.23	-
(IV) Borrowings										
(i) Guiltfree Industries Limited										
Working capital demand loan										
31-Mar-26	-	-	8,735.00	19,330.00	-	-	-	-	8,735.00	19,330.00
31-Mar-25	-	-	-	10,595.00	-	-	-	-	-	10,595.00
(ii) Apricot Foods Private Limited										
Working capital demand loan										
31-Mar-26	-	-	(2,500.00)	-	-	-	-	-	(2,500.00)	-
31-Mar-25	-	-	2,500.00	2,500.00	-	-	-	-	2,500.00	2,500.00

Note 33 (B) (i) Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are provided on the basis of actuarial valuation as a Holding Company as a whole, thus the same is not included above.

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34 Tax expenses	For the year ended 31 March 2026	For the year ended 31 March 2025
A. Amount recognised in Statement of Profit & Loss		
Current tax	-	-
Deferred tax	-	-
- Deferred tax (credit) charge	-	-
Short / (excess) provision	-	-
Tax Expense/ (credit)	-	-
B. Amount recognised in Other Comprehensive Income		
Current tax	-	-
Deferred tax	-	-
- Deferred tax (credit) charge	-	-
Tax Expense/ (credit) relating to OCI items	-	-
Reconciliation of tax expense between accounting profit at applicable tax rate and effective tax rate:		
Accounting Loss before tax	(5,747.43)	(7,462.94)
Enacted tax rates in India (%)	25.17%	25.17%
Computed expected tax (credit)	(1,448.53)	(1,603.45)
Tax impact of unrecognised deferred tax assets	1,465.53	1,993.45
Income tax expense reported in Statement of Profit and Loss	-	-

Note: Deferred Tax Asset (liability) is not recognised as the Group does not expect taxable profits in foreseeable future to set off.

35 Segmental Information
The Chief Operating Decision Maker (CODM) evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by industry classes. The operating segment of the Group is identified to be "Manufacturing and distribution of Ayurvedic medicines" as the CODM reviews business performance at an overall Group level as one segment.

36 Financial Risk Management

a. Capital management

The primary objective of the group's capital management is to maximise the shareholder's wealth. The group's policy is to maintain a strong capital base to uphold investor, creditor and market confidence and to support future business development. The Board of Directors monitors the return on capital employed and the level of dividend to shareholders.

Currently, the Holding Company borrows fund from its group companies and external parties to ensure its overall capital management.

The Group manages its capital structure and makes adjustments in response to changes in economic conditions and financial covenant requirements. To maintain or adjust the capital structure, the Group may:

- Adjust dividend payments to shareholders,
- Return capital to shareholders,
- Issue new shares,
- The Group monitors capital using a debt-equity ratio, calculated as total debt divided by total equity.

Capital structure details

Particulars	As at 31 March 2026	As at 31 March 2025
Debt	24,625.69	18,848.37
Less: Cash and cash equivalents	(16.43)	(32.29)
Net debt	24,609.26	18,816.09
Total equity	(22,030.92)	(18,310.73)
Debt to equity ratio (Gearing ratio)	(1.11)	(1.03)

Group's capital management also ensures compliance with financial covenants attached to borrowings, which define capital structure requirements. There have been no breaches of financial covenants in any interest-bearing loans or borrowings during the current or previous financial year.

b. Financial risk management

The Group's financial risk management is an integral part of how to plan and execute its business strategy. The Group's management risk policy is set by the Managing Board. The Group's activities may expose it to a variety of risks such as credit risk, liquidity risk and market risk. The Group's primary focus is to foresee the unpredictability of financial markets and seek to minimise potential adverse effects on its financial performance. A summary of the risks have been given below.

(i) Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and loans given. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivables. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Group assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. Adequate provisions are kept in books for any doubtful receivables and advances.

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Trade and other receivables

Trade receivables are typically unsecured and are mainly derived from revenue earned from private third parties. The Group does not have a history of major credit losses from these parties and accordingly, a provision for credit losses is not made in respect of trade receivables.

The Group's exposure to credit risk for trade receivables by geographic region is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables		
- Domestic	226.04	101.61
- Export	1.14	1.03
	227.18	102.64

Trade receivables are usually due within 30-60 days. Generally and by practice most customers enjoy a credit period of approximately 30-60 days and are not interest bearing, which is the normal industry practice.

