

# **KREBS BIOCHEMICALS & INDUSTRIES LIMITED**



**32<sup>nd</sup> Annual Report  
2023 - 24**

## Five Years' Highlight

(Rs. In Lacs)

Particulars	2019-20	2020-21	2021-22	2022-23	2023-24
Total Income	3377.73	5432.17	6085.89	5275.46	5087.28
Profit/(Loss) Before Tax	-2887.2	-2835.86	-4452.68	-2469.19	-1972.84
Profit/(Loss) After Tax	-2887.2	-2835.86	-4452.68	-2469.19	-1972.84
Share Capital	1800.06	1962.06	2156.06	2156.06	2156.06
Reserves & Surplus	-4,299.65	-6,235.35	-9,665.38	-12102.29	-14077.73
Net Worth	-2,499.59	-4,273.29	-7,509.32	-9946.23	-11921.67
Earnings Per Share (Rs.)	-16.75	-14.53	-20.81	-11.3	-9.16
Book Value Per Share (Rs.)	-13.89	-21.78	-34.83	-46.13	-55.29

## CONTENTS

Management	1
Notice	2
Directors' Report	11
Secretarial Audit Report	17
Report on Corporate Governance	24
Management Discussion and Analysis	39
Independent Auditors' Report	41
Balance Sheet	49
Statement of Profit and Loss	50
Cash Flow Statement	51
Proxy Form	66
Attendance Slip	67
Route Map for AGM	68

**Management**

**BOARD OF DIRECTORS :**

**Dr. R T Ravi**

Chairman / Non-Executive Director  
(DIN- 00272977)

**Mr. Jitendra Shah**

Managing Director & CEO  
(DIN-09377846)

**Mr. Avinash Ravi**

Non-Executive Director  
(DIN-01616152)

**Mr. P. K. Bhattacharya**

Non-Executive Director  
(DIN-07131152)

**Mr. G.V.L Prasad**

Independent Director  
(DIN- 00017081)

**Mr. Raj Kamal Prasad Verma**

Independent Director  
(DIN- 02166789)

**Dr. Tangirala Malati**

Independent Director  
(DIN- 07094957)

**Mr. Satish Khivsara**

Independent Director  
(DIN- 07244464)

**Chief Financial Officer**

**Mr. Ritesh Jain**

**Company Secretary & Compliance Officer**

**Mr. Rakesh R. Kalbate** (ACS 66666 )  
(w.e.f. 21st May 2024)

**Statutory Auditors**

**M/s. Bhavani & Co.,**

Chartered Accountants  
Firm Registration No. 012139S

**Registered Office**

**Krebs Biochemicals & Industries Limited**

Kothapalli (V), Kasimkota (M),  
Anakapalli (D), Andhra Pradesh – 531031.  
Tel: +91 - 9121144984  
Email : investors@krebbsbiochem.com  
Website: www.krebbsbiochem.com  
**CIN: L24110AP1991PLC103912**

**Plant Locations**

Unit I: Regadichelika (V), Kodavalur (M)  
Nellore (D), Andhra Pradesh–524316.

Unit II: Kothapalli (V), Kasimkota (M), Anakapalli,  
Vishakapatnam (D), Andhra Pradesh – 531031.

**Secretarial Auditors**

**DSMR & Associates,**

Company Secretaries,  
# 6-3-668/10/42, Plot No.42,  
2nd Floor, Durga Nagar Colony,  
Punjagutta, Hyderabad- 500082

**Registrars and Share Transfer Agents**

KFin Technologies Ltd,  
Plot No. 31 & 32, Selenium Tower B,  
Financial District, NanakramGuda,  
Gachibowli, Hyderabad- 500032.  
Ph: 040-67161605  
Fax: 040 – 67161500  
Website: www.kfintech.com  
Email: einward.ris@kfintech.com

## NOTICE

**NOTICE IS HEREBY GIVEN THAT THE 32<sup>ND</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF KREBS BIOCHEMICALS & INDUSTRIES LIMITED WILL BE HELD ON FRIDAY, 27<sup>TH</sup> SEPTEMBER, 2024 AT 11:30 AM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT KOTHAPALLI (V), KASIMKOTA (M), ANAKAPALLI (D), ANDHRA PRADESH 531031 TO TRANSACT THE FOLLOWING BUSINESS:**

### ORDINARY BUSINESS:

- To receive, consider, approve and adopt the Audited Balance Sheet, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended 31st March 2024 together with the Notes attached thereto along with the Reports of Auditors and Directors thereon.
- To appoint a director in place of Dr. R. T. Ravi (DIN- 00272977), who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint a director in place of Mr. P. K. Bhattacharya (DIN- 07131152), who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint Auditors and fix their remuneration and in this regard to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), M/s. Bhavani & Co., Chartered Accountants (Firm Registration No. 012139S) be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for a period of 3 years from the conclusion of this Annual General Meeting until the conclusion of the 35th Annual General Meeting to be held in the year 2027, at such remuneration and reimbursement of out of pocket expenses as may be recommended by the Audit Committee and determined by the Board of Directors of the Company.”

### SPECIAL BUSINESS :

- Continuation of Dr. Malati Tangirala (DIN: 07094957) as a Non-Executive Independent Director of the Company after attaining the age of 75 years.**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 (1A) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as amended from time to time, approval of the Members of the Company be and is hereby accorded for continuation of Dr. Malati Tangirala (DIN: 07094957), who shall attain the age of 75 years on 4th January 2025, as a Non- Executive Independent Director of the Company for the remaining period of her tenure of appointment till 11th March 2025.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

- Approval for Related Party Transactions with Ipca Laboratories Limited.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the Company’s policy on Related Party transaction(s), approval of Shareholders of the Company be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with Ipca Laboratories Limited, a promoter company and related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for a) Purchase/sale of materials, capital goods, plant & machineries, packaging materials; b) receiving advances; c) lease and licenses etc. d) accepting loans/ICD; e) transfer of any resources, services or obligations to meet company’s business objectives/ requirements; f) conversion of materials on job work basis, loan license manufacturing arrangement, contract manufacturing services, etc. (“Related Party Transactions”) on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value of Rs. 150 Crores for any given financial year including financial year 2024-25, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at an arm’s length basis and in the ordinary course of the business of the Company.

**RESOLVED FURTHER** that the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution”.

- To ratify the remuneration payable to the Cost Auditors**

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

**“RESOLVED THAT** pursuant to the provisions of Section 148 (3) and such other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, M/s. Bojanapalli & Associates, Cost Accountants (Firm Registration No. 100849) who have been appointed as the Cost Auditors of the Company to conduct the audit of the cost records for the financial year 2024-25 be paid remuneration of Rs. 1,00,000/- (Rupees One Lakh Only) plus service tax and reimbursement of traveling and other out of pocket expenses.”

For and on behalf of the Board  
**Krebs Biochemicals & Industries Limited**

**Rakesh R. Kalbate**

Place: Mumbai Company Secretary & Compliance Officer  
Date: 7th August, 2024

**Registered Office :** Krebs Biochemicals & Industries Limited, Kothapalli (Village), Kasimkota (Mandal), Anakapalli, Vishakapatnam (District), Andhra Pradesh - 531031  
Email: investors@krebsbiochem.com  
Website: www.krebsbiochem.com  
CIN: L24110AP1991PLC10391

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, not less than 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc, must be supported by appropriate resolutions /authority as applicable. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as proxy for any other person or shareholder. The appointment of proxy shall be in the FORM No. MGT-11 annexed herewith.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
3. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment/ re-appointment at this AGM is annexed and forms part of this notice.
4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM and to vote through remote e-Voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [acskriti@gmail.com](mailto:acskriti@gmail.com) with a copy marked to [investors@krebsbiochem.com](mailto:investors@krebsbiochem.com).
5. As required under SS - 2 for General Meetings Route Map for the venue of AGM is enclosed. Members are requested to handover the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID Numbers for identification. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
6. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents KFIN Technologies Limited (KFINTECH).
7. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_ RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at [www.krebsbiochem.com](http://www.krebsbiochem.com) and on the website of the Company's Registrar and Transfer Agents, KFINTECH [www.kfintech.com](http://www.kfintech.com). It may be noted that any service request can be processed only after the folio is KYC Compliant.
8. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company Secretary or KFINTECH, for assistance in this regard.
9. In compliance with the MCA Circulars and SEBI Circulars issued from time to time, Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories and hard copy will be sent to those members who send request letter / email to the Company at [investors@krebsbiochem.com](mailto:investors@krebsbiochem.com). Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website [www.krebsbiochem.com](http://www.krebsbiochem.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of KFINTECH at [www.kfintech.com](http://www.kfintech.com).
10. Members holding shares in electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
11. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
12. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Share Transfer Agents (KFINTECH).

13. Members holding shares in the same name under different ledger folios are requested to apply for consolidation of such folios and send the relevant share certificates to KFINTECH, Share Transfer Agents of the Company for their doing the needful.
14. Members are requested to send their queries at least 7 days before the date of meeting so that information can be made available at the meeting.
15. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond directly with the Registrars regarding share transfer/transmission / transposition, Demat / Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
16. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form and to their respective depository participant, if held in electronic form.
17. Voting through electronic means:
- i) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Clause 35B of the Listing Agreement, the Company is pleased to provide to its members, facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting. ("Remote E-Voting").
  - ii) The facility for voting through electronic voting system ("Insta Poll") shall be made available at the meeting and the members attending the meeting who have not cast their vote by remote e-Voting shall be able to vote at the meeting through "Insta Poll".
  - iii) The members who have cast their vote by remote e-Voting may also attend the meeting but shall not be entitled to cast their vote again.
  - iv) The Company has engaged the services of KFINTECH as the Agency to provide e-Voting facility.
  - v) The Board of Directors of the Company has appointed Ms. Krithika Sharma, Practicing Company Secretary, Hyderabad as scrutinizer to scrutinize the Insta Poll and remote e-Voting process to ensure fairness and transparency.
  - vi) Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the member/beneficial owner (in the case of electronic shareholding) as on the cut-off date i.e., Friday, September 20, 2024.
- vii) A Person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., Friday, September 20, 2024 only shall be entitled to avail the facility of remote e-Voting / Insta Poll.
  - viii) Any person who becomes a member of the Company after dispatch of the notice of the meeting and holding shares as on the cut-off date i.e., Friday, September 20, 2024 may obtain the user id and password in the manner mentioned below:
    - a) If the mobile number of the member is registered against Folio No./DP ID Client ID, the member may send SMS: MYEPWD e-Voting Event Number + Folio Number or DP ID Client ID to 9212993399.  
Example for NSDL:  
MYEPWD IN12345612345678  
Example for CDSL: MYEPWD 1402345612345678  
Example for Physical: MYEPWD XXXX1234567890
    - b) If e-mail address or mobile number of the member is registered against the folio No. / DP ID Client ID, then on the home page of <https://evoting.Kfintech.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
    - c) Member may call KFINTECH Toll Free Number 1-800-309- 4001.  
If the member is already registered with KFINTECH e-Voting platform then he can use his existing User ID and password for casting the vote through remote e-Voting.
  - ix) The remote e-Voting facility will be available during the following period:  
Commencement of remote e-Voting :  
From 09.00 AM (IST) on Tuesday, September 24, 2024  
End of remote e-Voting: on 05.00 PM (IST) on Thursday, September 26, 2024.  
The remote e-Voting shall not be allowed beyond the aforesaid date and time and the e-Voting module shall be disabled by KFINTECH after the expiry of the aforesaid period.
  - x) The Scrutinizer, after scrutinizing the votes cast at the meeting (Insta Poll) and through remote e-Voting, will, not later than 48 hours of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman or a person nominated by him. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company [www.krebsbiochem.com](http://www.krebsbiochem.com) and on the website of KFINTECH <https://evoting.Kfintech.com>. The results shall simultaneously be communicated to the Stock Exchanges where the shares of the Company are listed.
  - xi) Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting i.e, Friday, September 27, 2024.

- xii) Instructions and other information relating to e-Voting:  
As per the SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are

allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**Login method for Individual shareholders holding securities in demat mode is given below :**

<b>NSDL</b>	<b>CDSL</b>
<p><b>1. User already registered for IDeAS facility:</b></p> <p>I. URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></p> <p>II. Click on the “Beneficial Owner” icon under ‘IDeAS’ section.</p> <p>III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”.</p> <p>IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</p> <p><b>2. User not registered for IDeAS e-Services</b></p> <p>I. To register click on link : <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></p> <p>II. Select “Register Online for IDeAS” III. Proceed with completing the required fields.</p> <p><b>3. User not registered for IDeAS e-Services</b></p> <p>I. To register click on link : <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>II. Proceed with completing the required fields.</p> <p><b>4. By visiting the e-Voting website of NSDL</b></p> <p>I. URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></p> <p>II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>III. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>IV. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.</p> <p>V. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. e-Voting option and you will redirected to NSDL Depository site wherein you can see e-Voting page.</p>	<p>1. Existing user who have opted for Easi / Easiest</p> <p>I. URL: <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></p> <p>II. Click on New System Myeasi</p> <p>III. Login with user id and password.</p> <p>IV. Option will be made available to reach e-Voting page without any further authentication.</p> <p>V. Click on e-Voting service provider name to cast your vote.</p> <p><b>2. User not registered for Easi/Easiest</b></p> <p>I. Option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>II. Proceed with completing the required fields.</p> <p><b>3. By visiting the e-Voting website of CDSL</b></p> <p>I. URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></p> <p>II. Provide demat Account Number and PAN No.</p> <p>III. System will authenticate user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account.</p> <p>IV. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress.</p>

**Individual Shareholders (holding securities in demat mode) login through their depository participants.**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Click on e-Voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

<b>Members facing any technical issue – NSDL</b>	<b>Members facing any technical issue - CDSL</b>
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 48867000	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 22-23058542-43

**Login method for non-individual Members and Members holding shares in physical form are given below:**

Procedure and Instructions for remote e-Voting are as under:

- a. Initial password is provided in the body of the email.
- b. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
- c. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with RTA for e-Voting, you can use your existing User ID and password for casting your votes.

User ID: For Members holding shares in Demat Form:-

For NSDL: 8 character DP ID followed by 8 digits Client ID.

For CDSL: 16 digits beneficiary ID.

**User ID: For members holding shares in Physical Form:**

Event Number followed by Folio No. registered with the Company.

**Password:** Your unique password is sent via e-mail forwarded through the electronic notice.

**Captcha:** Please enter the verification code i.e. the alphabets and numbers in the exact way as they are displayed for security reasons

- d. After entering the details appropriately, click on LOGIN.
- e. You will reach the password change menu wherein you will be required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f. You need to login again with the new credentials.
- g. On successful login, the system will prompt you to select the EVENT i.e. Krebs Biochemicals and Industries Limited.
- h. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
- i. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat account.

- j. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- k. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (pdf/jpg format) of certified true copy of relevant board resolution/ authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at [ackskriti@gmail.com](mailto:ackskriti@gmail.com) and may also upload the same in the e-Voting module in their login.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing the facility to its Members holding shares in physical or dematerialized form as on the Cut-off date, being Friday, September 20, 2024 to exercise their right to vote by electronic means i.e. remote e-Voting, on the business specified in the Notice convening the AGM of the Company as mentioned above.

Note: If you forget your password, you can reset your password by using "Forgot user details/Password" option available on <https://evoting.kfintech.com>.

Kindly note that, the remote e-Voting portal will open for voting from 9.00 a.m. on Tuesday, 24th September, 2024 and will remain open throughout on all the days up to 5.00 p.m. on Thursday, 26th September, 2024 (both days inclusive). If you desire to cast your vote by using remote e-Voting, you can do so by accessing the link <https://evoting.kfintech.com> and logging-in by using your user ID and password during the period when the portal is open for e-Voting.

Please note that once you have cast your vote, you will not be allowed to modify it subsequently. However, you can attend the meeting physically and participate in the discussions.

E-Voting is optional and those who have not exercised remote E-Voting option can cast their votes at the voting to be conducted during at the venue of the AGM.

In case of any query, you may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the Downloads sections of <https://evoting.kfintech.com> or contact Mr. Raghu Veedha, KFin Technologies Ltd. (Unit- Krebs Biochemicals and Industries Limited.) at email: [einward.ris@KFintech.com](mailto:einward.ris@KFintech.com) or contact at phone no. 1-800-309-4001 (toll free).

For and on behalf of the Board  
**Krebs Biochemicals & Industries Limited**

**Rakesh R. Kalbate**  
Company Secretary & Compliance Officer  
ACS – 66666

Place: Mumbai  
Date: 7th August, 2024



Disclosure pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Secretarial Standard on General Meeting with respect to Directors seeking re-appointment/appointment at the Meeting is given below:

Name of the Director	Dr. R. T. Ravi	Mr. P. K. Bhattacharya	Dr. Malati Tangirala
Nationality	Indian	Indian	Indian
Date of Birth	08.08.1949	17.04.1969	04.01.1950
Date of appointment/ re-appointment	25.09.2019	10.08.2023	12.03.2020
Expertise in specific functional areas	A bio technologist having an experience over 4 decades in the area of applied biochemical research. Ha had also made an extensive study in the cultivation of medicinal plants in different agro climatic zones of the State of Andhra Pradesh.	He is currently the Managing Director/ CEO at Unichem Laboratories Limited. He has previously worked with Sun Pharmaceuticals Ltd. Andheri, Mumbai, Glenmark Generics Ltd., Andheri, Mumbai, Wanbury Ltd., Vashi (Navi Mumbai) and other companies and is having experience of about 31 years in Manufacturing and Technical Excellence, Production, Business Excellence, Project management, multi sites Operations, Process Improvement, Six Sigma Project Management, Process Development, Quality Assurance and Relationship Management.	She has nearly 5 decades of experience in Academic, Research and General administration in the field of clinical Bio-chemistry, immunochemistry and Bio-chemistry.
Qualifications	PhD (Bio Chemistry) form National Dairy Research Institute, Karnal M.Sc. (Bio Chemistry) Form Baroda University	MBA (Finance), B.Tech. (Chemical), B.Sc Chemistry (Hons.)	Phd, FAMS, FAPS, FACBI
Date of first Appointment on the Board of the Company	12.10.1992	30.07.2021	13.02.2015
Names of the Listed entities in which the person is holding Directorships or Board Committee Memberships	Nil	Unichem Laboratories Limited Managing Director / CEO	Nil
Inter se relationship among Directors	Dr. R. T. Ravi is father of Mr. Avinash Ravi, Non Executive Director of the Company.	None	None
Number of Board Meetings attended during the year out of Five (5) meetings.	Five (5)	Four (4)	Four (4)
Sitting Fee paid during the financial year for attending Board Meetings	Rs. 0.70 Lakh	Rs. 0.20 Lakh	Rs. 0.90 Lakh

For and on behalf of the Board  
**Krebs Biochemicals & Industries Limited**

**Rakesh R. Kalbate**  
Company Secretary & Compliance Officer  
ACS – 66666

Place : Mumbai  
Date : 7th August, 2024

### Explanatory Statement

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

#### Item No. 4

M/s. Bhavani & Co., Chartered Accountants (Firm Registration No. 012139S), retire as auditors of the Company under the provisions of Section 139 of the Companies Act, 2013 after completion of their initial period of appointment at the conclusion of the ensuing Annual General Meeting and they are eligible for re-appointment as the statutory auditors of the Company for a 2nd term under the provisions of Section 139 (2) of the Companies Act, 2013.

Therefore, It is now proposed to re-appoint M/s. Bhavani & Co., Chartered Accountants, as the Statutory Auditors of the Company for a period of 3 years from the conclusion of the 32nd Annual General Meeting and till conclusion of the 35th Annual General Meeting of the Company at such remuneration and reimbursement of out of pocket expenses as may be determined by the Board of Directors of the Company in consultation with the Audit Committee of the Board.

There shall be no material change in the audit fee payable to the statutory auditors from that is being currently paid to them

None of the Directors and Key Managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4. The Board of Directors accordingly recommend the resolution set out at Item No. 4 of the accompanying Notice for the approval of the members.

#### Item No. 5

In terms of the Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), with effect from 1st April, 2019, no listed Company shall appoint or continue the appointment of a Non-executive director, who has attained the age of 75 years, unless a special resolution is passed to that effect.

Dr. Malati Tangirala (DIN: 07094957), who is Non-Executive Independent Director of the Company shall attain the age of 75 years on 4th January 2025. She has nearly 5 decades of experience in Academic, Research and General administration in the field of clinical Bio-chemistry, immunochemistry and Bio-chemistry. Presently, she is Non-Executive Independent Director of the Company and also member of Audit Committee and Nomination and Remuneration Committee. Other requisite details, pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India is annexed to this statement.