(ii) Liquidity Risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring that it will always have sufficient liquidity to meet its liabilities when due. The Group's corporate treasury department is responsible for equity funding as well as debt management. In addition, processes and policies related to such risks are overseen by the senior management. The Holding Company is able to sufficiently obtain support from its Group companies to maintain liquidity, when needed.

The table below provides details regarding the contractual maturities of significant financial liabilities as at 31 March 2026 and 31 March 2025.

Particulars	Carrying amount	Contractual maturities		
		Less than 1 year	1 - 5 years	More than 5 years
As at 31 March 2026				
Borrowings	24,625.69	20,360.00	4,245.69	-
Lease liabilities	232.42	57.46	174.96	-
Trade payables	1,587.63	1,587.63	-	-
Other financial liabilities	142.72	142.72	-	-
Total	26,588.46	22,147.81	4,420.65	-
As at 31 March 2025				
Borrowings	18,848.37	13,420.00	5,228.37	-
Lease liabilities	550.31	138.26	391.50	30.15
Trade payables	1,241.32	1,241.32	-	-
Other financial liabilities	118.09	118.05	-	-
Total	20,758.09	15,118.63	5,619.87	30.15

(iii) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

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 Group's exposure to risk of change in interest rate is not significant and hence interest rate sensitivity is not disclosed.

Price risk

The Holding Company does not have any significant investments in equity instruments which create an exposure to price risk.

(iv) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's receivables and payables due to transactions entered in foreign currencies.

The summary quantitative data about the Group's gross exposure to currency risk is as follows:

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Trade receivables - Export receivables	GBP	0.56	-
	USD	0.58	1.03
		1.14	1.03

Sensitivity analysis

The impact of strengthening/weakening of currency on the Group is not material.



(All amounts in ₹ lakhs, unless otherwise stated)

37 Fair value measurements

Financial assets and liabilities
Category-wise classification of financial instruments including their levels in the fair value hierarchy.

Particulars	As at 31 March 2026			As at 31 March 2025		
	Fair value through profit or loss	Fair value through profit or loss	Amortized cost	Fair value through profit or loss	Fair value through profit or loss	Amortized cost
Financial Assets - Non-current						
Other non-current financial assets	-	-	16.45	-	-	58.95
Financial Assets - Current						
Trade receivables	-	-	140.35	-	-	102.84
Cash and cash equivalents	-	-	16.43	-	-	32.29
Bank balances other than cash and cash equivalents	-	-	1.19	-	-	1.11
Other financial assets	-	-	192.46	-	-	-
Financial Liabilities - Non-current						
Borrowings	-	-	4,245.69	-	-	5,220.37
Lease liabilities	-	-	174.66	-	-	412.05
Financial Liabilities - Current						
Borrowings	-	-	20,380.00	-	-	13,620.00
Lease liabilities	-	-	57.46	-	-	138.26
Trade payables	-	-	1,587.63	-	-	1,241.32
Other financial liabilities	-	-	142.72	-	-	116.05

I. Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount 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. This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. For example, listed equity instruments that have quoted market price.
Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If at significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

II. Valuation techniques used to determine fair value

The fair values for Security deposits, loan to employees and deposits are based on discounted cash flows using a discount rate determined considering the borrowing rate charged by the bank on the loan facility availed.

III. Financial assets and liabilities measured at fair value (Fair value hierarchy - recurring fair value measurement):

Particulars	Investment in term deposits	Investment in equity shares	Total
As at 31 March 2025			
Level 1	1.19	-	1.19
Level 2	-	-	-
As at 31 March 2026			
Level 1	1.11	-	1.11
Level 2	-	-	-