Dr. Malati Tangirala is in good health and of sound and alert mind. The Board is of the opinion that she is able to function and discharge her duties in an able and competent manner. Based on the recommendation of the Nomination and Remuneration Committee and taking into account Dr. Malati Tangirala qualification, seniority and expertise, which will be on immense benefit to the Company, the Board of Directors recommends her continuation as Non-Executive Independent Director of the Company till completion of her current tenure as an Independent Director upto 11th March 2025.

Except Dr. Malati Tangirala, none of the Director or Key Managerial Personnel of the Company are concerned or interested in the passing of this special resolution.

The Board recommends the Special Resolution as set out at Item No. 5 of the Notice for the approval by the Members.

#### Item No. 6

The Companies Act, 2013, under Section 188 and SEBI (LODR) Regulations, inter-alia, provides that no contract or arrangement or transactions for sale, purchase or supply of any goods or materials or availing/ rendering of any services exceeding ten per cent of the turnover of the Company shall be entered into by the Company except with the prior approval of the shareholders by a resolution.

It is proposed to enter into contracts/transactions for purchase/ supply of materials, goods or providing of loan license / contract manufacturing services in the ordinary course of Company's business with Ipca Laboratories Limited, promoter company and a related party within the definition under the Companies Act, 2013 and SEBI (LODR) Regulations, during the financial year 2024-25 and beyond on a continuous basis.

The aggregate value of all such contracts/transactions for purchase or supply of materials, goods or rendering or availing of services is likely to exceed the limits prescribed under Section 188 of the Act read with Rules made thereunder and SEBI (LODR) Regulations. Therefore, the transactions of the Company with Ipca Laboratories Ltd., a promoter company and related party, would be material transaction in terms of Regulation 23 (1) of the SEBI Regulations. It is, therefore, proposed to obtain approval of the members to enter into such transactions with Ipca Laboratories Ltd. under Section 188 of the Companies Act, 2013 and Regulation 23 (4) of the said SEBI Regulations by way of an Ordinary Resolution.

The details of transactions that require approval are given below:-

S.No	Description	Particulars
1.	Name of the related party	Ipca Laboratories Limited
2.	Nature of relationship	Promoter Shareholder and therefore a related party
3.	Type of the proposed transaction	a) Purchase / Supply APIs, raw materials, intermediaries, etc, b) Procurement/ supply of goods, services, sponsorship, etc. c) Leasing of property, manufacturing facility on loan license basis. d) Any transfer of resources, services or obligations to meet objectives/requirements, loans and advances, etc. e) conversion of materials on job work basis, loan license manufacturing arrangement, contract manufacturing services, etc.
4.	Nature, duration/tenure, material terms, monetary value	Transactions in the normal course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. Monetary value of transactions subject to a maximum limit of Rs.150 Crores in any given financial year through contracts/arrangements.
5.	Particulars of the proposed transaction	Same as 3
6.	Tenure of the transaction	For FY 2024-25 and on recurring basis every financial year
7.	Value of the proposed transaction	Upto a maximum annual limit of Rs.150 Crores.
8.	Benefits of the proposed transaction	The Company has been continuously incurring cash losses for the past many years and has no working capital resources of its own to manage its business and to source and pay for materials and spend money on manpower and manufacturing overheads. Ipca Laboratories Limited (Ipca) which is a leading research driven global pharmaceutical company with its products marketed in over 100 countries across the globe, has become a promoter shareholder of the Company. Ipca is trying to utilize the manufacturing capabilities of the Company and inter-alia, get its APIs and intermediates manufactured at Company's manufacturing facilities, including on loan license or contract manufacturing basis, by providing technical support and working capital resources to the Company. Ipca Laboratories Limited manufactures and markets many APIs and formulations in the global market. This association with Ipca for utilization of the Company's manufacturing facilities is essential to the Company for its very survival, Considering the current financial position of the Company and also is in the best interest of all the stakeholders involved.
9.	Name of the Director or Key Managerial Personnel, who is related	Mr. Jitendra Shah and Mr. Pabitrakumar Kalipada Bhattacharya, Directors of the Company who are nominees/employees of Ipca Laboratories Limited can be considered as interested/ related directors for the purpose of this resolution. None of the other Directors or Key Managerial Personnel's or their relatives are concerned or interested in the passing of this Resolution.
10.	Additional disclosures to be made in case loans, inter-corporate deposits, advances or investments made or given	The details are part of the audited financial statements of the Company annexed with this notice.

The Board of Directors accordingly recommend the resolution set out at Item No. 6 of the accompanying Notice for the approval of the members.

**Item No. 7**

The Board of Directors on the recommendation of the Audit Committee have appointed M/s Bojanapalli & Associates, Cost Accountants (Firm Registration No. 100849) as the Cost Auditors of the Company for the financial year 2024-25. A certificate issued by the above firm regarding their eligibility for appointment as Cost Auditors will be available for inspection electronically by the members without payment of any fee from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect this certificate can send an email to [com\\_sec@krebsbiochem.com](mailto:com_sec@krebsbiochem.com).

As per Rule 14 of the Companies (Audit and Auditors) Rules 2014, the remuneration payable to the Cost Auditors is to be ratified by the shareholders. The Board has decided the remuneration payable to M/s. Bojanapalli & Associates, as Cost

Auditors as mentioned in the resolution on the recommendation of the Audit Committee. Hence this resolution is put for the consideration of the shareholders.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 7.

The Board of Directors accordingly recommends the resolution set out at Item No. 7 of the accompanying Notice for the approval of the members.

For and on behalf of the Board  
**Krebs Biochemicals & Industries Limited**

**Rakesh R. Kalbate**  
Company Secretary & Compliance Officer  
ACS – 66666

Place: Mumbai  
Date: 7th August, 2024.

## Directors' Report

To,  
The Members,

The directors submit the 32nd Annual Report of Krebs Biochemicals & Industries Limited (the 'Company') along with the audited financial statements for the financial year ended 31st March 2024.

### 1. Financial Summary

(Rs. in Lakhs)

Particulars	2023-24	2022-23
Net Sales	5042.15	5213.44
Other Income	45.13	62.01
Total Income	5087.28	5275.46
Expenditure	5914.55	6791.48
Profit /(Loss) before Interest, Depreciation and Taxes	(827.27)	(1516.02)
Finance Cost	468.94	297.32
Depreciation & Amortisation	676.63	655.85
Profit/(Loss) Before Tax	(1972.84)	(2469.19)
Net profit/(Loss) after Tax	(1972.84)	(2469.19)
Other Comprehensive Income	(2.60)	32.28
Total comprehensive income for the period (comprising Profit/(loss) and other comprehensive income for the year)	(1975.44)	(2436.91)

### 2. Financial Performance and Operations

During the financial year under review, the Company has reported total income of Rs. 5087.28 lakhs as against total income of Rs. 5275.46 lakhs in the previous financial year. During the year under report, operations of the Company have resulted in a loss of Rs. 1972.84 Lakhs as against loss of Rs. 2469.19 Lakhs of the previous financial year. Detailed Performance of the Company is given in the Management Discussion and Analysis Report forming part of this Annual Report.

### 3. Change in nature of business

During the year under review, there was no change in the nature of business of the Company.

### 4. Dividend

In view of losses incurred during the year, no dividend is proposed to be declared for the financial year 2023-24.

### 5. Material changes and commitments affecting the financial position of the Company

No material changes or commitments affecting the financial position of the Company have occurred between the end of the financial year to which financial statement in this report relate and date of this report.

### 6. Share Capital

There is no change in the share capital of the Company during the financial year under report.

### 7. Investor Education and Protection Fund

No amounts and/or shares were transferred or transferable to the Investor Education and Protection Fund during the year under review.

### 8. Statutory Auditors, Audit Report and Audited Accounts

At the 27th Annual General Meeting held on September 25, 2019, the Members approved appointment of M/s. Bhavani & Co, Chartered Accountants (Firm Registration No. 012139S) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of the 27th AGM till the conclusion of the ensuing 32nd Annual General Meeting.

The term of appointment of M/s. Bhavani & Co, Chartered Accountants (Firm Registration No. 012139S) as Statutory Auditors is coming to end at the conclusion of the forthcoming Annual General Meeting. It is now proposed to re-appoint M/s. Bhavani & Co, Chartered Accountants, as the statutory auditors of the Company to carry out the statutory audit activities for a further period of 3 (three) years from the conclusion of 32nd AGM and till the conclusion of 35th AGM of the Company.

The Auditors report read with notes to the accounts referred to therein are self explanatory.

Explanation or Comments on Qualification, Reservation or Adverse Remark or Disclaimer made by the Auditors:

<p>We draw your attention to note no. 2.20.2 to the financial statements, which states that the Company has incurred loss before tax of Rs. 1,972.84 lakhs for the year ended 31st March 2024 and Rs. 2,469.19 lakhs for the year ending 31st March 2023. As of 31st March 2024, the total liabilities exceeded its total assets by Rs. 11,921.67 lakhs as compared to Rs. 9946.23 lakhs as at 31st March 2023. These factors indicate that material uncertainty exists that may cast doubt on the Company's ability to continue as going concern. The Company's management has carried out an assessment of the Company's financial performance and has obtained a confirmation providing comfort of financial support from the Major Share holder of the Company (Ipca Laboratories Limited), if required to meet its obligations. There has been continued improvement in production during the current year and the Company has prepared strategic plan for continuous growth. Pursuant to the said plan, the Company continues to focus on various initiatives including cost optimisation through operational efficiency, improvement initiatives, rationalisation of existing operations and increase in sales volumes from the existing and new customers. With continued efforts, the Company expects to address the material uncertainty in future.</p>	<p>The Company has prepared turnaround strategy and is also in the process of developing new products for manufacturing. It is essential for the Company to increase production level to optimally utilise the available capacity so as to make the Company's operations financially viable. The Company is also exploring the opportunity to manufacturing additional fermentation based products so as to optimally utilise the Company's Vizag manufacturing unit.</p>
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#### 9. Internal Auditors

The Board of Directors based on the recommendation of Audit Committee have re-appointed M/s. Suryanarayana & Suresh, Chartered Accountants, Hyderabad, as Internal Auditors of the Company for the Financial Year 2024-25 at their meeting held on 21st May, 2024.

The internal auditors have submitted their reports at quarterly intervals to the Audit Committee and the Board during the financial year ended 31st March, 2024.

#### 10. Directors and Key Managerial Personnel

During the year, the Non-Executive Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board and Committees.

The Board of Directors at their Meeting held on 9th August, 2023, appointed Mr. Jitendra Shah (DIN-09377846) as Managing Director/CEO of the Company effective from 10th August, 2023 for term of 3 years and shareholders approved the appointment at Annual General Meeting held on 27th September, 2023.

Mr. P. K. Bhattacharya (DIN- 07131152) resigned from the post of Managing Director of the Company, w.e.f 9th August, 2023 after the closure of business hours. However, he shall continue as Non-Executive Director on the Board of the Company w.e.f 10th August, 2023, liable to retire by rotation.

#### Key Managerial Personnel

Pursuant to the provisions of Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company as on the date of this report are:

Mr. Jitendra Shah – Managing Director & CEO

Mr. Ritesh Jain - Chief Financial Officer

Mr. Rakesh R. Kalbate - Company Secretary & Compliance Officer

#### Appointment/ Resignation of KMPs

- Mr. Rohit Taparia, resigned from the post of Company Secretary with effect from 20th October 2023.
- The Board of Directors appointed Mr. Keyur Doshi as Company Secretary & Compliance Officer of the Company, w.e.f 17th January 2024.
- Mr. Keyur Doshi resigned from the post of Company Secretary & Compliance Office of the Company w.e.f. 15th April, 2024.
- The Board of Directors at its meeting held on 21st May, 2024 appointed Mr. Rakesh R. Kalbate as a Company Secretary & Compliance Officer of the Company.

#### Retirement by Rotation

Dr. R. T. Ravi (DIN: 00272977) and Mr. P. K. Bhattacharya (DIN: 07131152) retires by rotation as Directors at the ensuing Annual General Meeting and they have offered themselves for re-appointment.

#### 11. Declaration of Independence

The Company has received the declarations under section 149(6) of the Companies Act, 2013, from the Independent Directors that each of them meets the criteria of independence and there has been no change in the circumstances which may affect their status as Independent Directors during the year.

All the Independent Directors have registered themselves under Independent Directors data bank maintained by the Indian Institute of Corporate Affairs (IICA).

#### 12. Board Meetings

During the financial year 2023-24, Five (5) meetings of the Board were held. Details of the meetings of the Board and attendance of the Directors have been provided in the corporate governance report which forms part of this report.

#### 13. Corporate Social Responsibility

The provisions of Section 135 of the Companies Act, 2013 pertaining to Corporate Social Responsibility (CSR) is not applicable to the Company.

#### 14. Quality Initiatives

The Company is committed to meet the customers Quality requirements and satisfaction by maintaining high degree of assurance in Quality, Safety, efficacy of the products manufactured. The Company maintains mutual and beneficial relationship with the Suppliers, Vendors and Customers.

The Company provide continual training to all the employees working in the plants for upgrading their knowledge of CGMP practices. Your Company continuously focus on developing new products with innovative knowledge and robust practices meeting the Regulatory requirements.

The Company is committed to meet the regulatory standards set by global regulators and our Unit-II Vizag site has been accredited and certified by EDQM, Europe. Many customers have audited Unit-I Nellore plant and have approved the plant as qualified Vendor. Company is totally focusing to be as an integrated Company emerging in the Pharma market by improving and implementing best-in class methodologies to meet the customer requirements with zero complaints and by implementing the ALCOA Practices in both the plants.

#### 15. Policy on directors' appointment and remuneration and other details

The Nomination and Remuneration Committee has laid down the criteria for Directors' appointment and remuneration including criteria for determining qualifications, positive attributes and independence of a Director. The following attributes/criteria for selection have been laid by the Board on the recommendation of the Committee:

- The candidate should possess the positive attributes such as leadership, entrepreneurship, industrialist, business advisor or such other attributes which in the opinion of the Committee the candidate possess and are in the interest of the Company;
- The candidate should be free from any disqualifications as provided under sections 164 and 167 of the Companies Act, 2013;
- The candidate should meet the conditions of being independent as stipulated under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 in case of appointment as an independent director; and
- The candidate should possess appropriate educational qualification, skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations, infrastructure, medical, social service, professional teaching or such other areas or disciplines which are relevant for the Company's business.

#### 16. Board Evaluation

The Nomination and Remuneration Committee lays down the criteria for performance evaluation of Independent Directors, Board of Directors and Committees of the Board. The criteria for performance evaluation is based on the parameters like attendance and participation at the

meetings of the Board and Committees thereof, contribution to strategic decision making, review of financial statements, business performance.

The Board has carried out evaluation of its own performance as well as that of the Committees of the Board and all the Directors.

#### 17. Remuneration Policy

The objective and broad framework of the Company's Remuneration Policy is to consider and determine the remuneration, based on the fundamental principles of payment for performance, potential and growth. The Remuneration Policy reflects on certain guiding principles of the Company such as aligning remuneration with the longer term interests of the Company and its shareholders, promoting a culture of meritocracy and creating a linkage to corporate and individual performance and emphasising on line expertise and market competitiveness so as to attract the talent. The Nomination and Remuneration Committee recommends the remuneration of Directors and Key and Senior Managerial Personnel, which is approved by the Board of Directors, subject to the approval of shareholders, where necessary. The level and composition of remuneration shall be reasonable and sufficient to attract, retain and motivate the directors, key managerial personnel and other employees of the quality required to run the Company successfully. The relationship of remuneration to performance should be clear and meet appropriate performance benchmarks. The remuneration to directors, key managerial personnel and senior management personnel should also involve a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals. The Remuneration Policy is placed on the Company's website at <http://www.krebsbiochem.com/documents/54405dae0fa8dbfdd493d897deab01b3.pdf>.

Information about elements of remuneration package of individual directors is provided in the Annual Return as provided under Section 92(3) of the Companies Act, 2013 which is placed on the website of the Company.

#### 18. Familiarisation program for Independent Directors

The Company has conducted familiarisation programs for the Independent Directors as required under the provisions of Companies Act, 2013, the same is uploaded on the Company's website at [www.krebsbiochem.com](http://www.krebsbiochem.com).

#### 19. Internal Financial Control Systems and their adequacy

The details in respect of internal financial controls and their adequacy are included in the Management Discussion and Analysis Report which forms part of this report.

#### 20. Audit Committee

Your Company has a duly constituted Audit Committee and the Board has accepted all the recommendations of Audit Committee during the year under review. The members of the Audit Committee are:

- |    |                     |   |          |
|----|---------------------|---|----------|
| a) | Mr. G V L Prasad    | - | Chairman |
| b) | Mr. Satish Khivsara | - | Member   |

- c) Dr. Malati Tangirala - Member  
d) Mr. Jitendra Shah - Member

The details pertaining to meeting, role and responsibilities of Audit Committee are provided in the Corporate Governance Report, which forms part of this report.

## 21. Nomination and Remuneration Committee

Your Company has in place a duly constituted Nomination and Remuneration Committee which has following members:

- a) Mr. Satish Khivsara - Chairman  
b) Mr. G V L Prasad - Member  
c) Dr. Malati Tangirala - Member  
d) Dr. R T Ravi - Member

Details pertaining to meetings, role and responsibilities of Nomination and Remuneration Committee are provided in the Corporate Governance Report which forms part of this report.

## 22. Stakeholders Relationship Committee

Your Company has constituted a Stakeholders Relationship Committee as required under the provisions of SEBI Listing Regulations and the Companies Act, 2013. Members of the committee are:

- a) Mr. G V L Prasad - Chairman  
b) Mr. Satish Khivsara - Member  
c) Mr. Avinash Ravi - Member  
d) Dr. R T Ravi - Member

Details pertaining to meetings, role and responsibilities of Stakeholders Relationship Committee are provided in the Corporate Governance Report which forms part of this report.

## 23. Corporate Governance

As per the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has complied with the requirements of Corporate Governance in all material aspects.

A report on Corporate Governance together with a certificate of its compliance from the Statutory Auditors, forms part of this report.

## 24. Loans and Investments

During the year under review, the Company has not given any loans and not made any investments under the provisions of Section 186 of the Companies Act, 2013.

## 25. Particulars of Employees

Pursuant to the provisions of Section 197 of the Companies Act 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee of the Company is drawing salary of more than Rs. 1.02 Crores (Rupees One Crore Two Lakhs) per annum or Rs. 8.5 lakhs (Rupees Eight Lakhs Fifty Thousand) per month, as the case may be, for the financial year ended 31st March 2024.

The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration

of Managerial Personnel) Rules, 2014, is provided in a separate **Annexure-I** forming part of this report. Further, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.

## 26. Cost Audit

Pursuant to the provisions of section 148 of the Companies Act, 2013, the cost audit of cost records became applicable to the Company for financial year 2023-24. M/s. Bojanapalli & Associates, Cost Accountant (Firm Registration No. 100849) were appointed as Cost Auditors to conduct audit of cost records of the Company for the financial year 2023-24.

The Cost Audit Report for financial year 2023-24 shall be filed on or before due date after approval by the Board of Directors in the Board Meeting.

## 27. Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time, the Company has appointed M/s DSMR and Associates, Practicing Company Secretaries, as Secretarial Auditors to undertake the secretarial audit of the Company. The Secretarial Audit Report is annexed herewith as **Annexure- II** to the Board's Report.

### Qualifications in Secretarial Audit Report:

Sr. No	Observations in Secretarial Audit Report	Board's explanation/ comments
1	Non maintenance of 100% promoter shareholding in dematerialized form	1000 shares of Mrs. Hemalata Ravi and 19400 shares of Dr R T Ravi, promoter shareholders are under legal dispute in the court of law and hence the same could not be dematerialized.

## 28. Annual Secretarial Compliance Report

The Company has undertaken an audit for the financial year 2023-24 for all applicable compliances as per Securities and Exchange Board of India Regulations and Circulars/Guidelines issued thereunder. The Annual Secretarial Compliance Report issued by M/s. DSMR & Associates, Practicing Company Secretaries, Hyderabad has been submitted to the Stock Exchanges within the specified time.

## 29. Transactions with related parties

Information on transactions with related parties are given in **Annexure-III** in Form AOC-2 and the same forms the part of this report.

## 30. Fixed Deposits

Your Company has not accepted any fixed deposits and as such no principal or interest was outstanding as on the date of the Balance Sheet.





### 31. Annual Return

In accordance with the requirements of Section 92 (3) of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014, a copy of Annual Return in Form MGT-7 is placed on the website of the Company at [www.krebsbiochem.com](http://www.krebsbiochem.com).

### 32. Directors' Responsibility Statement

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

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- ii) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a fair and true view of the state of affairs of the Company at the end of the financial year;
- iii) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) They have prepared the annual accounts on a going concern basis.
- v) They have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively.
- vi) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### 33. Disclosures relating to Subsidiaries, Associates and Joint Ventures

The Company does not have any Subsidiary Company, Associate Company or Joint Ventures Company.

### 34. Disclosure Requirements

As per SEBI Listing Regulations, Corporate Governance Report with Auditors' Certificate thereon and Management Discussion and Analysis are attached, which form part of this report.

### 35. Code of Conduct

The Board has laid down a code of conduct for Board members and senior management personnel of the Company. The Company has also adopted code of conduct for independent directors incorporating the role and functions, duties as laid down in the Companies Act, 2013. The said code of conduct is available on the website of the Company [www.krebsbiochem.com](http://www.krebsbiochem.com). The Board members and senior management personnel have affirmed compliance with the said code of conduct. A declaration signed by the Managing Director in this regard is given at the end of this report.

### 36. Prevention of Insider Trading

The Company has adopted a code of conduct for prevention of insider trading. All directors, senior management employees and other employees who have access to the unpublished price sensitive information of

the Company are governed by the Code. During the year under report, there has been due compliance with the code of conduct for prevention of insider trading.

The said code is available in the Company's website [www.krebsbiochem.com](http://www.krebsbiochem.com).

### 37. Vigil Mechanism/Whistle Blower Policy

The Company has in place a whistle blower policy and no personnel have been denied access to the Chairman of the Audit Committee. The policy also provides for the safeguarding of whistle blowers. The whistle blower policy is available on website of the Company [www.krebsbiochem.com](http://www.krebsbiochem.com).

### 38. Energy conservation, technology absorption and foreign exchange earnings outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed herewith as "Annexure-IV" to this report.

### 39. Safety, Environment and Health

The Company considers safety, environment and health as the management responsibility. The employees are provided training programs at regular intervals on manufacturing facilities on safety and environment.

### 40. Significant or material orders passed against the Company

During the year under review, there were no significant or material orders passed against the Company by regulators/ Courts/Tribunals impacting the going concern status and operations of the Company in future.

### 41. Disclosure on Corporate Insolvency Resolution Process initiated under the Insolvency and Bankruptcy Code (IBC)

During the year under review, there were no IBC proceedings initiated/ pending against the Company.

### 42. Disclosures pertaining to the Sexual Harassment of Women at the workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has complied with the provision relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013.

There are no complaints registered in this matter during the year under review.

### 43. Secretarial Standards

The Company is in due compliance with the applicable secretarial standards issued by the Institute of the Company Secretaries of India (ICSI).

### 44. Acknowledgments

Your Directors take this opportunity to express their sincere appreciation to the shareholders, customers, bankers, employees, suppliers and other business associates for the excellent support and co-operation extended by them.

For and on behalf of the Board of  
**Krebs Biochemicals & Industries Limited**

**Dr. R. T. Ravi**  
Chairman

Place : Mumbai  
Date : 7th August, 2024

DIN- 00272977

Value Through Biochemistry

## Annexure-I

**Details of remuneration as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

As required under the provisions of Section 197 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee of the Company is drawing salary of more than Rs. 1.02 crores (Rupees One Crore Two Lakhs) per financial year or Rs. 8.5 lakhs (Eight Lakh Fifty Thousand) per month, as the case may be for the year ended 31st March, 2024.

**i. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2023-24:**

S. No.	Name of the Director	Ratio
1.	Mr. P. K. Bhattacharya, Managing Director (upto 9th August 2023)	2.62
2.	Mr. Jitendra Shah, Managing Director & CEO (w.e.f 10th August 2023)	4.69

The Non-Executive Independent Directors were only paid sitting fees during the year for attending Meetings of the Board and Committees thereof. The principles governing increase in the remuneration of Executive Directors and increase in sitting fees payable to Non-Executive Independent Directors are as per the Company's remuneration policy. Further, the amount of sitting fees received by a Non-Executive Independent Director depends on (a) amount of sitting fee fixed by the Board for Meetings of the Board and its Committee, and (b) number of Meetings of the Board and Committee(s) attended by the Director. Therefore, the information as to ratio of sitting fees paid to the median remuneration of employees and percentage increase in remuneration of Non-Executive Independent Directors is not relevant and meaningful and hence, their ratios are not provided.

**ii. The percentage increase/(decrease) in the remuneration of each Director, Chief Financial Officer and Company Secretary or Manager during the financial year 2023-24:**

S. No.	Names	% increase/(decrease)
1	Mr. P. K. Bhattacharya, Managing Director upto 9th August 2023	(64.17%)
2	Mr. Jitendra Shah- Managing Director & CEO w.e.f 10th August 2023	100%
3	Mr. Ritesh Jain –CFO	-
4	Mr. Rohit Taparaiya- Company Secretary Upto 20th October 2023	-
5	Mr. Keyur Doshi – Company Secretary w.e.f. 17th January 2024	-

**iii. The percentage increase in the median remuneration of employees during the financial year 2023-24 : 13.42%**

**iv. The number of permanent employees on the rolls of the Company:**

There were 191 Regular employees as on 31st March 2024.

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

None.

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

The Company affirms that the remuneration is as per the Remuneration Policy of the Company.

On behalf of the Board of Directors  
**Krebs Biochemicals & Industries Limited**

**Dr. R T Ravi**  
Chairman  
DIN- 00272977

Place: Mumbai

Date: 7th August, 2024

**Annexure-II**  
**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2024**

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

To,  
The Members,  
KREBS BIOCHEMICALS AND INDUSTRIES LIMITED  
Kothapalli Village, Kasimkota Mandal,  
Anakapalle- 531031  
Visakhapatnam, India

I had conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **KREBS BIOCHEMICALS AND INDUSTRIES LIMITED** (hereinafter called the Company).

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2024 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under to the extent applicable;

I. However, there were delay in filing of-

a) Form MR-1 (Return of appointment of managerial personnel) for the appointment of Mr. Jitendra Shah ( DIN-09377846) as the Managing Director of the Company.

b) Form CRA-4 (Form for filing Cost Audit Report with the Central Government)

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under

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

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings

During the period of our audit there were no activities done by the Company under the aforesaid regulations.

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

During the period of our audit the Company has not issued any securities falling in the purview of these regulations. Hence the reporting of compliance under the said provisions does not arise.

(d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; except:

Pursuant to Regulation 31(2), Entire shareholding of the promoters is not in Dematerialized format – 19,400 shares belonging to Mrs. Hemalathi Ravi and Dr. R. T. Ravi have not been dematerialised since the matter is sub judice

(e) The Securities and Exchange Board of India (Share Based Employee Benefit Schemes) Regulations, 2014;

During the period of our audit the Company has not issued any securities under these regulations and does not have an ESOP plan. Hence the reporting of compliance under these regulations does not arise.

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

During the period of our audit the Company has not issued any Debt Securities under these regulations. Hence the reporting of compliance under these regulations does not arise.

(g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

During the period of our audit, the Company has not delisted its Equity Shares from any of the exchanges, where the shares are listed. Hence the reporting of compliance under these regulations does not arise; and

(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

During the period of our audit the Company has not done any buy back of its securities. Hence the reporting of compliance under these regulations does not arise;

(vi) The Company is engaged in the business of manufacturing of drugs. Accordingly, some of the following applicable Industry Specific Acts are covered under the purview of our audit. In consultation with the Management and on the basis of the Guidance Note issued by the ICSI and relying on the Compliance Certificate issued by the Managing Director & the Plant Heads, which are placed before the Board every quarter & on random verification, we are of the view that the company has generally complied with

following Industry Specific Laws in line with amendments from time to time:

- a. Pharmacy Act, 1948;
- b. Drugs and Cosmetics Act, 1940;
- c. Indian Boilers Act, 1923
- d. Factories Act, 1948
- e. Water (Prevention and Control of Pollution) Act, 1974
- f. Air (Prevention and Control of Pollution) Act, 1981
- g. Industrial Employment (Standing Orders) Act, 1946
- h. The Trade Union Act, 1926
- i. Industrial Disputes Act, 1947
- j. Minimum Wages Act, 1946
- k. Payment of Bonus Act, 1965
- l. Legal Metrology Act, 2009
- m. Contract Labour Act, 1970
- n. Payment of Bonus Act, 1965

During the period under audit, the Andhra Pradesh Pollution Control Board issued an order on December 19, 2023, to stop all production activities at the Company's manufacturing unit located in Kothapalli (V), Kasimkota (M), Anakapalli District, Andhra Pradesh, following the completion of existing production batches. This order was subsequently revoked on February 2, 2024.

I further report, that the compliance by the company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit, since the same have been subject to review by Statutory Financial Auditor and other designated professionals

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

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

Since only the Secretarial standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) have been notified and effective from 1st July, 2015, the Company has complied with the said Standards. (Except one-day delay in circulation of Minutes of the meeting held on 24th May 2023.)

- (ii) The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [except for Regulation 34 (3) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance of which has been certified by the Statutory Auditors relating to Corporate Governance] except for:

- Not complying with the requirement of maintaining 100% of promoters holding in demat form - 19,400 shares belonging to Mrs. Hemalathi Ravi and Dr. R. T. Ravi have not been dematerialised since the matter is sub judice.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in composition of the Board of Directors has been carried out in compliance with the provisions of the Act and the rules made there under.

During the year under review the following changes took place in the Key Managerial Personnel:

- a. Mr. Prabirakumar Bhattacharya has resigned from the post of Managing Director with effect from 09th August 2023 and continuing as Non-Executive Director of the Company.
- b. Based upon the recommendations of the Nomination and remuneration committee, Mr. Jitendra Rameshchandra Shah (DIN- 093778460) appointed as Managing Director & CEO of the Company for the period of 3 years commencing from 10th August 2023 till 09th August 2026 with the approval of members in 31st Annual General meeting held on 27th September, 2023.
- c. Dr. R T Ravi (DIN- 00272977), who shall attain the age of 75 years on 08th August 2024, continuing Non-Executive Director of the Company with the approval of members in 31st Annual General meeting held on 27th September, 2023.
- d. Mr. Rohit Taparia (M. No: A35756) has resigned from the post of Whole-Time Company Secretary with effect from 20th October 2023.

e. Based upon the recommendations of the Nomination and remuneration committee, the management has identified Mr. Keyur Doshi (M.No: 32107) who is an Associate Member of the ICSI to be appointed as the Whole time Secretary of the Company and Compliance Officer to perform the duties of a Company Secretary as required under the Companies Act, 2013 and any other duties assigned by the Board from time to time with effect from 17th January, 2024. Mr. Keyur Doshi (M.No: 32107) Company Secretary was also named as the Nodal office for the purpose of complying with the provisions of IEPF.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent adequately in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions at the Board Meetings and Committee Meetings have been carried out unanimously as recorded in the Minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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

We further report that during the audit period:

1. Pursuant to the provisions of Section 188 of the Companies Act, 2013, the Company has obtained the approval of members in the 31st Annual General meeting of the Company held on 27th September 2023 to enter into contract(s)/arrangements/transaction(s) with IPCA



Laboratories Limited (related party within the meaning of Companies Act 2013 and Regulation 2(1)(zb) of the Listing Regulation) up to maximum aggregate value of Rs. 150 Crore for any given financial year at arm's length basis and in the ordinary course of business of the Company.

2. Pursuant to the provisions of section 148(3) of Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 and Companies (Auditors) Rules, 2014 and based on the recommendations of the members of the Audit Committee, M/s. Bojanapalli & Associates, Cost Accountants (Firm Registration No. 100849) were re-appointed as the cost auditors of the company to conduct audit of cost accounting records maintained by the

Company for products and services covered under the relevant rules for the financial year 2023 – 2024 in the board meeting held on 24th May 2023.

For **DSMR & Associates**  
**Company Secretaries**

**D S M Ram**

Proprietor

C.P. No.4239

UDIN: A014939F000922771

Peer Review Certificate No.1252/2021

Place: Hyderabad

Date: 7th August, 2024

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

## Annexure 'A'

To,  
The Members,  
KREBS BIOCHEMICALS AND INDUSTRIES LIMITED  
Kothapalli Village, Kasimkota Mandal,  
Anakapalli - 531031

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

**Management's responsibility:**

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

**Auditor's Responsibility:**

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurances about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, we followed provide a reasonable basis for my opinion.

3. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happenings of events etc.
4. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.

**Disclaimer:**

5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
6. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and compliance with the applicable accounting standards since the same has been subject to review by the Statutory Auditors.

For **DSMR & Associates**  
**Company Secretaries**

**D S M Ram**

C. P. No. 4239

Proprietor

UDIN: A014939F000922771

Peer Review Certificate No.1252/2021

Place: Hyderabad

Date: 7th August, 2024

## Annexure-III

**Particulars of contracts/arrangements made with related parties [Pursuant to Clause (h) Sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]**

## FORM AOC-2

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

1. Details of contracts or arrangements or transactions not at arm's length basis:
  - a) Name(s) of the related party and nature of relationship : Not Applicable
  - b) Nature of contracts/arrangements/transactions : Not Applicable
  - c) Duration of the contracts/arrangements/transactions : Not Applicable
  - d) Salient terms of the contracts /arrangements /transactions including the value, if any : Not Applicable
  - e) Date(s) of approval by the Board : Not Applicable
  - f) Amounts paid as advances, if any : Not Applicable
  - g) Date on which the special resolution was passed in general meeting as required under first proviso to Section 188 : Not Applicable
  
2. Details of material contracts or arrangement or transactions at arm's length basis:
  - a) Name(s) of the related party and nature of relationship : Ipca Laboratories Limited
  - b) Nature of contracts/arrangements/transactions : Purchase, Supply of goods and services , machineries etc., Loans and Advances, Contract Manufacturing, Loan License Manufacturing, Lease Agreement, etc.
  - c) Duration of the contracts/arrangements/transactions : Continuous transactions on an Ongoing Basis
  - d) Salient terms of the contracts/ arrangements/transactions including the value, if any :
    - i. Purchase and sale of goods and materials, capital goods, plant & machineries, packaging Materials, etc, at a market determined price that would be generally agreed by the trade/industry for similar nature of transaction.
    - ii. Availing of / rendering of manufacturing and other services at a price that would be generally charged in the trade / industry for that particular type of service.
    - iii. Provision of common services at proportionate cost.
    - iv. Provision of Lease of the Units, manufacturing facilities, etc.
  - e) Date(s) of approval by the Board/ Audit Committee : 12th February 2024
  - f) Amounts paid as advances, if any : As and when needed in furtherance of proposed transactions
  - g) Date on which the special resolution was passed in general meeting as required under first proviso to Section 188 : 27th September 2023 and also proposed to be passed in the forthcoming AGM

On behalf of the Board of Directors  
**Krebs Biochemicals & Industries Limited**

**Dr. R T Ravi**  
Chairman  
(DIN- 00272977)

Place: Mumbai

Date: 7th August, 2024.

## Annexure-IV

**Conservation of energy, technology absorption and Foreign exchange earnings and outgo  
(Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014.**

## A. Conservation of Energy:

## i) Steps taken or impact on conservation of energy

Particulars	Unit I (Nellore)	Unit II (Vizag)
Energy conservation Initiatives carried	<ul style="list-style-type: none"> <li>● Auto control system provided for temperature control of Hot water tanks in API block.</li> <li>● The replacement work of Old MV/SV lamps with LED lamps being continued.</li> <li>● Auto control system provided for temperature control of Deep Freezers in Warehouse.</li> <li>● Insulation for all cooling &amp; steam lines for energy conservation</li> <li>● By continuous monitoring of Steam trap thus avoiding steam wastage</li> </ul>	<ul style="list-style-type: none"> <li>● Some existing (10 No's) street light fittings of 125 W MV replaced with 100 W LED Street light fittings.</li> <li>● Micro lab &amp; QC Lab room lamps replaced with 18 W LED tube light fittings instead of 36 W Tube lights.</li> <li>● Insulation provided to all steam lines and chilled water lines damaged to avoid losses.</li> <li>● MEES plant &amp; ATFD condensers de-scaling done to increase the efficiency.</li> <li>● York chillers servicing, Gas top up and condensers De-scaling done to increase the efficiency and improved the ?T from (2.0-2.5) to (3.5 - 4.0).</li> <li>● All cooling towers spray nozzles and fins regularly cleaned.</li> <li>● Continuous monitoring of steam traps to avoid the steam wastage.</li> <li>● Existing J/ANFD/003 motors were running in Delta mode in full speed and getting energy losses to avoid such kind of Energy losses, Installed VFD for J-block/ANFD/003. Present equipment running smoothly &amp; energy consumption will be reduced.</li> <li>● For 6 TPH boiler ID fan VFD installed.</li> <li>● For B/FE/002 4 No's baffle boxes are installed. With this cooling surface area is increased and load has been reduced on the chillers. Existing 3 chillers are used for the batch and after installation of baffles on 2 chillers are used to maintain the required temperatures.</li> <li>● Install energy meters area wise and observe day to day power consumption and inform area wise users to save the energy.</li> </ul>
Energy Initiatives Planned.	<ul style="list-style-type: none"> <li>● Auto power factor control panel installation to maintain correct power factor.</li> <li>● Installation of temperature controllers, pressure transmitter, and digital panel meters to monitor and control the parameters to increase the efficiency of systems.</li> <li>● Installation VFD's for the Motors to improve the efficiency and decrease the power consumption.</li> <li>● Planning to install steam condensate recovery system to save the energy and water.</li> <li>● Planning to install rain water harvesting to collect to save the water in Rainey season.</li> <li>● Planning to install energy meters area wise and observe day to day power consumption and inform area wise users to save the energy</li> </ul>	<ul style="list-style-type: none"> <li>● VFD to be planed for 120HP Chilled water secondary pump.</li> <li>● Temperature controllers to be planned for F, X, B Block cooling tower fans.</li> <li>● Proposed to provide VFD's for 6TPH Boiler FD fan to reduce the energy consumption.</li> <li>● Energy efficient motors (IE 03) will be procured for continuous running motors.</li> <li>● B-Block 150 TR Chiller efficiency got low and ?T observed that (2.0-2.5) for this condensers De-scaling to be done by increase of chiller efficiency and improved by ?T from (3.5 - 4.0).</li> <li>● Air compressors Energy audit performed. Based on the audit, the compressors efficiency is very low. It is proposed to be replaced with new VFD model Air compressors.</li> </ul>



- ii) Steps taken by the Company for utilizing alternate sources of energy.

Since the manufacturing operations at the plants are not yet on full scale, there is no immediate requirement for alternate sources of energy.

- iii) The capital investment on energy conservation equipment.

The Company has spent Rs. 1.11cr. capital investment on energy conservation equipment.

#### **B. Technology Absorption Research & Development**

- i) Specific areas in which R&D Work was carried out by the Company : RM Cost reduction work in progress for few products.

- ii) Benefits derived as a result of the above R&D: None

- iii) Future plan of action: Development of new APIs for optimum utilization of idle equipment/capacity.

- iv) Expenditure incurred on R&D: None

- v) Imported technology (imported during the last 5 years): None

New technology received from in-house R&D for Simvastatin. The same is planned for validation and commercialization in due course of time.

In Nellore new process for import substitute key starting material validation is completed and commercial production commenced from May'23.

#### **C) Foreign Exchange Earnings and Outgo**

Foreign Exchange Earnings and Outgo	Rs. In lakhs
Used	62.94
Earned	None

For and on behalf of the Board of  
**Krebs Biochemicals & Industries Limited**

**Dr. R T Ravi**  
Chairman  
(DIN-00272977)

Place: Mumbai

Date: 7th August, 2024

## CORPORATE GOVERNANCE REPORT

**I. Company's Philosophy on Corporate Governance**

Fairness, accountability, disclosures and transparency form the four pillars of your Company's philosophy of corporate governance. Your Company strongly believes that for attaining sustaining growth in this corporate world and enhancing the shareholder value corporate governance is a pre-requisite. The governance practices followed by your Company have played a vital role in its journey of continued success. Our endeavor over the years has been to strengthen the governance processes and systems attributing to constant improvisations, sustainability, and profitable growth and creating long term value for the stakeholders. Accordingly, we always seek to ensure that our performance is driven by integrity, values and ethics.