IV. Fair value of financial assets and liabilities measured at amortized cost for which fair values are disclosed

Particulars	As at 31 March 2026		As at 31 March 2025	
	Fair Value	Carrying amount	Fair Value	Carrying amount
Financial assets - Non-current				
Other financial assets	16.45	16.45	57.00	57.00
Financial Assets - Current				
Trade receivables	140.35	140.35	102.84	102.84
Cash and cash equivalents	16.43	16.43	32.29	32.29
Bank balances other than cash and cash equivalents	1.19	1.19	1.11	1.11
Financial Liabilities - Non-current				
Borrowings	4,245.69	4,245.69	5,220.37	5,220.37
Lease liabilities	174.66	174.66	412.05	412.05
Financial Liabilities - Current				
Borrowings	20,380.00	20,380.00	13,620.00	13,620.00
Lease liabilities	57.46	57.46	138.26	138.26
Trade payables	1,587.63	1,587.63	1,241.32	1,241.32
Other financial liabilities	142.72	142.72	116.05	116.05

During the years mentioned above, there have been no transfers amongst the levels of hierarchy.

The carrying amounts of trade receivables, cash and bank balances, current loans, other current financial assets, current borrowings, other current financial liabilities and trade payables are considered to be approximately equal to the fair value.

The fair values computed above for assets measured at amortized cost are based on discounted cash flows using a current borrowing rate. Further, the management has assessed that fair value of financial instruments approximates their carrying amounts largely due to the short-term maturities of these instruments.

38 Leases: Ind AS 116

The Group have taken various premises under operating lease. These are generally cancellable and the lease term ranges from 11 months to 9 years and are renewable by mutual consent on mutually agreeable terms. Some of these lease agreements have price escalation clauses. There are no restrictions imposed by these lease arrangements and there are no sub-leases. There are no contingent rents.

The interest rate applied to lease liabilities is weighted average, 9.75% for factory & the incremental borrowing rate applied is 7.6% for Mumbai Office lease.

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	57.46	138.26
Non-current lease liabilities	174.66	412.05
	232.11	550.31

The following is the movement in the lease liabilities during the year ended:

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at beginning of the year	550.31	656.16
Additions	-	-
Finance cost accrued	25.69	59.60
Modification of lease liabilities	(159.32)	-
Payment of lease liabilities	(174.11)	(164.85)
Balance at closing of year	232.11	550.31

Total Cash Outflow on Leases

The table below provides data regarding the contractual maturities of lease liabilities as at 31 March 2026 on an undiscounted basis.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Less than one year	73.51	174.09
One to five years	207.14	462.24
More than five years	30.15	-
Total	280.69	636.33

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39 Earnings / (Loss) per share (EPS)

Basic EPS amounts are calculated by dividing the profit / (loss) 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 reflects the profit/loss and share data used in the basic and diluted EPS computations:

Particulars	As at 31 March 2026	As at 31 March 2025
Net Profit / (loss) after tax for the year (Rs. in lakhs)	(5,747.49)	(7,582.96)
Net profit attributable to equity shareholders (Rs. in lakhs)	(5,747.49)	(7,582.96)
Nominal value per equity share (Rs.)	10	10
Weighted Average Number of equity shares for calculating basic earning per share	2,046,662	2,046,662
Basic Earnings Per Share (Rs.)	(280.82)	(369.53)
Weighted Average Number of equity shares for calculating basic earning per share	2,046,662	2,046,662
Add: Weighted average number of potential equity shares on account of shares issuance	-	-
Weighted Average Number of equity shares for calculating diluted earning per share	2,046,662	2,046,662
Diluted Earnings Per Share (Rs.)	(280.82)	(369.53)
Face Value per Share (Rs.)	10	10

40 Assets pledged as security:

The carrying amounts of Assets pledged as security for current borrowings are:

Particulars	As at 31 March 2026	As at 31 March 2025
Current Assets		
Financial assets		
Trade receivables	140.35	102.84
Cash and cash equivalents	16.43	32.28
Non financial assets		
Inventories	273.45	254.37
Other current assets	17.17	28.32
Total current assets pledged as security	447.40	417.81
Non current assets		
Moveable fixed assets	209.11	235.44
Total non current assets pledged as security	209.11	235.44
Total assets pledged as security	656.51	653.25

As per the terms and conditions of the term loan sanctioned by bank, the security provided against the borrowings is as follows