The governance practices followed by your Company are continuously reviewed and the same are benchmarked to the best governance practices.

Your Company has generally complied with all the regulations stipulated by the Listing Regulations by SEBI and as prescribed under the Companies Act, 2013.

The Company has adopted a code of conduct for its employees including the managing director and the key managerial personnel. In addition, your Company has also adopted a code of conduct for its non-executive directors which also includes code of conduct for independent directors which suitably incorporates the duties of Independent Directors as laid down in the Companies Act, 2013 ("the Act"). The codes are available on the Company's website.

Your Company is in compliance with the requirements as stipulated in Regulations 17 to 27 of the SEBI (LODR) Regulations, 2015 read with Schedule V and Clauses (b) to (i) of Sub-regulation (2) of Regulation 46 of SEBI (LODR) Regulations, 2015, as applicable, from time to time with regard to the corporate governance.

**II. Board Diversity**

The Company recognizes and embraces the benefits of having a diverse board to enhance quality of its performance. The Company always believes the board diversity as essential element to achieve sustainable and balanced development and in supporting the attainment of its strategic objectives. The Board has adopted the Policy on Board Diversity which sets out the approach to diversity of the Board of Directors. The Policy on Board Diversity is available on the Company's website [www.krebsbiochem.com](http://www.krebsbiochem.com).

**III. Board of Directors**

- i. Your Company's selection and appointment of directors is based on various criteria laid down in policy on Board diversity. The criteria inter-alia include aspects like professional qualifications, proven track record in one or more skills such as managerial, finance, accounting and technical operations.
- ii. As on 31st March, 2024, the Company has 8 Directors out of which 7 are Non-Executive Directors and 1 Executive Managing Director. There are 4 Independent Directors (including 1 woman director). The composition of board is in conformity with Regulation 17 of the listing regulations and Section 149 of the Act.
- iii. None of the directors on the Company's Board hold directorships in more than 10 public companies. Furthermore, none of them is a member of more than ten committees or chairman of more than 5 committees across all the public companies in which he is a director. Necessary disclosures regarding committee positions in other public companies as on 31st March, 2024 have been made by the Directors.
- iv. Independent Directors are Non-Executive Directors as defined under regulation 16(1) (b) of the listing regulations read with Section 149(6) of the Act. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. The maximum tenure of independent directors is in compliance with the Act. All independent directors have confirmed that they meet the criteria as mentioned under Regulation 16(1) (b) of the listing regulations read with Section 149(6) of the Act.
- v. The names and categories of the Directors on the Board, their attendance, board meetings held during the year and number of directorships and committee chairmanships/ memberships held by them in other public companies as on 31st March, 2024 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies under Section 8 of the Act. Chairmanships/memberships of board committees shall only include audit committee and stakeholders' relationship committee.

Name	Attendance at the AGM held on 27th September, 2023	Attendance in Board Meetings		Number of directorships in other public companies		Number of committee positions held in other public companies	
		Held	Present	Chairman	Director	Chairman	Member
Dr. R. T. Ravi	Yes	5	5	Nil	Nil	Nil	Nil
Mr. Satish Khivsara	Yes	5	5	Nil	1	Nil	Nil
Mr. Raj Kamal Prasad Verma	Yes	5	4	1	2	2	2
Mr. G. V. L. Prasad	Yes	5	4	Nil	Nil	Nil	Nil
Dr. Tangirala Malati	Yes	5	4	Nil	Nil	Nil	Nil
Mr. Avinash Ravi	Yes	5	5	Nil	Nil	Nil	Nil
* Mr. Jitendra Shah	Yes	5	5	Nil	Nil	Nil	Nil
**Mr. Pabitra Kumar Kalipada Bhattacharya	Yes	5	4	Nil	1	Nil	2

\* Mr. Jitendra Shah was appointed as Managing Director/CEO of the Company w.e.f 10th August, 2023 at the meeting of Board of Director held on 9th August, 2023.

\*\*Mr. Pabitra Kumar Kalipada Bhattacharya resigned as Managing Director of the Company w.e.f 9th August, 2023 after closure of business hours. However he shall continue as Non-Executive Director on the Board of the Company w.e.f 10th August, 2023.

i. Five (5) board meetings were held during the year and gap between two meetings did not exceed one hundred and twenty days. The dates on which the said meetings were held:

24th May, 2023; 9th August, 2023; 8th November, 2023; 17th January 2024 and 12th February, 2024.

The necessary quorum was present for all the meetings.

ii. During the year 2023-24, information as mentioned in Schedule II Part A of the Listing Regulations, have been placed before the Board.

iii. The terms and conditions of appointment of the Independent Directors are disclosed on the website of the Company.

iv. The Board periodically reviews the compliance reports of all laws applicable to the Company.

v. The details of the familiarisation programme is available on the website of the Company.

vi. Details of equity shares of the Company held by directors as on 31st March, 2024 are given below:

Name	Category	Number of equity shares
Dr. R. T. Ravi	Chairman, Non-Independent, Non - Executive Director	23,474
Mr. Satish Khivsara	Independent, Non-Executive	1,050
Mr. R. K. P. Verma	Independent, Non-Executive	210
Mr. G. V. L. Prasad	Independent, Non-Executive	1,42,530
Dr. Tangirala Malati	Independent, Non-Executive	0
Mr. Avinash Ravi	Non-Independent, Non-Executive	21,40,272
Mr. Jitendra Shah	Managing Director /CEO	100
Mr. P. K. Bhattacharya	Non-Independent, Non-Executive	5

vii. Except Dr. R. T. Ravi and Mr. Avinash Ravi who are related to each other, no other directors of the Company are related to each other.

viii. Skills/Expertise of the Board of Directors:

The Company has diverse and highly qualified members in the Board and firmly believes that their expertise and skills in the specialised areas are immensely beneficial to the Company.

S.No	Name	Category	Skills/Expertise
1.	Dr. R. T. Ravi	Chairman, Non - Executive Director	Dr. R. T. Ravi has done PhD in Bio-chemistry from National Dairy Research Institute, Karnal and M. Sc-Bio Chemistry from Baroda University. He is a bio-technologist having an experience of over 40 years in the area of applied biochemical research. He had also made an extensive study in the cultivation of medicinal plants in different agro climatic zones of the state of Andhra Pradesh.
2.	Mr. G. V. L. Prasad	Independent Director	He is a Chartered Accountant and Bachelor of Law. He possess expertise in the area of finance, accounting and legal matters.
3.	Mr. Avinash Ravi	Non-Executive Director	He is graduate in Bio-process engineering from University of South Wales, Australia. He is specially qualified and trained in production and purification of Biotechnology products like Monoclonal Anti-Bodies, R-Dna Products; etc.
4.	Mr. Jitendra Shah	Managing Director/CEO	He is a Chartered Accountant having over 28 years of experience in Finance & Accounts, Business development, Sales & Marketing (International and Domestic), Sourcing of APIs and Intermediates. Also an International Business Professional with 28+ years Leadership experience in managing Global Pharmaceuticals API business across major continents.
5.	Dr. Tangirala Malati	Independent Director	Dr. Tangirala Malati is Phd, FAMS, FAPS, FACBI. She has nearly 5 decades of vast experience in Academic, research and General administration in the field of clinical Bio-chemistry, immunochemistry and Bio-chemistry.
6.	Mr. Raj Kamal Prasad Verma	Independent Director	He is having degree in Master of Business Management and PG diploma in Industrial Relations and Personnel Management. He is a Turn-around and Operations expert who had also headed business organisations with P & L responsibilities and corporate strategy.
7.	Mr. Satish Khivsara	Independent Director	He is a Chartered Accountant and has nearly 4 decades of experience in the field of Finance and entrepreneurship.
8	Mr. Pabitra Kumar Kalipada Bhattacharya	Non Executive Director	He did his B. Tech (Chemical) from UDCT in 1993 and B. Sc Chemistry (Hons.) from Calcutta University in 1989. He is having experience of about 30 years in Manufacturing & Technical Excellence, Production, Business Excellence, Project management, multi sites Operations, Process Improvement, Six Sigma Project Management, Process Development, Quality Assurance and Relationship Management.

ix. The Company also confirms that the Independent Directors fulfil the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

IV. Compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; the Company framed the following policies which are available on Company's website i.e. [www.krebsbiochem.com](http://www.krebsbiochem.com)

• Board Diversity Policy	<a href="http://www.krebsbiochem.com/documents/0471f9faff3b044187d90622c56f32f6.pdf">http://www.krebsbiochem.com/documents/0471f9faff3b044187d90622c56f32f6.pdf</a>
• Policy on preservation of Documents	<a href="http://www.krebsbiochem.com/documents/afb33a83fcb7ff4360986c54c84dcc47.pdf">http://www.krebsbiochem.com/documents/afb33a83fcb7ff4360986c54c84dcc47.pdf</a>
• Risk Management Policy	<a href="http://www.krebsbiochem.com/krebs.php?id=41&amp;title=Policies">http://www.krebsbiochem.com/krebs.php?id=41&amp;title=Policies</a>
• Whistle Blower Policy	<a href="http://www.krebsbiochem.com/documents/c9dabd1a574888fd6b35cf450fd7c043.pdf">http://www.krebsbiochem.com/documents/c9dabd1a574888fd6b35cf450fd7c043.pdf</a>
• Familiarization program for Independent Directors	<a href="http://www.krebsbiochem.com/documents/6f88285ad0c9dccc41923bdf6cedb73e.pdf">http://www.krebsbiochem.com/documents/6f88285ad0c9dccc41923bdf6cedb73e.pdf</a>
• Policy on Related Party Transactions	<a href="http://www.krebsbiochem.com/documents/195121c76ad5615ebd9c7ac05c7bc0b7.pdf">http://www.krebsbiochem.com/documents/195121c76ad5615ebd9c7ac05c7bc0b7.pdf</a>
• Code of Conduct for Board of Directors and Senior Management Personnel	<a href="http://www.krebsbiochem.com/documents/4329e259d5a01d0754336b25d10b3183.pdf">http://www.krebsbiochem.com/documents/4329e259d5a01d0754336b25d10b3183.pdf</a>

## V. Committees of the Board

### A. Audit Committee

i. The audit committee of the Company is constituted in line with the provisions of Regulation 18 of Listing Regulations, read with Section 177 of the Companies Act, 2013.

ii. The terms of reference of the audit committee are broadly as under:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation of appointment, remuneration and terms of appointment of auditors of the Company;
- Approval of payment to statutory auditors for any other services rendered by the Statutory Auditors;
- Reviewing, with the management, the annual financial statements and auditors' report thereon before the submission to the board for approval, with particular reference to:

★ Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of Clause (c) of Sub-section 3 of Section 134 of the Act.

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

★ Major accounting entries involving estimates based on the exercise of judgment of the management.

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

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

★ Disclosure of any related party transactions.

★ Qualifications in the draft auditors' report.

- The audit committee shall review the information as required under the Listing Regulations and the Companies Act, 2013.

iii. The audit committee invites such of the executives to as it considers appropriate to the committee meetings. Representatives of the statutory auditors and representatives of the internal auditors are also invited to attend committee meetings. The Company Secretary acts as the Secretary to the Audit Committee.

iv. The previous Annual General Meeting (AGM) of the Company was held on 27th September 2023 and was attended by Mr. G. V. L. Prasad, Chairman of the Audit Committee.

v. The Composition of the Audit Committee and the details of meetings attended by its members are given below:

Name	Category	No. of meetings during the financial year 2023-24	
		Held	Present
Mr. G. V. L. Prasad (Chairman)	Independent, Non-Executive	4	3
Dr. Tangirala Malati	Independent, Non-Executive	4	4
Mr. Satish Khivsara	Independent, Non-Executive	4	4
Mr. Jitendra Shah (Member w.e.f. 10th August 2023)	Managing Director & CEO	4	2

vi. Four (4) Audit committee meetings were held during the year and the gap between two meetings did not exceed one hundred and twenty days. The dates on which the said meetings were held are as follows:  
24th May, 2023; 9th August, 2023; 8th November, 2023; and 12th February, 2024.

The necessary quorum was present for all the meetings.

### B. Stakeholders' Relationship Committee

i. The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of Listing Regulations read with Section 178 of the Act.

ii. The broad terms of reference of the Stakeholders' Relationship Committee are as under:

- Consider and resolve the grievances of shareholders of the Company including redressal of investor complaints such as transfer or credit of shares, non-receipt of dividend/notice/annual report etc. and all other shareholders related matters.

- Consider and approve issue of share certificates (including issue of renewed or duplicate share certificates), transfer and transmission of securities, etc.

iii. One meeting of Stakeholders Relationship Committee were held during the year on 8th November 2023.

iv. The composition of Stakeholders Relationship Committee and details of meetings attended by its members are given below:

Name	Category	No. of meetings during the financial year 2023-24	
		Held	Present
Mr. G. V. L. Prasad (Chairman)	Independent, Non-Executive	1	1
Dr. R. T. Ravi	Non - Independent, Non-Executive	1	1
Mr. Avinash Ravi	Non-Independent, Non-Executive	1	1
Mr. Satish Khivsara	Independent, Non-Executive	1	1

- v. Name, designation and address of compliance officer:  
Rakesh R. Kalbate (appointed w.e.f. 21st May 2024)  
Company Secretary & Compliance Officer  
Krebs Biochemicals & Industries Limite  
Kothapalli village Kasimkota Mandal, Anapalli, Andhra Pradesh - 531031.  
Tel: 9121144984  
Designated e-mail id for investors –  
investors@krebsbiochem.com
- vi. Details of investor complaints received and redressed during the year 2023-24

Opening Balance	Received during the year	Redressed during the year	Closing balance
0	0	0	0

### C. Nomination & Remuneration Committee

- i. The nomination and remuneration committee of the Company is constituted in line with the provisions of Regulation 19 of the Listing Regulations read with Section 178 of the Act.
- ii. The broad terms of reference of the nomination and remuneration committee are as under:
- Recommend to the Board the set up and composition of the Board and its committees including the formulation of criteria for determining qualifications, positive attributes and independence of a director.
  - Recommend to the Board appointment or re-appointment of directors.
  - Devise a policy on the Board diversity.
  - Recommend to the Board appointment of Key Managerial Personnel.
  - Carry out evaluation of every director's performance and support the Board and independent directors in evaluation of the performance of the Board, its committees and individual directors.
  - Recommend to the Board the remuneration policy for directors or key managerial personnel.
  - Oversee the familiarisation programs for directors.
- iii. The composition of the nomination and remuneration committee and details of meetings attended by its members are:

Name	Category	No. of meetings during the financial year 2023-24	
		Held	Present
Mr. Satish Khivsara (Chairman)	Independent, Non-Executive	3	3
Dr. R. T. Ravi	Non-Independent, Non-Executive	3	3
Mr. G. V. L. Prasad	Independent, Non-Executive	3	3
Dr. Tangirala Malati	Independent, Non-Executive	3	2

- Three (3) nomination and remuneration committee meeting were held during the year on 9th August, 2023, 17th January, 2024 and 12th February, 2024.
- iv. The Company doesn't have any employee stock option scheme.
- v. The performance evaluation criteria for independent directors is determined by the nomination and remuneration committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders and independence of behaviour and judgment.
- vi. Remuneration policy in the Company is designed to create a high performance culture. It enables the Company to attract and retain the employees and motivating them to achieve results.
- vii. During the year 2023-24, the Company paid sitting fees of Rs. 10,000 per meeting to its Non-Executive Directors to attend the Board meetings, Rs. 10,000 per meeting for attending Audit Committee Meetings and Rs. 5000 per meeting for attending Stakeholders' Relationship Committee meetings and Nomination and Remuneration Committee meetings. The Company also reimburses out of pocket expenses and travel expenses incurred by the directors to attend the Board / Committee meetings.
- viii. Details of remuneration for the year ended 31st March 2024

#### a) Non-Executive Directors

Name	Sitting Fees (Rs. In Lakhs)
Dr. R. T. Ravi	0.70
Mr. Avinash Ravi	0.55
Mr. G. V. L. Prasad	0.90
Mr. Jitendra Shah	0.20
Mr. R. K. P. Verma	0.45
Mr. Satish Khivsara	1.10
Dr. Tangirala Malati	0.90
Mr. P. K. Bhattacharya	0.20

#### b) Executive Director :

Name	Remuneration (Rs. In Lakhs)
Mr. P. K. Bhattacharya-Managing Director upto 9th August, 2023	10.75
Mr. Jitendra Shah – Managing Director & CEO w.e.f. 10th August, 2023	19.25

The above figures do not include provisions for encashable leave.

### D. Senior Management

The particulars of senior management including the changes therein since the close of the previous financial year and till the date of this report is as hereunder:

1. Appointment of Mr. Jitendra Shah as Managing Director and Chief Executive Officer of the Company w.e.f. 10th August, 2023.

2. Resignation of Mr. Rohit Taparia from the post of Company Secretary & Compliance Officer of the Company w.e.f. 20th October, 2023.
3. Appointment of Mr. Keyur Doshi as Company Secretary and Compliance Officer w.e.f. 17th January, 2024.
4. Resignation of Mr. Keyur Doshi from the post of Company Secretary & Compliance Officer of the Company w.e.f. 15th April, 2024.
5. Appointment of Mr. Rakesh R. Kalbate as Company Secretary and Compliance Officer of the Company w.e.f. 21st May, 2024.

## VI. General Body Meetings

### i. General Meeting

#### a. Annual General Meeting

Financial Year	Date	Time	Venue
2020-2021 (Year ended 31st March, 2021)	23.09.2021	11.00 AM	Through Video Conference/ Other Audio Visual Means ("OAVM")
2021-22 (Year ended 31st March, 2022)	30.09.2022	11.00 AM	Kothapalli (Village), Kasimkota (Mandal), Anakapalli, Vishakapatnam (Dist.), Andhra Pradesh-531031.
2022-23 (Year ended 31st March, 2023)	27.09.2023	11.30 AM	Kothapalli (Village), Kasimkota (Mandal), Anakapalli, Vishakapatnam (Dist.), Andhra Pradesh-531031.

#### b. Special Resolutions passed:

- At the 29th Annual General Meeting held on 23rd September, 2021 the following Special Resolutions have been passed:
  - Re-appointment of Mr. Raj Kamal Prasad Verma (DIN:02166789) as Independent Director.
  - Appointment of Mr. Pabitra Kumar Kalipada Bhattacharyya (DIN: 07131152) as Managing Director of the Company.
- At the 30th Annual General Meeting held on 30th September, 2022 - No Special resolutions was passed.
- At the 31st Annual General Meeting held on 27th September, 2023, the following Special Resolutions have been passed:
  - Appointment of Jitendra Shah (DIN: 093777846) as Managing Director of the Company.
  - Continuation of Dr. R. T. Ravi (DIN: 00272977) as a Non-Executive Director of the Company.

#### ii. Postal Ballot

No postal ballot was conducted during the year.

## VII. Other Disclosures:

### i. Disclosures on materially significant related party transactions that may have potential conflict with the interest of the Company at large

All material transactions entered with the related parties

as defined under the Act and Regulation 23 of the Listing Regulations during the financial year are at arm's length basis. These have been approved by the Audit Committee and wherever necessary, by shareholders. Disclosure from Directors have and senior management staff have been obtained to the effect that they have not entered into any material, financial and commercial transactions where they have personal interest that may have potential conflict with the interest of the Company at large. The Board has approved a policy for related party transactions which has been uploaded on the Company's website at the following link : <http://www.krebsbiochem.com/documents/195121c76ad5615ebd9c7ac05c7bc0b7.pdf>

Transactions with the related parties are disclosed in the notes to the accounts forming part of this Annual Report.

### ii. Details of non-compliance by the Company, penalties, strictures imposed on the Company by the stock exchanges or the SEBI or any statutory authority, on any matter related to capital markets, during the last three years

No fines imposed on the Company during the last three financial years on any matters related to Capital markets.

### iii. Details of establishment of vigil mechanism, whistle blower policy and affirmation that no personnel has been denied access to the audit committee

The Company has adopted a whistle blower policy and has established necessary vigil mechanism as defined under Regulation 22 of listing regulations for directors and employees to report concerns about unethical behaviour. No person has been denied access to the Chairman of Audit Committee. The said policy has been put up in the website of the Company at the following link : <http://krebsbiochem.com/documents/c9dabd1a574888fd6b35cf450fd7c043.pdf>

### iv. Reconciliation of share capital audit

A qualified practicing company secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed equity share capital.

### v. Preservation of documents policy

The Company has formulated Policy on Preservation of Documents as required under Regulation 9 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The policy provides for preservation of documents where preservation shall be of permanent nature and documents with preservation period of not less than 8 years. The policy can be accessed in the following link: <http://krebsbiochem.com/documents/afb33a83fcb7ff4360986c54c84dcc47.pdf>.

### vi. Policy on disclosure of material events/information

The Company has formulated policy for determination of materiality of events of information under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which could affect the investment decisions and to ensure timely and adequate dissemination of information to the Stock Exchanges.

The policy can be accessed in the following link : <http://www.krebsbiochem.com/documents/e6a6e4fde305414bd8c0e5cbc598c01f.pdf>

**vii. Disclosure of commodity price risks and commodity hedging activities**

The Company is into manufacture of Active Pharma Ingredients. Since the Company doesn't consume large quantities of commodities in its manufacturing activities, the Company is not materially exposed to commodity price risks not does the Company do any commodity hedging.

**viii. Certificate from Practising Company Secretary that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority**

The Company has obtained a certificate in this regard from a Company Secretary in Practise which is annexed to this report.

**ix. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a par**

The fees paid by the Company to its statutory auditors are stated in the Audited Financial Statements which are part of the Annual Report.

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

Number of complaints filed during the calendar year 2023	None
Number of complaints disposed of during the calendar year 2023	None
Number of complaints pending as on end of the calendar year 2023	None

**xi. Non-compliance of any requirement of Corporate Governance Report with reasons thereof**

None.

**xii. Code of Conduct**

The members of the board and senior management personnel have affirmed the compliance with code applicable to them during the year ended 31st March, 2024. The annual report of the Company contains a certificate by the managing director in terms of the Listing Regulations on the compliance declarations received from Independent Directors, Non-Executive Directors and Senior Management.

**xiii. Disclosures by listed entity and its subsidiaries of Loans and advances in the nature of loans to firms/ companies in which directors are interested by name and amount**

The Company have not given loan or advances in the nature of loan to firms/ Companies in which the directors are interested.

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

None.

**VIII. Means of Communication**

The quarterly, half-yearly and annual results of the Company are published in newspapers which include Financial Express and Praja Sakti. The results are also displayed on the Company's website at [www.krebsbiochem.com](http://www.krebsbiochem.com). Presentation were not made to institutional investors or analyst during the financial year 2023-24. A management discussion and analysis report is a part of the annual report.

**IX. The Disclosures of the Compliance with Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 are as follows:**

- The Company has a process to provide, inter-alia, the information to the Board as specified in Part A of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to Corporate Governance. The Board also periodically reviews the compliances by the Company of all applicable laws.
- The Board of Directors in their meeting regularly discuss and are satisfied that the Company has plans in place for orderly succession for appointment to the Board of Directors and Senior Management.
- Code of Conduct for Board and Senior Managerial Personnel

The Board has laid down a code of conduct for Board members and senior management personnel of the Company. The code also incorporates the duties of Independent Directors as laid down in the Companies Act, 2013. The said code of conduct is posted on Company's website [www.krebsbiochem.com](http://www.krebsbiochem.com).

The Board members and senior management personnel have affirmed compliance with the said code of conduct. A declaration in this regard signed by the Managing Director / CEO is given at the end of this Report.

The Company has adopted a code of conduct for prevention of insider trading based on SEBI (Prohibition of Insider Trading) Regulations, 2015. The same has been placed on the website of the Company [www.krebsbiochem.com](http://www.krebsbiochem.com). All the Directors, senior management employees and other employees who have access to the unpublished price sensitive information of the Company are governed by this code. During the year under Report, there has been due compliance with the said code of conduct for prevention of insider trading.

- The Company complies with the requirement of placing minimum information before the Board of Directors as contained in Part A of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The CEO/CFO compliance certification under Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 forms part of this Annual Report.
- The Board on an annual basis evaluates the performance of Independent Directors. The Independent Directors have also given declarations that they fulfill the criteria of independence as specified in SEBI (LODR) Regulations,



2015 and that they are independent of the Company's management.

- g) The Company has formulated a policy on materiality of related party transactions and dealing with related party transactions including clear threshold limits approved by the Board which is available on the website of the Company <http://www.krebsbiochem.com/documents/195121c76ad5615ebd9c7ac05c7bc0b7.pdf>
- h) All related party transactions entered into by the Company with related parties are at an arm's length basis and in the ordinary course of Company's business. Transactions with related parties are disclosed under notes forming part of the accounts. The Board and the Audit Committee periodically reviews the details of the related party transactions entered into by the Company. Omnibus approval from the Audit Committee is also obtained before entering into related party transactions. The necessary shareholders resolution is also obtained wherever necessary.
- i) No employee including Key Managerial Personnel or Director or Promoter of the Company has entered into any agreement for himself or on behalf of other person with any shareholder or any other third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.
- j) Subsidiary Companies – The Company do not have any subsidiary Company.
- k) None of the Director of the Company is a director or act as Independent Director in more than seven listed entities and none of the Whole Time Director serve as an Independent Director in more than 3 listed entities. None of the Directors on the Board is a member of more than 10 committees and Chairman of more than 5 committees across all the companies in which they are Directors. All directors have disclosed their committee positions to the Company. For determining this limit, Chairpersonship and Membership of Audit Committee and Stakeholders Relationship Committee only are considered.
- The shareholders have approved the appointment of Mr. G.V.L. Prasad as an Independent director for a second term of five years w.e.f 1st January, 2020, Mr. R. K. P. Verma as an Independent Director of the Company for a second term of five years w.e.f 13th February, 2020, Mr. Satish Khivsara Independent Director of the Company for a second term of five years w.e.f 11th March, 2020 and Dr. Malati Tangirala as an Independent Director of the Company for a second term of five years w.e.f 1st April, 2020. Terms and conditions of their appointment as Independent Directors have been disclosed on the website of the Company at [www.krebsbiochem.com](http://www.krebsbiochem.com). In accordance with requirements of Section 149(6) and (7) of the Companies Act, 2013 and Reg 16(1)(b) of SEBI LODR Regulations, all the Independent Directors have given declaration of independence in the first board meeting of the current financial year held on 21st May, 2024.
- l) Independent Directors Meeting During the financial year under review, the Independent Directors met on 12th

February, 2024 without the attendance of Non-Independent Directors and members of the management, inter-alia, to discuss:

- i. Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;
  - ii. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors; and
  - iii. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
- All the independent Directors were present at the said meeting.
- m) The Company maintains a functional website ([www.krebsbiochem.com](http://www.krebsbiochem.com)) containing the basic information about the Company. The Company has disseminated all the required information 46 on its website as required under Regulation 46 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- n) Information on Directors retiring by rotation and seeking appointment / re-appointment

Dr. R. T. Ravi (DIN 00272977), aged 75 years, did PhD (Bio Chemistry) from National Dairy Research Institute, Karnal and M.Sc. (Bio Chemistry) from Baroda University. He is a bio technologist having an experience over 4 decades in the area of applied biochemical research. He had also made an extensive study in the cultivation of medicinal plants in different agro climatic zones of the State of Andhra Pradesh. He does not hold directorship in any other public company. Number of Board Meetings held and attended by him during his tenure as Director of the Company are given in the Company's Corporate Governance Reports.

He is father of Mr. Avinash Ravi, Non Executive Director of the Company.

Mr. Pabitra Kumar Kalipada Bhattacharya (DIN 07131152), aged 55 years, did B.Tech (Chemical) from UDCT in 1993 and B.Sc Chemistry (Hons.) from Calcutta University in 1989. He is having experience of nearly 3 decades in Manufacturing & Technical Excellence, Production, Business Excellence, Project management, multi sites Operations, Process Improvement, Six Sigma Project Management, Process Development, Quality Assurance and Relationship Management.

He is holding directorship in Unichem Laboratories Limited and he is member of Audit Committee, Stakeholders Relationship Committee and Risk Management Committee of Unichem Laboratories Limited. Number of Board Meetings held and attended by him during his tenure as Director of the Company are given in the Company's Corporate Governance Reports.

He is not related to any other Director or Key Managerial Personnel (KMP) of the Company.

#### X. General Shareholder Information

- i. Annual General Meeting for FY 2023-24

Date : 27th September 2024

Time : 11.30 am

Venue : Registered Office

As required under Regulation 36(3) of listing regulations, particulars of directors seeking appointment at the forthcoming AGM are given herein in the annexure to the notice of the AGM to be held on 27th September 2024, at Registered Office at 11:30 AM.

ii. Financial Calendar : 1st April to 31st March

iii. Dividend Payment dates : The Company has not declared any dividend for the financial year ended 31st March, 2024.

iv. Date of Book Closure : None

v. Listing on Stock Exchanges : BSE Limited ("BSE")  
P J Towers, Dalal Street,  
Fort, Mumbai- 400001.  
Stock code: 524518

National Stock Exchange  
of India Limited ("NSE")  
Exchange Plaza, Bandra  
Kurla Complex, Bandra  
(E), Mumbai- 400051.  
Stock Code: KREBSBIO

The listing fees as applicable have been paid to both the exchanges.

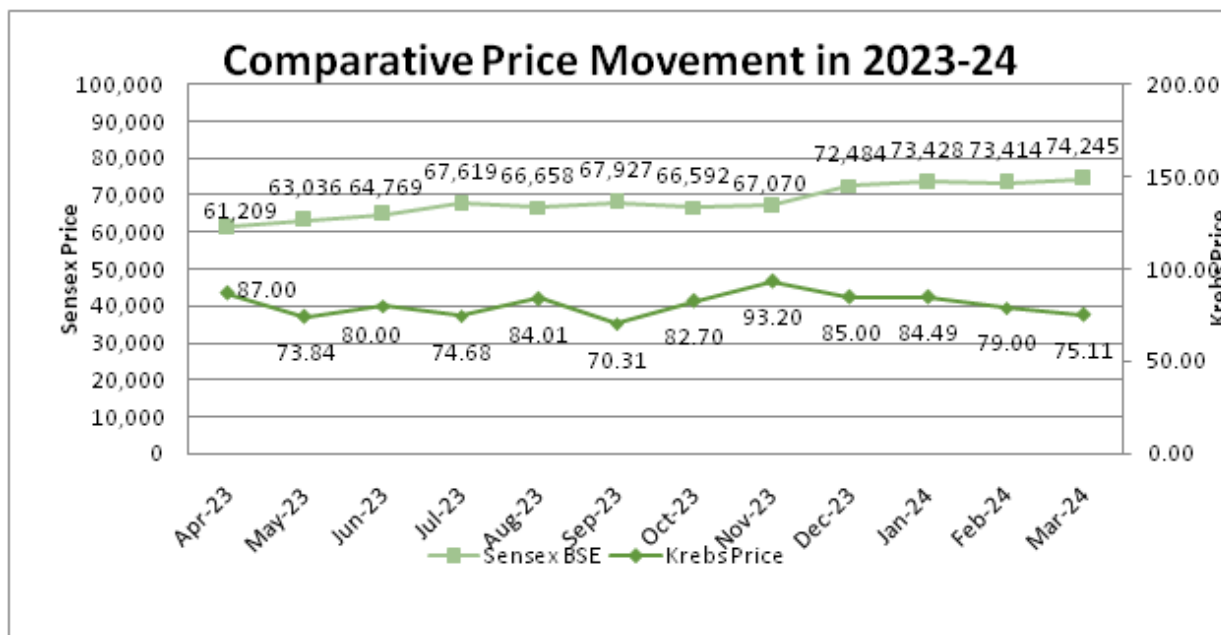
vi. ISIN Number :  
INE268B01013

vii. Corporate Identity Number (CIN) :  
L24110AP1991PLC103912

viii. Market price data High, Low during each month in the year 2023-24 on BSE & NSE

Month	BSE		NSE	
	High (Rs.)	Low(Rs.)	High (Rs.)	Low(Rs.)
April-2023	87.00	56.50	89.00	56.15
May 2023	73.84	59.30	72.85	59.20
June 2023	80.00	62.20	80.05	62.45
July 2023	74.68	64.50	73.50	65.60
August 2023	84.01	67.55	82.05	67.65
September 2023	70.31	63.32	70.00	63.20
October 2023	82.70	64.23	83.45	65.00
November 2023	93.20	68.10	93.95	69.30
December 2023	85.00	72.35	84.90	72.45
January 2024	84.49	69.88	83.00	69.65
February 2024	79.00	70.50	78.90	70.50
March 2024	75.11	60.63	74.00	60.35

ix. Performance of the share price of the Company in comparison to the BSE Sensex



## x. Registrars and Share Transfer Agents

Name and Address	:	KFIN Technologies Ltd Plot No. 31 & 32, Karvy Selenium Tower B, Financial District, Nanakramguda, Gachibowli, Hyderabad- 500032.
Telephone	:	040-67161505
Fax	:	040-67161500
E-mail	:	<a href="mailto:inward.ris@kfintech.com">inward.ris@kfintech.com</a>
Website	:	<a href="https://karisma.kfintech.com/">https://karisma.kfintech.com/</a>

## xi. Share Transfer System:

In terms of Regulation 40(1) of SEBI (LODR) Regulations, as amended from time to time, securities can be transferred only dematerialised from with effect from April 1, 2019, except in case of requests received for transmission or transposition of securities. Further, SEBI has fixed March 31, 2021 as the cut-off date for re-lodgement of transfer shall be issued only in dematerialized mode. The request for effecting transfer / transmission / transposition of securities shall not be processed unless the securities are held in dematerialised form.

Transfer of these shares is done through the depositories with no involvement of the Company. Members holding shares in physical form are requested to consider converting their shareholding to dematerialised form.

97.89% of the equity shares of the Company are in electronic form. Transfer / duplicate requested are approved by the Board of Director or Company's Official so authorised by the Board post which letter of confirmation is issued to the shareholder in place of share certificate and shareholder has to mandatorily submit the shares for dematerialisation with 120 days from the issue of letter of confirmation by the RTA else the shares will be transferred to Unclaimed Shares Suspense Account.

## xii. Shareholding as on 31st March 2024:

## A. Distribution of shareholding as on 31st March 2024

S. NO.	Category (Amount)	No. of Shareholders	%	No. of Shares	%
1	1 - 5000	7803	87.57	873636	4.05
2	5001 - 10000	538	6.04	426948	1.98
3	10001 - 20000	260	2.92	383259	1.78
4	20001 - 30000	116	1.30	296063	1.37
5	30001 - 40000	36	0.40	128891	0.60
6	40001 - 50000	34	0.38	156964	0.73
7	50001 - 100000	64	0.72	455293	2.11
8	100001 & Above	60	0.67	18839532	87.38
	<b>Total</b>	<b>8911</b>	<b>100.00</b>	<b>21560586</b>	<b>100.00</b>

## B. Categories of equity shareholders as on 31st March 2024:

Category	No. of equity shares held	% of holding
Promoter Individuals	4978939	23.09
Promoters Bodies Corporate	10705195	49.65
Foreign Portfolio - Corp	105000	0.49
Foreign Institutional Investors	1300	0.01
Banks	522	0.00
Directors & Key Management Personnels	43905	0.20
Resident Individuals	4291406	19.90
Non Resident Indian Non Repatriable	30239	0.14
Non Resident Indians	158193	0.73
Bodies Corporate	1105894	5.13
H U F	139713	0.65
Clearing Members	280	0.00
<b>Total</b>	<b>21560586</b>	<b>100.00</b>

## xiii. Dematerialisation of shares and liquidity:

The Company's shares are compulsorily traded in dematerialised form on both stock exchanges i.e. BSE & NSE. Equity shares of the Company representing 97.89% of the Company's equity share capital are dematerialised as on 31st March 2024.

Under the depository system, the International Securities Identification Number (ISIN) allotted to the Company is INE268B01013.

## xiv. Outstanding GDRs/ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity.

The Company has not issued any GDRs/ADRs in the past and there are no outstanding GDRs/ADRs/Warrants or any convertible instruments which are likely to impact the equity.

## xv. Plant Locations:

Your Company is operating from its two manufacturing units situated at:

**Unit I:**

Regadichelika (Village),  
Kodavalur (Mandal),  
Nellore (District),  
Andhra Pradesh- 524316.

**Unit II:**

Kothapalli (Village), Kasimkota (Mandal),  
Anakapalli, Vishakapatnam(District),  
Andhra Pradesh- 531031.

## xvi. Address for correspondence:

**Registered Office:**

Krebs Biochemicals & Industries Limited  
Kothapalli (Village), Kasimkota (Mandal),  
Anakapalli, Andhra Pradesh- 531031.

Designated email id for investor services: [investors@krebsbiochem.com](mailto:investors@krebsbiochem.com)

Website: [www.krebsbiochem.com](http://www.krebsbiochem.com)



**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND  
SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

It is hereby certified and confirmed that as provided in terms of Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel of the Company have affirmed compliances with the Code of Conduct of the Company for the financial year ended 31st March 2024.

For **Krebs Biochemicals & Industries Limited**

**Jitendra Shah**  
Managing Director & CEO  
DIN: 09377846

Place: Mumbai  
Date: 7th August, 2024

## CEO/CFO CERTIFICATION

To the members of

### **Krebs Biochemicals & Industries Limited**

We hereby certify that:

- a) We, have reviewed financial statements and the cash flow statement for the year ended 31st March 2024 and that to the best of our knowledge and belief:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and
  - ii. these statements together present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- b) No transaction is entered into by the Company during the year which is fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We, have indicated to the Auditors and Audit Committee :
  - i. There were no significant changes in the internal control over financial reporting during the year;
  - ii. There were no significant changes in the accounting policies during the year other than the adoption of Indian Accounting Standards; and
  - iii. That there were no instances of significant fraud and the involvement therein of the management or an employee of the company having a significant role on the company's internal control system over financial reporting.

For **Krebs Biochemicals & Industries Limited**

**Jitendra Shah**

Managing Director & CEO

DIN: 09377846

**Ritesh Jain**

CFO

Place: Mumbai

Date: 7th August, 2024

**INDEPENDENT AUDITORS' COMPLIANCE CERTIFICATE**

To the members of  
Krebs Biochemicals & Industries Limited

1. We have examined the compliance of conditions of Corporate Governance by Krebs Biochemicals & Industries Limited ("the Company"), for the year ended on 31st March, 2024, as stipulated in:
  - Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, except sub-regulation 4 of Regulation 23 of the said regulations for the financial year 2023-24.
  - Regulations 17 to 27 (excluding 23(4)) and clauses (b) to (i) of regulation 46 (2) and Paragraphs C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) for the financial year 2023-24.
2. The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the company.
3. We have examined the relevant records of the company in accordance with the Generally Accepted Auditing Standards in India, to the extent relevant, and as per the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India.
4. In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement and Regulations 17 to 27 and clauses

(b) to (i) of Regulation 46 (2) and paragraphs C,D and E of Schedule V of the SEBI Listing Regulations for the respective periods of applicability as specified under paragraph 1 above, during the year ended 31st March 2024.

We state that such compliance is neither an assurance as to the future viability of the Company of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Bhavani & Co.**  
**Chartered Accountants**  
**Firm Registration No. 012139S**

**CA S. Kavitha Padmini**  
Partner  
Membership No. 229966  
UDIN: 24229966BKBLZE6629

Place: Mumbai  
Date: 07-08-2024

### CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,  
The Members of  
**KREBS BIOCHEMICALS AND INDUSTRIES LIMITED**  
Kothapalli village Kasimkota Mandal, Anakapalli,  
Vishakapatnam, Andhra Pradesh– 531031

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **KREBS BIOCHEMICALS AND INDUSTRIES LIMITED** having CIN:L24110AP1991PLC103912 and having registered office at Kothapalli village Kasimkota Mandal, Anakapalli, Vishakapatnam, Andhra Pradesh– 531031 (hereinafter referred to as 'the Company'), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sl. No.	Name of the Director	DIN	Date of Appointment in Company
1.	Dr. Ravi Ravindranath Tagore	00272977	12/10/1992
2.	Mr. Pabitrakumar Kalipada Bhattacharya	07131152	30/07/2021
3.	Mr. Avinash Ravi	01616152	01/02/2009
4.	Mr. Satish Khemchand Khivsara	07244464	13/08/2015
5.	Mr. Raj Kamal Prasad Verma	02166789	12/02/2016
6.	Mr. Venkata Lakshmi Prasad Gundapaneni	00017081	13/08/2014
7.	Dr. Malati Tangirala	07094957	13/02/2015
8.	Mr. Jitendra Rameshchandra Shah	09377846	09/11/2021

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

For **DSMR & Associates**  
**Company Secretaries**  
**D S M Ram**  
C. P. No. 4239  
Proprietor  
UDIN:A014939F000922791

Place: Hyderabad  
Date: 7th August, 2024



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### Industry Structure and Developments:

#### Global:

Pharmaceutical Industry worldwide is expected to grow steadily with developing countries and therapies directed to age related diseases being major drivers. Emerging markets are driving the growth with increasing purchasing power and access to healthcare. Developed markets continue to grow with new medicines.