Primary security	Current Assets 1st charge on current assets of the Company (both current and future) Moveable fixed assets 1st charge on moveable fixed assets of the Company (both current and future) Others 1st charge on current and moveable fixed assets and cash flows of RPG Power Trading Co. Limited (RPTCL) (on pari passu basis with Bank's facilities extended to RPTCL, Guilifree Industries and Spencer's Retail Limited (SRL)).
Collateral security	-BR backed LOC from RPSG Ventures Limited (RVL) -BR backed shortfall undertaking from RVL -BR backed LOC from RPTCL

41 Going concern

During the year ended 31 March 2026, the Group has incurred a net loss of ₹ 5,747.49 lakhs and as of that date has accumulated losses aggregating ₹ 30,060.87 lakhs which has resulted in erosion of Group's net worth as at 31 March 2026. Further, as of that date, the current liabilities exceed its current assets by ₹ 21,653.68 lakhs. The Holding Company is currently focussing on increasing its operating cash flows with a focus on improvement of margins basis its revised go-to-market strategy, operating model including product portfolio, brand proposition and strategy. Further, the Holding Company also has access to the necessary financial support from its Ultimate Holding Company i.e. RPSG Ventures Limited in order to meet any shortfall arising out of its obligations as and when they become due for a period of not less than 12 months from the date of financial closure. In view of the cash flow projections and approved business plan, Ultimate Holding Company's commitment to provide necessary support for obligations of the Holding Company and the intention to not liquidate the Holding Company, the Holding Company's management is confident of its ability to generate sufficient cash flows to fulfil its obligations. Consequently, the consolidated financial statements as at and for the year ended 31 March 2026 have been prepared on going concern basis.

42 Audit trail

The Ministry of Corporate Affairs ('MCA') has prescribed a requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules, 2021 requiring companies, which use accounting software for maintaining their books of account, to use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Holding Company uses accounting software namely EasyEcom and Zoho for maintaining its books of account, which is operated by a third-party software service provider. Management does not have the 'Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness' ('Type 2 report' issued in accordance with SAE 3402, Assurance Reports on Controls at a Service Organization).

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43 Additional regulatory information required by Division II Schedule III of the Act

A. Applicable disclosures

- (i) The Group has not revalued its property, plant & equipment during the current or previous year.
- (ii) The Group has not given any loans or advances in the nature of loans to promoters, directors, KMPs and/or related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are repayable on demand, or (b) without specifying any terms or period of repayment.
- (iii) No proceedings have been initiated or are pending against the Group for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- (iv) There were no statement / returns required to be submitted to banks during the year in respect of borrowings from banks on the basis of security of current assets.
- (v) The Group has not been declared as wilful defaulter by any bank or financial institution or other lender.
- (vi) The Group does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 (as amended) or section 580 of Companies Act, 1956 (since repealed).
- (vii) The Group does not have any charges or satisfaction of charges which are yet to be registered with the Registrar of Companies (ROC) beyond the statutory period.
- (viii) The Group is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017 (as amended).
- (ix) The Group has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013 which has an accounting impact on current or previous financial year.
- (x) The Group has not advanced or loaned or invested funds to any other persons or entities, 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 Group (Ultimate Beneficiaries) or
- (b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (xi) The Group has not received any fund from any persons or entities, 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.
- (xii) The Group does not have any transaction which is not recorded in the books of accounts but 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).
- (xiii) The section 135 of the Companies Act 2013 pertaining to Corporate Social Responsibility (CSR) are not applicable to the Group.
- (xiv) The Group has neither traded nor does it hold any investment in Crypto currency or Virtual Currency.

B. Disclosures not applicable

Disclosures relating to title deeds of immovable properties and accounting ratios are not applicable to consolidated financial statements as per Schedule III.

44 Prior period comparatives

Previous year figures have been regrouped/reclassified wherever necessary to correspond with current year's presentation, and these are not material to the consolidated financial statements.

For Walker Chandio & Co LLP
Chartered Accountants
Firm Registration No. 001076N/ N500013

For and on behalf of the Board of Directors


Mukul Rath
Partner
Membership No. 130856

Place: Mumbai
Date: 13 May 2026




Vikas Jain
Director
DIN: 11082395

Place: Kolkata
Date: 13 May 2026


Srikanth
Ramachandra
Murthy Gopishetty
Director
DIN: 07363622

Place: Kolkata
Date: 13 May 2026