#### Indian Pharma Sector:

The Indian Pharmaceutical sector is increasingly recognised as a source of quality and cost effective medicines for the world. India's domestic pharma market is growing at one of the highest rate in the emerging markets and is driven by increasing purchasing power of the population and wider availability of healthcare.

Indian Pharmaceutical Industry benefits from cost competitiveness driven by backward integration, lower labour cost, economies of scale and efficient manufacturing process. The scale and diversity of the Indian pharmaceutical industry enable it to cater to diverse needs and maneuver through market turbulences effectively.

#### Strengths & Opportunities:

The strategy and skill sets and infrastructure in niche areas of fermentation, bio catalysis and chemistry allows the Company to pursue products, groups and partners in these niche segment.

With the access to marketing reach of an associate company and also ability to leverage the forward integration possible with their finished dosage capabilities can give opportunity for the Company to utilise its manufacturing capacity optimally.

#### Risks, Concerns & Threats:

Dependence on only a few products currently under manufacturing for revenue and growth can pose unexpected risks. In order to mitigate this, the Company is evaluating pipeline of new products for development as well as exploring the possibility of contract manufacturing for third parties.

Updation and upgradation of facility and manpower to be in line with the latest quality and regulatory requirements is of paramount importance. This is a continuous and ongoing process in the Company.

#### Company infrastructure:

The Company has its Registered Office at Kothapalli (V), Anakapalli (D), Andhra Pradesh. The Company has two multi-purpose manufacturing facilities - Unit – I in Nellore and Unit – II in Anakapalli (Vizag), with all support infrastructures like Utilities, environment management and safety systems.

#### Performance of the company:

During the financial year which is under review, your Company recorded a net loss of Rs. 1,972.84 Lakhs as compared to a net loss of Rs. 2,469.19 lakhs in the previous financial year.

In spite of its best efforts, the Company is unable to get adequate volume of production on loan license/ contract manufacturing arrangements and therefore, unable to fully utilise its manufacturing capabilities optimally.

#### Internal Control Systems and their adequacy:

The Company has in place adequate internal control systems, which is commensurate with its size, nature of business and complexity of its operations and are designed to provide a reasonable degree of assurance regarding the effectiveness and efficiency of operations, the adequacy to safeguard its assets, internal control over financial reporting and compliance with applicable laws and regulations. Internal Audit function evaluates the adequacy of and compliance with policies, plans, regulatory and statutory requirements.

The Internal Auditors directly reports to the Board's Audit Committee, thus ensuring the independence of the process. It also evaluates and suggests improvement in effectiveness of risk management, controls and governance process. The Audit Committee and Board provides necessary oversight and directions to the Internal Audit function and periodically reviews the findings and ensures that the corrective measures are taken.

#### Discussion on Financial Performance with respect to Operational Performance:

The Financial statements are prepared under the historical cost convention in accordance with Indian Accounting Standards and the provisions of the Companies Act, 2013 and other Standards issued by the Institute of Chartered Accountants of India. All income and expenditure having a material bearing on the financial statements are recognized on an accrual basis. The management accepts responsibility for the integrity and other objectivity of the financial statements as well as various estimates and judgments used therein

#### Capital:

The Authorized Share Capital of the company is Rs. 153,00,00,000 (Rupees One hundred and Fifty Three Crores Only), comprising of:

- i. Rs. 23,00,00,000 (Rupees Twenty Three Crores) Equity Share Capital divided into 2,30,00,000 Equity Shares of Rs. 10 each; and
- ii. Rs. 130,00,00,000 (Rupees One Hundred Thirty Crores) Preference Share Capital divided into 1,30,00,000 Preference Shares of Rs. 100 each.

The Paid up Share Capital of the company is Rs. 151,56,05,860 (Rupees One hundred and Fifty One Crores Fifty Six Lakhs Five Thousand Eight Hundred and Sixty Only), comprising of:

- iii. Rs. 21,56,05,860 (Rupees Twenty One Crore Fifty Six Lakhs Five Thousand Eight Hundred and Sixty) Equity Share Capital divided into 2,15,60,586 Equity Shares of Rs. 10 each; and
- iv. Rs. 130,00,00,000 (Rupees One Hundred Thirty Crores) Preference Share Capital divided into 1,30,00,000 Preference Shares of Rs. 100 each.

**Reserves:**

The Company has negative Reserve & Surplus of Rs. 14,077.73 Lakhs as at 31st March, 2024.

**Investments:**

No investments were made during the year under review.

**Inventories:**

The value of inventories stood at Rs. 979.64 Lakhs as on 31st March, 2024. The raw materials, stores and spares are valued at "AT COST" plus related inward transport and handling charges. Work in progress is valued at cost incurred up to the stage of manufacturing. Cost of finished goods includes all direct costs and an appropriate portion of overheads as per accepted principles of accounting.

**Fixed Assets:**

The net additions made the fixed assets during the year under review was to Rs. 941.50 Lakhs, which takes the total gross block to Rs. 30,963.62 Lakhs as on 31st March, 2024 as against Rs. 30,022.13 Lakhs as on 31st March, 2023.

**Depreciation:**

The Company has been calculating depreciation on straight line method at the rates specified in Schedule II of the Companies Act, 2013 which amounted to Rs. 676.63 Lakhs for the financial year under report ( Rs. 655.85 Lakhs during the previous financial year), based on the useful life of the assets as per Schedule II of the Companies Act, 2013 and applicable accounting standards.

**Raw Material:**

The supply position of raw materials throughout the year was smooth and comfortable. There was no interruption or stoppage of production due to shortage or non-availability of raw materials. The Company always maintains a minimum stock as required for production through efficient budgetary planning of production.

The products manufactured by the Company has a very low dependence on imported raw materials.

**Finance Charges:**

The finance charges during the year amounted to Rs. 468.94 Lakhs as against Rs. 297.32 Lakhs during the previous year including interest paid towards Inter-corporate Deposits and other statutory payments.

**Dividend:**

In view of the losses incurred, no provision is made for dividend.

**Material developments in Human Resources:**

The Company recognizes the importance of the employee work force and provides excellent growth opportunities, training and development and competitive compensation packages to attract and retain with the Company the best talents available in the industry.

**Safety and Environment:**

The operations of the company's plants are in conformity with good industrial safety practices. Regular Hazards and Risks Analysis were conducted at both the plants as part of the on-going Safety Policy. The management takes into consideration the welfare of the employees and also effect on the surrounding community at large. Norms and Standards for effluents treatment and disposal are prescribed by the Pollution Control Board and are complied with.

**Cautionary Statement:**

In addition to historical information, this annual report may contain certain "forward looking statements" within the meaning of applicable securities laws or regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global economy, global and Indian demand supply conditions, increased installed capacity by competitors, finished goods prices, raw materials availability and prices, cyclical demand and pricing for the Company's products, changes in government regulations and tax regimes.

The estimates and expectations are based on the historical facts and perception of future possibility as envisaged by the management. The business environment is never static. Unexpected changes and unforeseen developments are not rare. The global trend is now prevalent and any incidents in the world market will have an effect on the operations of your Company. While taking all precautions to be realistic and practical in making presumptions for the future, the management would like to advise that the statements may be read in proper perspective depending upon such developments and their possible effect on the Company's operations and activities.

On behalf of the Board of Directors  
**Krebs Biochemicals & Industries Limited**

**Dr. R T Ravi**  
Chairman  
(DIN- 00272977)

Place: Mumbai

Date: 7th August, 2024

## INDEPENDENT AUDITOR'S REPORT

To the members of,  
**M/s. KREBS BIOCHEMICALS AND INDUSTRIES LIMITED**  
**Report on the Audit of the Standalone Financial Statements**

### Opinion

We have audited the accompanying standalone financial statements of **M/s. Krebs Biochemicals and Industries Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

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 except the effect of matter referred to in Basis for opinion give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit / (loss) and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 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.

### Material Uncertainty Relating to Going Concern

We draw your attention to note no. 2.20.2 to the financial statements, which states that the Company has incurred loss before tax of Rs. 1,972.84 lakhs for the year ended 31st March 2024 and Rs. 2,469.19 lakhs for the year ending 31st March 2023. As of 31st March 2024, the total liabilities exceeded its total assets by Rs. 11,921.67 lakhs as at 31st March 2024 as compared to Rs. 9,946.23 lakhs as at 31st March 2023. These factors indicate that material uncertainty exists that may cast doubt on the Company's ability to continue as going concern. The Company's management has carried out an assessment of the Company's financial performance and has obtained a confirmation providing comfort of financial support from the Major Share holder of the Company (IPCA Laboratories Limited), if required to meet its obligations. There has been continued improvement in production during the current year and the Company has prepared strategic plan for continuous growth. Pursuant to the said plan, the Company continues to focus on various initiatives including cost optimisation through operational efficiency, improvement initiatives, rationalisation of existing operations and increase in sales volumes from the existing and new customers. With continued efforts, the Company expects to address the material uncertainty in future.

Our opinion not modified in respect of this matter.

### Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	<p><b>Evaluation of uncertain tax positions</b></p> <p>The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p>	<p><b>PRINCIPAL AUDIT PROCEDURE</b></p> <p>Obtained details of completed tax assessments and demands for the year ended March 31, 2024 from management .Discussed with the management's underlying assumptions in estimating the tax provision and the possible outcome of the disputes. Additionally, we considered the effect of new information in respect of uncertain tax positions as at March 31, 2024 to evaluate whether any change was required to management's position on these uncertainties.</p>
2	<p><b>Recoverability of Income Tax Refund Receivable</b></p> <p>As at March 31, 2024, other non current assets include Income Tax Refund receivable amounting to Rs 300.28 lakhs are pending adjudication.</p>	<p><b>Principal audit procedure</b></p> <p>We have verified the relevant documents and records, the sustainability and likelihood of recoverability upon final resolution.</p>

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

The Company's Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, 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 during the course of our audit or otherwise appears to be materially misstated.

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

### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India including The Indian Accounting Standard specified under sec.133 of the act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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 SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

- Identify and assess the risks of material misstatement of the 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 financial controls 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 system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.
- 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.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be

influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
  2. (A) As required by Section 143(3) of the Act, based on our audit we report that :
    - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
    - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
    - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
    - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
    - e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (B) 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 :
- a) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. (Refer Note: 30)
  - b) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
  - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - d) i. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("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 ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - ii. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;
  - iii. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.



- e) The Company has neither declared nor paid any dividend during the year.
- f) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

As provision to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

- (C) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act :

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) of the Act which are required to be commented upon by us.

For **BHAVANI & Co.**  
**Chartered Accountants**  
**Firm Reg. No:012139S**

**(CA S KAVITHA PADMINI)**  
PARTNER  
M.No:229966  
UDIN: 24229966BKBLWC6667

Place : Mumbai  
Date : 21-05-2024

### “Annexure A” to the Independent Auditors’ Report

With reference to Annexure A referred to in paragraph 1 in Report on Other Legal & Regulatory Requirement of our report of even date to the financial statements of the Company for the year ended March 31, 2024, we report that:

- i. In respect of the Company’s Property, Plant and Equipment and Intangible Assets:
  - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
  - (B) The Company has maintained proper records showing full particulars of intangible assets.
    - (b) The Company has a program of physical verification of Property, Plant and Equipment to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification
    - (c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.
    - (d) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not revalued any of its Property, Plant and Equipment or intangible assets or both during the year.
    - (e) According to the information and explanation given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The management has conducted the physical verification of inventory at reasonable intervals. In our opinion, the frequency of such verification is reasonable, and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and book records that were more than 10% in the aggregate of each class of inventory
  - (b) According to the information and explanation given to us and on the basis of our examination of the records of the Company, during the year, the company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets except renewal of existing sanctioned limits.
- iii. According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under Section 189 of the Act. Accordingly, paragraph 3 (iii) (a) to (f) of the Order are not applicable.
- iv. According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Section 185 and 186 of the Companies Act, 2013 are not applicable to the Company. Accordingly clause 3(iv) of the Order is not applicable.
- v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly Clause 3(v) of the Order is not applicable.
- vi. As informed to us, the maintenance of Cost Records has been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company. We have broadly reviewed the Cost Records maintained by the Company pursuant to the Company’s (Cost Records and Audit) Rules, 2014 prescribed by the Central Government and are of the opinion that prima facie the prescribed cost records have been maintained.
- vii. (a) According to the information and explanations given to us and the records of the company examined by us, the company is regular in depositing undisputed statutory dues including Provident fund, Employee State Insurance, Income tax, sales tax, customs duty, Goods and Service Tax and any other statutory dues as applicable with appropriate authorities. There were no arrears of outstanding statutory dues as on last day of the financial year concerned for a period of more than six months from the date on which they become payable.
  - (b) According to the information and explanation given to us, the following dues of the service tax, customs duty, excise duty, value added tax, GST, Central sales tax, Cess and other statutory dues which have not been deposited with appropriate authorities on account of any dispute.

Name of the Statute	Nature of Dues	Period to which the amount relates	Amount (in Rs.)	Interest (in Rs)	Deposits/Paid/ Adjusted against refunds in (Rs.)	Forum where the dispute is pending with
Income Tax Act,1961	Income Tax	AY 2002-03	-74,307		-	Hon'ble High Court of Telangana
Income Tax Act,1961	Income Tax	AY 2003-04	1,97,28,131	1,98,07,790	1,97,28,131	Hon'ble High Court of Telangana
Income Tax Act,1961	Income Tax	AY 2004-05	91,74,080	1,29,80,685	-	Hon'ble High Court of Telangana
Income Tax Act,1961	Income Tax	AY 2018-19	6,11,398	1,40,599	-	CIT (Appeals)
Income Tax Act,1961	Income Tax	AY 2022-23	4,35,47,840	-	-	CIT (Appeals)
Customs Act,1962	Interest & Penalty (DEEC Licence)	FY 2004-05	37,20,977	1,07,37,789	37,20,977	Commissioner (Appeals) Customs Chennai sea port
Customs Act,1962	Custom duty & Interest(EPCG License)	FY 2004-05	1,06,514	3,19,148	7,000	Commissioner (Appeals) Customs Chennai sea port
Employees provident fund & Miscellaneous provisions Act,1952	Damages	FY 2014-15 to FY 15-16	76,06,756	-	17,50,000	Court of Central Government Industrial Tribunal, at Hyderabad
Employees provident fund & Miscellaneous provisions Act,1952	Damages	FY 2013-14 to FY 15-16	53,85,555	-	-	Employees Provident Fund Appellate Tribunal, Bengaluru.
Employees State Insurance Act,1948	Damages	for the period 12/2010 to 11/2018	18,29,855	-	-	Hon'ble court of ESI cum Principal Senior Civil Judge, Visakhapatnam
Employees State Insurance Act,1948	Interest	for the period 12/2010 to 04/2011 and 03/2012 to 11/2018	4,16,392	-	-	Hon'ble court of ESI cum Principal Senior Civil Judge, Visakhapatnam

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961),

- ix. (a) According to the records of the company examined by us, the information and explanations given to us, the company has not defaulted in repayment of loans or borrowings to any financial institutions or banks as on at the balance sheet date.
- (b) The Company has not been declared wilful 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 by the management, no term loans were obtained. Accordingly, clause 3(ix)(c) is not applicable.
- (d) According to the information and explanation given to us and an overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been used for long term purposes by the Company.
- (e) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under Companies Act, 2013) during the year ended 31st March 2024. Accordingly, clause 3(ix)(e) is not applicable.
- (f) According to the information and explanation given to us and procedures performed by us, we report that the Company has not raised loans during the year on the

pledge of securities held in it's subsidiaries, joint ventures and associate companies (as defined under the Act).

- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) the company has not made any preferential allotment of non-convertible, non-cumulative, redeemable Preference Shares during the year and the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were obtained.
- xi. (a) Based on the examination of the books and records of the Company and according to the information and explanation given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.



- xii. According to the information and explanation given to us, the Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable
- xiii. According to the information and explanations to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company
- xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) & 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has incurred cash operating losses of Rs. 1,296.21 lakhs during the financial year covered by our audit and Rs. 1,813.34 lakhs during previous financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- xix. We draw attention to Note no. 2.20.2 to the financial statements, which indicates that the Company has incurred loss before tax of Rs. 1,972.84 lakhs as against loss before tax of Rs. 2,469.19 lakhs during previous year ended 31st March, 2023. Company's Networth is fully eroded and total liabilities exceeded it's total assets by Rs. 11,921.67 lakhs as on 31-03-2024 compared to Rs. 9,946.26 lakhs. On the basis of the above and according to the information and explanations given to us and on the basis of financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of directors and management plans and based on our examination of the evidence supporting the assumptions, the aforesaid events or conditions indicate that a material uncertainty exists as on the date of the audit report regarding whether the Company is capable of meeting it's liabilities existing at the date of balance sheet as and when they fall due with in a period of one year from the balance sheet date. However M/s Ipca Laboratories Ltd. (Major Share Holder) is providing comfort of financial support , as and when required to meet the Company's obligations.
- xx. In our opinion and according to the information and explanation given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **BHAVANI & Co.**  
**Chartered Accountants**  
**Firm Reg. No:012139S**  
**(CA. S KAVITHA PADMINI)**  
 PARTNER  
 M.No:229966  
 UDIN: 24229966BKBLWC6667

Place : Mumbai  
 Date : 21-05-2024

## Annexure “B” to the Independent Auditor’s Report

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of Krebs Biochemicals and Industries Limited of even date)

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

### Opinion

We have audited the internal financial controls over financial reporting of **M/s. Krebs Biochemicals and Industries limited** (“the Company”) as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31st March 2024, 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 on Audit of Internal Financial Controls Over Financial reporting issued by the Institute of Chartered Accountants of India (the Guidance Note).

### Management’s Responsibility for Internal Financial Controls

The Company’s management and the Board of Directors are responsible for establishing and maintaining internal financial controls 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as “the Act”).

### Auditor’s Responsibility

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

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

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

### Meaning of Internal Financial Controls Over Financial Reporting

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

### Limitations of Internal Financial Controls Over Financial Reporting

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

For **BHAVANI & Co.**  
**Chartered Accountants**  
**Firm Reg. No:012139S**

**(CA S. KAVITHA PADMINI)**  
PARTNER

M.No:229966

UDIN: 24229966BKBLWC6667

Place : Mumbai

Date : 21-05-2024



**KREBS BIOCHEMICALS & INDUSTRIES LTD.**  
CIN: L24110AP1991PLC103912  
**STATEMENT OF ASSETS AND LIABILITIES 31.03.2024**

(Rs in Lacs)

PARTICULARS	Note No	As at 31.03.2024	As at 31.03.2023
<b>ASSETS</b>			
<b>Non Current Assets</b>			
(a) Property, Plant and Equipment	3	14,930.06	14,646.83
(b) Capital Work in Progress	3	15.57	224.34
(c) Other Intangible Assets	4	65.61	83.99
(d) Intangible assets under development	5	184.71	184.71
(e) Financial Assets	6	254.08	237.56
(f) Other Non Current Assets	7	623.22	514.65
<b>Total Non Current Assets</b>		<b>16,073.25</b>	<b>15,892.08</b>
<b>Current Assets</b>			
(a) Inventories	9	979.64	1,194.56
(b) Financial Assets			
(i) Trade Receivables	10	190.34	52.52
(ii) Cash & Cash Equivalents	11	13.74	8.58
(iii) Other Financial Assets	6	301.29	28.59
(c) Other Current Assets	8	259.21	321.84
<b>Total Current Assets</b>		<b>1,744.22</b>	<b>1,606.09</b>
<b>Total Assets</b>		<b>17,817.47</b>	<b>17,498.17</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	12	2,156.06	2,156.06
(b) Other Equity	13	(14,077.73)	(12,102.29)
<b>Total Equity</b>		<b>(11,921.67)</b>	<b>(9,946.23)</b>
<b>Liabilities</b>			
<b>Non Current Liabilities</b>			
(a) Financial Liabilities			
(i) Long Term Borrowings	14	18,350.00	17,324.65
(ii) Other Financial Liabilities	15	400.73	449.67
(b) Provisions	16	49.41	30.66
(c) Retirement benefit obligations	17	255.61	228.96
(d) Other Non Current Liabilities	18	4,500.00	4,500.00
<b>Total Non Current Liabilities</b>		<b>23,555.75</b>	<b>22,533.93</b>
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Short Term Borrowings	19	992.95	999.04
(ii) Trade Payables	20		
(a) Total outstanding dues of micro and small enterprises		234.75	218.11
(b) Total outstanding dues of creditors other than micro and small enterprises		1,662.25	1,309.95
(iii) Other Financial Liabilities	21	1,400.59	1,027.87
(b) Other Current Liabilities	22	1,786.66	1,229.29
(c) Provisions	16	61.92	74.67
(d) Retirement benefit obligations	17	44.27	51.54
<b>Total Current Liabilities</b>		<b>6,183.39</b>	<b>4,910.47</b>
<b>Total Equity and Liabilities</b>		<b>17,817.47</b>	<b>17,498.17</b>

Statement of significant accounting policies and other explanatory notes form part of the balance sheet and statement of profit and loss.

For and on behalf of the Board of Directors

For For BHAVANI &amp; CO

Chartered Accountants  
Firm's Reg No: 012139SDR. R.T. RAVI  
Chairman  
DIN: 00272977JITENDRA SHAH  
Managing Director  
DIN: 09377846CA S. Kavitha Padmini  
Partner  
M.NO.229966Place : Mumbai  
Date : 21.05.2024  
RAKESH R. KALBATE  
Company Secretary & Compliance OfficerRITESH JAIN  
C F O

**KREBS BIOCHEMICALS & INDUSTRIES LTD.**  
CIN: L24110AP1991PLC103912  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2024**

(Rs in Lacs)

PARTICULARS	Note No	Year ended 31.03.2024	Year ended 31.03.2023
I Revenue From Operations	23	5,042.15	5,213.44
II Other Income	24	45.13	62.01
<b>III Total Income (I+II)</b>		<b>5,087.28</b>	<b>5,275.46</b>
<b>IV Expenses</b>			
Cost of Materials Consumed	25	543.17	1,536.24
Purchase of Stock-In-Trade		8.63	444.41
Changes in Inventories of Finished Goods and Work-In-Progress	26	106.93	587.10
Employee Benefits Expenses	27	1,647.41	1,584.41
Finance Costs	28	468.94	297.32
Depreciation and Amortization Expenses	3&4	676.63	655.85
Other Expenses	29	3,608.41	2,639.32
<b>Total Expenses (IV)</b>		<b>7,060.12</b>	<b>7,744.65</b>
<b>V Profit/ (Loss) Before Exceptional Items and Tax (III-IV)</b>		<b>(1,972.84)</b>	<b>(2,469.19)</b>
VI Exceptional Items		-	-
<b>Total Exceptional items (VI)</b>		-	-
<b>VII Profit/ (Loss) Before Tax (V-VI)</b>		<b>(1,972.84)</b>	<b>(2,469.19)</b>
VIII Tax Expense:			
(1) Current Tax		-	-
(2) Deferred Tax		-	-
IX Profit/ (Loss) for the Period From Continuing Operations (VII-VIII)		(1,972.84)	(2,469.19)
X Profit/(Loss) for The Period (IX)		(1,972.84)	(2,469.19)
XI Other Comprehensive Income			
A. (i) Items That Will Not Be Reclassified to Profit or Loss		(2.60)	32.28
(ii) Income Tax Relating to Items That Will Not Be Reclassified to Profit or Loss		-	-
B. (i) Items That Will Be Reclassified to Profit or Loss		-	-
(ii) Income Tax Relating to Items That Will Be Reclassified to Profit or Loss		-	-
Other Comprehensive Income for the year		(2.60)	32.28
<b>XII Total Comprehensive Income For The Period (X+XI) (Comprising Profit/(Loss) and Other Comprehensive Income For The Period)</b>		<b>(1,975.44)</b>	<b>(2,436.91)</b>
XIII Earning per Equity Share (For Continuing Operation):			
(1) Basic		(9.16)	(11.30)
(2) Diluted		(9.16)	(11.30)

Statement of significant accounting policies and other explanatory notes form part of the balance sheet and statement of profit and loss.

**For and on behalf of the Board of Directors**

**For For BHAVANI & CO**

Chartered Accountants  
Firm's Reg No: 012139S

**DR. R.T. RAVI**  
Chairman  
DIN: 00272977

**JITENDRA SHAH**  
Managing Director  
DIN: 09377846

**CA S. Kavitha Padmini**  
Partner  
M.NO.229966

Place : Mumbai  
Date : 21.05.2024

**RAKESH R. KALBATE**  
Company Secretary & Compliance Officer

**RITESH JAIN**  
C F O



**KREBS BIOCHEMICALS & INDUSTRIES LTD.**  
**CIN: L24110AP1991PLC103912**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2024**

(Rs in Lacs)

PARTICULARS	Year ended 31.03.2024	Year ended 31.03.2023
<b>Cash Flow from Operating Activities</b>		
Net Profit before tax and exceptional items	(1,972.84)	(2,469.19)
<b>Adjustments for:</b>		
Depreciation and Amortisation Expenses	676.63	655.85
Non Current provisions	42.80	28.54
Financial Charges	468.94	297.32
<b>Operating Profit before Working Capital Changes</b>	<b>(784.47)</b>	<b>(1,487.49)</b>
Changes in Working Capital		
(Increase)/Decrease in Inventories	214.92	1,361.70
(Increase)/Decrease in Trade Receivables	(137.82)	35.13
(Increase)/Decrease in Other Financial Assets	(272.70)	(7.51)
(Increase)/Decrease in Other Current Assets	62.63	552.43
(Increase)/Decrease in Financial Assets	(16.52)	(7.68)
(Increase)/Decrease in Other Non Current Assets	(108.58)	(21.97)
Increase /(Decrease) in Retirement benefit obligations	(7.27)	(5.92)
Increase/(Decrease) in Current Provisions	(12.75)	15.60
Increase/(Decrease) in Trade Payables	368.94	(2,262.58)
Increase/(Decrease) in Other financial liabilities	372.73	(392.02)
Increase/(Decrease) in financial liabilities	(6.09)	0.42
Increase/(Decrease) in Other Current Liabilities	557.37	(251.43)
<b>Cash generated from Operations</b>	<b>1,014.87</b>	<b>(983.83)</b>
<b>Net Cash Flow from Operating Activities</b>	<b>230.40</b>	<b>(2,471.32)</b>
Proceeds from / (Payment to) Capital Work-in-Progress	208.77	428.75
Proceeds from / (Payment to) Property, Plant & Equipment	(941.50)	(1,515.79)
Proceeds from / (Payment to) Other Financial Liabilities	(48.94)	(177.46)
<b>Cash Flow from Investing Activities</b>	<b>(781.67)</b>	<b>(1,264.50)</b>
Financial Charges	(468.94)	(297.32)
Proceeds from / (Payment to) borrowings	1,025.35	4,031.65
Proceeds from / (Payment to) Share Capital	-	-
<b>Cash Flow from Financing Activities</b>	<b>556.41</b>	<b>3,734.33</b>
Net Increase (Decrease) in Cash and Cash equivalents	5.16	(1.48)
Cash and Cash equivalents as at the beginning of the year	8.58	10.06
<b>Cash and Cash equivalents at the end of the year</b>	<b>13.74</b>	<b>8.58</b>

For and on behalf of the Board of Directors

For For BHAVANI &amp; CO

Chartered Accountants  
Firm's Reg No: 012139SDR. R.T. RAVI  
Chairman  
DIN: 00272977JITENDRA SHAH  
Managing Director  
DIN: 09377846CA S. Kavitha Padmini  
Partner  
M.NO.229966Place : Mumbai  
Date : 21.05.2024RAKESH R. KALBATE  
Company Secretary & Compliance OfficerRITESH JAIN  
C F O

**Statement of Changes in Equity**  
**Movements in Equity Share Capital**

(All figures in Lacs)

PARTICULARS	No. of Shares	Equity Share Capital (Rs)
<b>As at 31.03.2022</b>	<b>215.60</b>	<b>2,156.06</b>
Increased during the period	-	-
<b>As at 31.03.2023</b>	<b>215.60</b>	<b>2,156.06</b>
Increased during the period	-	-
<b>As at 31.03.2024</b>	<b>215.60</b>	<b>2,156.06</b>

**Other Equity as at 31-03-2024**

(Rs. in Lacs)

PARTICULARS	Reserves & Surplus					Total Other Equity
	Money Received against Share Warrants	Securities Premium Reserve	Retained Earnings	State Subsidy	IND AS Conversion Reserves	
<b>Balance as at 01.04.2023</b>	-	<b>11,801.76</b>	<b>(25,048.51)</b>	<b>39.38</b>	<b>1,105.08</b>	<b>(12,102.29)</b>
Profit for the year	-	-	(1,975.44)	-	-	(1,975.44)
Other Comprehensive Income	-	-	-	-	-	-
Total Comprehensive Income for the year	-	11,801.76	(27,023.95)	39.38	1,105.08	(14,077.73)
<b>Balance as at 31.03.2024</b>	-	<b>11,801.76</b>	<b>(27,023.95)</b>	<b>39.38</b>	<b>1,105.08</b>	<b>(14,077.73)</b>

**Other Equity as at 31-03-2023**

(Rs. in Lacs)

PARTICULARS	Reserves & Surplus					Total Other Equity
	Money Received against Share Warrants	Securities Premium Reserve	Retained Earnings	State Subsidy	IND AS Conversion Reserves	
Balance as at 01.04.2022	-	11,801.76	(22,611.60)	39.38	1,105.08	(9,665.38)
Profit for the year	-	-	(2,436.91)	-	-	(2,436.91)
Other Comprehensive Income	-	-	-	-	-	-
Total Comprehensive Income for the year	-	11,801.76	(25,048.51)	39.38	1,105.08	(12,102.29)
Balance as at 31.03.2023	-	11,801.76	(25,048.51)	39.38	1,105.08	(12,102.29)

For and on behalf of the Board of Directors

**For For BHAVANI & CO**  
Chartered Accountants  
Firm's Reg No: 012139S

**DR. R.T. RAVI**  
Chairman  
DIN: 00272977

**JITENDRA SHAH**  
Managing Director  
DIN: 09377846

**CA S. Kavitha Padmini**  
Partner  
M.NO.229966

Place : Mumbai  
Date : 21.05.2024

**RAKESH R. KALBATE**  
Company Secretary  
(A66666)

**RITESH JAIN**  
C F O

**Annexure to Change in Equity****(i) Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the reporting year:**

(All figures in Lacs)

Particulars	31.03.2024		31.03.2023	
	No. of Shares	Amount In Rs	No. of Shares	Amount In Rs
<b>Equity shares of ₹ 10 each</b>				
At the beginning of the year	215.61	2,156.06	215.61	2,156.06
Changes during the year	-	-	-	-
Outstanding at the end of the year	215.61	2,156.06	215.61	2,156.06

**(ii) Rights, preferences and restriction attached to the equity shares: NA**

The Company has one class of equity shares having a par value of ₹ 10 each. Each equity shareholder is entitled to one vote per share. The dividend recommended by the Board of Directors if any is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of Liquidation of the Company, the holders of equity share will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to number of equity shares held by the shareholders.

**(iii) Details of shares held by each shareholder holding more than 5% of aggregate shares in the Company:**

Name of Shareholder	31.03.2024		31.03.2023	
	No. of Shares	% Holding	No. of Shares	% Holding
<b>Equity Shares with voting rights</b>				
IPCA LABORATORIES LIMITED	10,705,195	49.65%	10,705,195	49.65%
HEMALATHA RAVI	2,691,524	12.48%	2,691,524	12.48%
AVINASH RAVI	2,140,272	9.93%	2,140,272	9.93%
SUN PHARMACEUTICAL INDUSTRIES LTD	1,036,943	4.81%	1,036,943	4.81%
<b>Total</b>	<b>16,573,934</b>	<b>76.87%</b>	<b>16,573,934</b>	<b>76.87%</b>

**(iv) Details of Equity shares held by Promoters**

Name of the Promoter	01.04.2023		31.03.2024		31.03.2024	
	No. of shares held at the beginning	% of shares held at the beginning	No. of shares held at the end	% of shares held at the end	No. of shares transferred/gifted/Issued, if any	% of change in the shareholding, if any.
DR R T RAVI	23,474	0.11%	23,474	0.11%	-	-
HEMALATHA RAVI	2,691,524	12.48%	2,691,524	12.48%	-	-
AVINASH RAVI	2,140,272	9.93%	2,140,272	9.93%	-	-
AJAY RAVI	112,288	0.52%	112,288	0.52%	-	-
ADITYA RAVI	10,672	0.05%	10,672	0.05%	-	-
IPCA LABORATORIES LIMITED	10,705,195	49.65%	10,705,195	49.65%	-	-
<b>Total</b>	<b>15,683,425</b>	<b>72.74%</b>	<b>15,683,425</b>	<b>72.74%</b>	-	-

## Significant accounting policies to the Financial Statements for the Year Ended 31st March, 2024

### 1 Corporate information

Krebs Biochemicals & Industries Ltd has been incorporated on 2nd December 1991. At present the company is engaged in the business of manufacture of active pharmaceutical ingredients. The company has two manufacturing facilities one at Regadichelaka, Nellore (Dist.) and another one at Kothapalli Village, Kasimkota Mandal, Visakhapatnam (Dist.), Andhra Pradesh, India.

#### Significant accounting policies

### 2 Basis of accounting and preparation of financial statements

The financial statements of the Company have been prepared to comply with the Indian Accounting Standards (IND AS) notified under Section 133 of the Companies Act, 2013 (Companies Indian Accounting Standard Rules, 2015) and other relevant provisions of the Act.

#### 2.1 Historical Cost Convention

The financial statements have been prepared on the historical cost basis, except for Certain financial assets and liabilities that is measured at fair value.

#### Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions. These estimates, judgements and assumptions effect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of circumstances surrounding the estimates. Changes in estimates are reflected in the financial statement in the period in which changes are made and if material, their effects are disclosed in the notes to the financial statements.

#### 2.2 Current and non-current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is current when:

It is expected to be realised or intended to be sold or consumed in normal operating cycle or

It is held primarily for the purpose of trading or

It is expected to be realised within twelve months after the reporting period, or

It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

It is expected to be settled in normal operating cycle or

It is held primarily for the purpose of trading or

It is due to be settled within twelve months after the reporting period, or

There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

### 2.3 Inventories

a) Raw Materials, Work-In-Progress and Finished Goods are valued at lower of the cost or net realisable value. Cost of raw materials comprises cost of purchase. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition.

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

c) The basis of determining the cost is

Raw Materials : Weighted average cost

Stores and spares : Weighted average cost

Work in process and finished goods : Material cost plus appropriate share of labour and related overheads

### 2.4 Property plant and equipment:

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. Estimated useful life of the assets are as follows:

Factory Buildings	30 years	Factory Equipment	20 years
Non Factory Buildings	60 years	Lab Equipment	20 years
Plant & Machinery - Pharma Division	20 years	R & D equipment	20 years
Plant & Machinery - Power Plant	40 years	Office Equipment	5 years
Boilers	20 years	Furniture & Fixtures	10 years
Electrical Installations	20 years	Vehicles	8 years
D G Sets	20 years	Computers	3 years
Effluent Treatment Plant	20 years	Fences, wells, tube wells	5 years

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

### 2.5 Revenue recognition

Ind AS 115 recognises revenue on transfer of the Control of goods or services, either over a period of time or at a point in time, at an amount that the entity expects to be entitled in exchange for those goods or Services. The company has adopted Ind AS 115 from FY 2018-19 and recognised revenue accordingly.



- a) Export sales: Export sales are recognized on the date of Bill of Lading. However, final adjustments are made in the year of receipt of discharge port analysis.
- b) Domestic sales: Domestic sales are accounted on the date of Forwarding Note (Rail dispatches / Lorry receipt / Delivery challan). However, in case of spot auction under electronic mode, the sale is recognized on conclusion of the auction.
- c) Scrap sales: Income is accounted on realization basis in respect of used / surplus / obsolete / unserviceable materials / waste products and scrap

## 2.6 Expenditure

Expenses are accounted on accrual basis and provision is made for all known losses and liabilities.

## 2.7 Intangible Assets

Product development expenses that are directly attributable to development and testing of new products are recognised as intangible assets when the expenditure attributable to the product during its development can be reliably measured. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Amortisation is recognised on a straight line basis over their estimated useful life. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

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 recognised in the Statement of Profit and Loss when the asset is derecognised.

## 2.8 Capital work-in-progress:

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

## 2.9 Interest Free Sales Tax Loan:

The sales tax collected on domestic sales of Company's products is treated as interest free sales tax loan from the AP State Government in accordance with the State Government incentive scheme. The amount credited to the loan account is based on the amounts collected as sales tax. The liability is measured at its fair value considering the discounting rate as 8% and is shown at its fair value in statement of assets and liabilities and the gain/(loss) is accounted as Other Comprehensive Income.

## 2.10 Foreign Exchange Transaction:

All the Foreign Exchange transactions entered into during the current financial year are accounted at the exchange rate prevailing on the date of documentation/invoicing. Foreign

Exchange Fluctuation on transactions entered into during the current financial year and received/paid during the year are accounted in the current financial year. The outstanding foreign currency debtors are restated at the Foreign Currency Rates prevailing at the end of the year and the Foreign Exchange Fluctuation on the same is also recognised at the end of the year in conformity with Indian Accounting Standards and foreign currency debtors which are doubtful at the end of the year are not restated at the foreign currency rates prevailing at the end of the year.

## 2.11 Employee Benefits:

Contribution to "Defined Contribution Schemes" such as Provident Fund is charged to the profit and loss account as incurred. Provident Fund contribution is made to the Government Administered Provident Fund. Company has no further obligation beyond this contribution charged in financial statement.

Company also provides for Retirement Benefits in the form of Gratuity. Such Benefits are provided for, based on valuation, as at the Balance Sheet date, made by independent actuaries.

Short term employee benefits including leave are recognized as an expense at the undiscounted amount in the profit and loss account of the year in which the related services are rendered.

The company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The Gratuity plan is a non funded plan. The following table summarizes the components of net benefit expense recognised in the Statement of Profit and Loss and the amounts recognised in the Balance Sheet.

## 2.12 Borrowing costs

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

All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

## 2.13 Financial Assets & Financial Liabilities

### Initial recognition and measurement

All financial assets and liabilities are recognised initially at fair value.

In the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset is treated as cost of acquisition. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

### Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. 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.

### 2.14 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the period.

For the purpose of calculating diluted earning per share, the net profit for the year attributable to equity shareholders and the weighted average number of Equity Shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

#### Calculation of earnings per share:

Disclosure as required by Accounting Standard - Ind AS 33 Earning Per Share of the Companies (Indian Accounting Standards) Rules 2015.

The earning per share is calculated by dividing the profit after tax by weighted average number of shares outstanding for basic and diluted EPS.

### 2.15 Taxes on income

#### Current Tax :

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company and its subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

#### Deferred Tax :

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of

goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively. For items recognised in OCI or equity, deferred/ current tax is also recognised in OCI or equity. "MAT Credit" Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognises MAT credit available as an asset only to the extent that there is reasonable certainty that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The MAT credit to the extent there is reasonable certainty that the Company will utilise the credit is recognised in the Statement of Profit and Loss and corresponding debit is done to the Deferred Tax Asset as unused tax credit.

### 2.16 Impairment of assets

Assets subject to amortization/ depreciation are tested for impairment provided that an event or change in circumstances indicates that their carrying amount might not be recoverable. An impairment loss is recognized in the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher between an asset's fair value less sale costs and value in use. For the purposes of assessing impairment, assets are grouped together at the lowest level for which there are separately identifiable cash flows (cash-generating units). Nonfinancial assets other than goodwill for which impairment losses have been recognized are tested at each balance sheet date in the event that the loss has reversed.

### 2.17 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

### 2.18 R & D Expenditure

Revenue expenditure on research and development is charged to Statement of Profit and Loss in the year in which it is incurred. Capital expenditure on research and development is considered as an addition to property, plant & equipment/ intangible assets.

### 2.19 Dividends

Provision shall be made in the accounts for the dividends payable by the company as and when recommended by the

Board of Directors, pending approval of the share holders at the Annual General Meeting.

### 2.20.1 Contingent liabilities

The Company has received various orders and notices from tax and other judicial authorities in respect of direct taxes, indirect taxes and labour matters. The outcome of these matters have a material effect on the financial position, results of operations or cash flows. The filing of suit or formal assertion of a claim against the Company or the disclosure of any such suit or assertions, does not automatically indicate that a provision for a loss may be appropriate. Management regularly analyses current information about these matters and makes provision for probable losses including the estimate of legal expense to resolve the matters. In their assessment management considers the degree of probability of an unfavourable outcome and the ability to make a sufficiently reliable estimate of the amount of loss.

### 2.20.2 Going Concern Assumption

During the year ended 31st March, 2024 Company has incurred loss before tax of Rs. 1972.84 lakhs as against loss before tax

of Rs. 2469.19 lakhs during previous year ended 31st March, 2023. Total Liabilities exceeded its total assets by Rs. 11921.67 Lakhs as on 31st March, 2024 compared to Rs. 9946.23 Lakhs as on 31st March, 2023. This financial position indicate that material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern and therefore the Company may be unable to realise its assets and discharge its liabilities in the normal course of business. The Company's management has carried out an assessment of financial performance and has obtained confirmation from our promoter M/s Ipca Laboratories Ltd., providing comfort of financial support, as and when required to meet the Company's liabilities. During the current financial year, the Company has prepared strategic plan for next five years. Pursuant to the plan, the Company continues to focus on various initiatives including cost optimisation through operational efficiency, rationalization of existing operations and increase in sales volume. With continued efforts the Company expects to address the material uncertainty in future. Accordingly the above financial results have been prepared on a going concern basis which contemplates realisation of assets and settlement of liabilities in the normal course of business.

### Note 3 : Property, Plant & Equipment

(Rs. in Lacs)

Particulars	Land	Buildings	Wells	Plant & Machinery	Computer Machinery	Electrical Fittings	Laboratory Equipments	Effluent Treatment Plant	Office Equipment	Furniture and Fixtures	Vehicles	Research & Dev. Equipment	Total	Capital Work in Progress
<b>Year Ended 31.03.2024</b>														
Gross Carrying Amount														
As on 01.04.2023	4,841.87	2,663.73	38.11	18,180.66	110.01	1,422.60	578.33	1,819.85	55.47	73.72	133.65	104.15	30,022.13	224.34
Additions	-	66.49	-	817.19	6.88	27.63	14.62	-	7.02	1.66	-	-	941.50	15.57
Disposals	-	-	-	-	-	-	-	-	-	-	-	-	-	224.34
Closing Gross Carrying Amount	4,841.87	2,730.22	38.11	18,997.85	116.89	1,450.23	592.95	1,819.85	62.49	75.38	133.65	104.15	30,963.62	15.57
Accumulated Depreciation	-	1,240.92	29.75	11,813.45	104.77	712.58	399.09	750.16	50.54	58.17	116.93	98.93	15,375.30	-
Depreciation charge for the Year	-	78.27	2.25	447.03	3.92	45.93	15.14	59.21	2.26	2.34	1.84	0.07	658.25	-
Disposals/Adj	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Closing Accumulated Depreciation	-	1,319.19	32.00	12,260.48	108.69	758.51	414.23	809.37	52.80	60.51	118.77	99.00	16,033.55	-
<b>Closing Net Carrying Amount</b>	<b>4,841.87</b>	<b>1,411.04</b>	<b>6.11</b>	<b>6,737.37</b>	<b>8.20</b>	<b>691.72</b>	<b>178.72</b>	<b>1,010.47</b>	<b>9.69</b>	<b>14.85</b>	<b>14.88</b>	<b>5.15</b>	<b>14,930.06</b>	
<b>Year Ended 31.03.2023</b>														
Gross Carrying Amount														
As on 01.04.2022	4,841.87	2,569.20	37.99	16,876.39	107.99	1,332.22	569.08	1,813.80	54.62	72.38	133.65	104.15	28,513.36	653.09
Additions	-	94.53	0.11	1,311.26	2.02	90.38	9.24	6.05	0.85	1.34	-	-	1,515.79	224.34
Disposals	-	-	-	7.00	-	-	-	-	-	-	-	-	7.00	653.09
Closing Gross Carrying Amount	4,841.87	2,663.73	38.11	18,180.66	110.01	1,422.60	578.33	1,819.85	55.47	73.72	133.65	104.15	30,022.13	224.34
Accumulated Depreciation	-	1,164.35	22.82	11,393.12	101.89	668.80	384.37	690.74	49.67	56.01	114.24	98.83	14,744.85	-
Depreciation charge for the Year	-	76.57	6.92	427.33	2.88	43.78	14.72	59.42	0.87	2.16	2.69	0.10	637.46	-
Disposals/Adj	-	-	-	7.00	-	-	-	-	-	-	-	-	7.00	-
Closing Accumulated Depreciation	-	1,240.92	29.75	11,813.45	104.77	712.58	399.09	750.16	50.54	58.17	116.93	98.93	15,375.30	-
<b>Closing Net Carrying Amount</b>	<b>4,841.87</b>	<b>1,422.82</b>	<b>8.36</b>	<b>6,367.21</b>	<b>5.24</b>	<b>710.02</b>	<b>179.24</b>	<b>1,069.69</b>	<b>4.93</b>	<b>15.54</b>	<b>16.72</b>	<b>5.22</b>	<b>14,646.83</b>	

#### (a) Capital-work-in progress ageing schedule

(Rs. in Lacs)

Capital Work in Progress	Amount in CWIP As at 31.03.2024				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
<b>Projects in progress</b>					
3 Hydroxy acetophenone	10.56	-	-	-	10.56
Phenylepherine	5.01	-	-	-	5.01
<b>Total</b>	<b>15.57</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>15.57</b>

#### b) For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan

(Rs. in Lacs)

Capital Work in Progress	To be completed in				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
PROJECTS		Nil	Nil	Nil	Nil

**Note 4 : Other Intangible assets**

(Rs in Lacs)

Particulars	Product Development
<b>Year Ended 31.03.2024</b>	
Gross Carrying Amount	282.07
Additions	-
Capitalised during the year	-
Closing Gross Carrying Amount	282.07
Opening Accumulated Amortisation	198.08
Amortisation charge for the Year	18.38
Closing Accumulated Amortisation	216.46
<b>Closing Net Carrying Amount</b>	<b>65.61</b>
<b>Year Ended 31.03.2023</b>	
Gross Carrying Amount	282.07
Additions	-
Capitalised during the year	-
Closing Gross Carrying Amount	282.07
Opening Accumulated Amortisation	179.69
Amortisation charge for the Year	18.39
Closing Accumulated Amortisation	198.08
<b>Closing Net Carrying Amount</b>	<b>83.99</b>

**Note 5 : Intangible Assets Under Development**

(Rs in Lacs)

Particulars	Product Development Under Process
<b>Year Ended 31.03.2024</b>	
Gross Carrying Amount	184.71
Additions	-
Capitalised during the year	-
Closing Gross Carrying Amount	184.71
Opening Accumulated Amortisation	-
Amortisation charge for the Year	-
Closing Accumulated Amortisation	-
<b>Closing Net Carrying Amount</b>	<b>184.71</b>
<b>Year Ended 31.03.2023</b>	
Gross Carrying Amount	184.71
Additions	-
Capitalised during the year	-
Closing Gross Carrying Amount	184.71
Opening Accumulated Amortisation	-
Amortisation charge for the Year	-
Closing Accumulated Amortisation	-
<b>Closing Net Carrying Amount</b>	<b>184.71</b>

**Products Under Development ageing schedule**

(Rs. in Lacs)

Under Development Products Under Development	Amount in Under Development As at 31.03.2024				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
Orlistatin	-			72.88	72.88
ATS-8				18.57	18.57
ATS-8&PEH				15.51	15.51
Simvastatin				77.62	77.62
Clyndamycin				0.14	0.14
<b>Total</b>	-	-	-	<b>184.71</b>	<b>184.71</b>

**Note 6 : Financial Assets**

(Rs. in Lacs)

Particulars	31.03.2024		31.03.2023	
	Current	Non Current	Current	Non Current
Security Deposit	-	250.33	-	233.81
Advances to Employees	2.18	3.75	2.38	3.75
Interest Accrued and due	2.12	-	13.06	-
Interest Accrued but not due	14.59	-	0.54	-
Unbilled Revenue	282.40	-	12.62	-
<b>Total Financial Assets</b>	<b>301.29</b>	<b>254.08</b>	<b>28.59</b>	<b>237.56</b>

a) Interest Accrued and due is Interest receivable on Security Deposits with Electricity Board.

b) Interest Accrued but Not due is Interest receivable on Margin Money Deposits with Banks.

**Note 7 : Other Non Current Assets**

(Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Capital Advances	28.28	33.48
Other Advances	121.33	121.33
Balances with Govt Authorities		
IT Refund Receivable	300.28	201.60
TDS Receivable	113.77	98.67
ITC Receivable	21.50	21.50
TCS Receivable	0.78	0.78
Customs Duty	37.29	37.29
<b>Total Other Non Current Assets</b>	<b>623.22</b>	<b>514.65</b>

**Note 8 : Other Current Assets**

(Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Balances with Govt Authorities	176.80	229.00
Advances for materials & Services	44.81	41.05
Prepaid Expenses	37.60	51.79
<b>Total Other Current Assets</b>	<b>259.21</b>	<b>321.84</b>

**Annexure to Loans & Advances: (Refer Note No.6,7 and 8)**

Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoter	-	-
Directors	-	-
KMPs	-	-
Related Parties	-	-
<b>Total</b>	-	-

**Note 9: Inventories**

(Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Raw Materials	267.29	335.84
Work in Progress	511.80	638.54
Finished Goods	151.10	131.29
Stores, Spares & Consumables	49.45	10.07
Materials Under Transit	-	78.83
<b>Total Inventories</b>	<b>979.64</b>	<b>1,194.56</b>

**Note 10 : Trade Receivables**

Unsecured, Considered Good (Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Trade Receivables	-	-
Receivable from Related Parties	190.34	52.52
Total Receivables	190.34	52.52
Out Standing for a Period Exceeding Six Months	-	-
Others	190.34	52.52

**(i) Trade receivables ageing schedule for the year ended as on March 31, 2024:**

(Rs. in Lacs)

Particulars	Not due	Less than 6 months	6 months to 1 year	1-2 years	Total
Undisputed receivables- considered good	190.34	-	-	-	190.34
Undisputed receivables-considered doubtful	-	-	-	-	-
Disputed receivables- considered good	-	-	-	-	-
Disputed receivables-considered doubtful	-	-	-	-	-
Total	190.34	-	-	-	190.34

**(ii) Trade receivables ageing schedule for the year ended as on March 31, 2023:**

(Rs. in Lacs)

Particulars	Not due	Less than 6 months	6 months to 1 year	1-2 years	Total
Undisputed receivables- considered good	52.52	-	-	-	52.52
Undisputed receivables-considered doubtful	-	-	-	-	-
Disputed receivables- considered good	-	-	-	-	-
Disputed receivables-considered doubtful	-	-	-	-	-
Total	52.52	-	-	-	52.52

**Note 11 : Cash & Cash Equivalents**

(Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Balances with Banks		
- in current accounts	6.81	1.50
- in Margin Money accounts	6.83	6.83
Cash on Hand	0.10	0.25
<b>Total Cash &amp; Cash Equivalents</b>	<b>13.74</b>	<b>8.58</b>

**Note 12 : Share Capital****a) Authorised Share Capital** (All Figures In Lacs)

Particulars	No. of Shares (Equity)	Amount (Rs)	No. of Shares (Preference)	Amount (Rs)
<b>As at 01.04.2022</b>	<b>230.00</b>	<b>2,300.00</b>	<b>130.00</b>	<b>13,000.00</b>
Increased during the year	-	-	-	-
<b>As at 31.03.2023</b>	<b>230.00</b>	<b>2,300.00</b>	<b>130.00</b>	<b>13,000.00</b>
Increased during the year	-	-	-	-
<b>As at 31.03.2024</b>	<b>230.00</b>	<b>2,300.00</b>	<b>130.00</b>	<b>13,000.00</b>

**b) Movements in Share Capital**

(All Figures In Lacs)

Particulars	No. of Shares	Equity Share Capital (Rs)
<b>As at 01.04.2022</b>	<b>215.60</b>	<b>2,156.06</b>
Increased during the period	-	-
<b>As at 31.03.2023</b>	<b>215.60</b>	<b>2,156.06</b>
Increased during the period	-	-
<b>As at 31.03.2024</b>	<b>215.60</b>	<b>2,156.06</b>

The company has only one class of equity shares having a face value of Rs.10/- per share. Each holder of equity share is entitled to one vote per share.

**Note 13 : Other Equity**

(Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Securities Premium Account	11,801.76	11,801.76
State Subsidy	39.38	39.38
Retained Earnings	(27,023.95)	(25,048.51)
Ind AS conversion reserve	1,105.08	1,105.08
<b>Total Reserves &amp; Surplus</b>	<b>(14,077.73)</b>	<b>(12,102.29)</b>

## Securities Premium Reserve

(Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Opening Balance	11,801.76	11,801.76
Received during the period	-	-
<b>Closing Balance</b>	<b>11,801.76</b>	<b>11,801.76</b>

## State Subsidy

(Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Opening Balance	39.38	39.38
<b>Closing Balance</b>	<b>39.38</b>	<b>39.38</b>

## Retained Earnings

(Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Opening Balance	(25,048.51)	(22,611.60)
Net profit for the period	(1,975.44)	(2,436.91)
<b>Closing Balance</b>	<b>(27,023.95)</b>	<b>(25,048.51)</b>

## Ind As Conversion Reserve

(Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Opening Balance	1,105.08	1,105.08
<b>Closing Balance</b>	<b>1,105.08</b>	<b>1,105.08</b>

**Note 14 : Long term Borrowings**

(Rs. in Lacs)

Particulars	Maturity Date	Terms of Repayment	Interest Rate / Coupon Rate	31.03.2024		31.03.2023	
				Current Portion	Non Current Portion	Current Portion	Non Current Portion
<b>Unsecured</b>							
Term Loans							
From Govt (Interest Free Sales Tax Loan)	31.03.2025	Annually once	8.00%	24.65	0.00	13.35	24.65
From Directors			12.00%	-	-	-	-
From Ipca Laboratories Limited		Within 3 years from the date of its acceptance (Refer point (b))	8.00%	-	5,350.00	-	4,300.00
Non convertible, Redeemable, Non-Cumulative preference shares		Refer point (c)		-	13,000.00	-	13,000.00
<b>Total</b>				<b>24.65</b>	<b>18,350.00</b>	<b>13.35</b>	<b>17,324.65</b>

- a) The sales tax collected on domestic sales of Company's products is treated as interest free sales tax loan from the AP State Government in accordance with the State Government incentive scheme. The amount credited to the loan account is based on the amounts collected as sales tax.
- b) IPCA Laboratories Ltd-ICD (Inter Company Deposit) bearing rate of Interest@8%
- c) 1,30,00,000 9% Non convertible, Redeemable, Non-cumulative preference shares issued @ Rs.100/- each without premium to IPCA Laboratories limited. These preference shares does not have any voting rights. As per Ind AS 32, Non Convertible Redeemable Preference Shares to be classified as Debt under Term Loans.

**Note 15: Other Financial Liabilities**

(Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Payables for Capital Works		
i. Total outstanding dues of micro and small enterprises	20.75	85.60
ii. Total outstanding dues of creditors other than micro and small enterprise	379.98	364.07
<b>Total Other Financial Liabilities</b>	<b>400.73</b>	<b>449.67</b>

**(i) The details regarding the Ageing of Trade payables as at March 31, 2024 are as follows:**

(Rs. in Lacs)

Particulars	Ageing				Total
	Less than 1 year	1-2 years	2-4 years	Above 4 years	
Undisputed Dues					
MSME	6.36	14.39	-	-	20.75
Others	267.43	50.35	62.20	-	379.98
Disputed Dues					
MSME	-	-	-	-	-
Others	-	-	-	-	-
<b>Total Trade payables</b>	<b>273.79</b>	<b>64.74</b>	<b>62.20</b>	<b>-</b>	<b>400.73</b>

**(ii) The details regarding the Ageing of Trade payables as at March 31, 2023 are as follows :**

(Rs. in Lacs)

Particulars	Ageing				Total
	Less than 1 year	1-2 years	2-4 years	Above 4 years	
Undisputed Dues					
MSME	43.90	41.70	-	-	85.60
Others	290.45	58.73	14.89	-	364.07
Disputed Dues					
MSME	-	-	-	-	-
Others	-	-	-	-	-
<b>Total Trade payables</b>	<b>334.35</b>	<b>100.43</b>	<b>14.89</b>	<b>-</b>	<b>449.67</b>

**Note 16: Provisions**

(Rs. in Lacs)

Particulars	31.03.2024		31.03.2023	
	Current	Non Current	Current	Non Current
Provision for Bonus	58.24	-	52.72	-
Provision for Leave	3.68	49.41	21.95	30.66
Encashment				
<b>Total Provisions</b>	<b>61.92</b>	<b>49.41</b>	<b>74.67</b>	<b>30.66</b>

**Note 17: Retirement benefit obligations**

(Rs. in Lacs)

Particulars	31.03.2024		31.03.2023	
	Current	Non Current	Current	Non Current
Provision for Gratuity	44.27	255.61	51.54	228.96
<b>Total Retirement benefit obligations</b>	<b>44.27</b>	<b>255.61</b>	<b>51.54</b>	<b>228.96</b>

Disclosure in accordance with Ind AS - 19 "Employee Benefits", of the Companies (Indian Accounting Standards) Rules, 2015.

The company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The Gratuity plan is a non funded plan. The following table summarizes the components of net benefit expense recognised in the Statement of Profit and Loss and the amounts recognised in the Balance Sheet as per Actuarial Valuation.

**Expenses recognised in Statement of Profit & Loss**

(Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Current Service cost	21.67	21.46
Interest Expense	17.49	17.32
Past Service cost	-	-
Expected return on Plan Assets	-	-
Net Actuarial (Gain) /	2.60	(32.28)
Loss recognized for the period		
Expense recognized in statement of P&L a/c	39.16	38.78
Expenses recognised in Other Comprehensive Income	2.60	(32.28)

**Changes in present value of defined benefit obligation**

(Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Present value of defined benefit obligation at the beginning of the year	258.83	254.69
Current Service cost	21.67	21.46
Interest Expense	17.49	17.31
Past Service cost	-	-
Actuarial (Gain)/ Loss	2.60	(32.28)
Benefit paid	(20.73)	(2.35)
Present value of defined benefit obligation at the end of the year	279.85	258.83

Changes in fair value of the plan assets are as follows. (Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Opening fair value of plan assets	-	-
Adjustment to opening Fair Value of Plan Asset	-	-
Return on Plan Assets excluding Interest income	-	-
Interest Income	-	-
Contribution by Employer	20.73	2.35
Contribution by Employee	-	-
Benefits Paid	(20.73)	(2.35)
Fair Value of Plan Assets at the end	-	-

Principal Actuarial Assumptions: (Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Mortality	IALM (2012-14) Ultimate	IALM (2012-14) Ultimate
Interest / Discount Rate	6.97%	7.17%
Rate of increase in compensation	4.00%	4.00%
Expected average remaining service (Year)	9.05	9.59
Employee Attrition Rate	PS:0 to 40:5%	PS:0 to 40:5%

Note 18: Other Non Current Liabilities (Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Interest Free Lease Deposit	4,500.00	4,500.00
Total Other Non Current Liabilities	4,500.00	4,500.00

Interest free refundable lease deposit of Rs. 4,500 lakhs is against lease cum manufacturing services agreement with M/s IPCA Laboratories Ltd, which is going to expire as per below dates.

->Unit-1 (Nellore) expires on 3rd October, 2025.

->Unit-2 (Anakapalli) expires on 12th December, 2025.

Note 19: Short term Borrowings (Rs in Lacs)

Particulars	31.03.2024	31.03.2023
RBL Bank Ltd (FDOD)	992.95	999.04
Total short term Borrowings	992.95	999.04

Note on RBL Bank Ltd (FDOD) availed on 20th November 2023.

Type, amount, nature of facility:- Overdraft against Fixed deposit (ODFD), amount of Rs.10 Crores, on revolving nature, to meet working capital requirement/for meeting cash flow mismatches

Rate of interest:- 8.20% p.a linked to 6M T.Bill with quarterly reset.

Margin:- 110% of the value of the Fixed Deposit.

Security:- 1) Fixed deposit to the extent of 110% of the facility to be duly lien marked in favour of the Bank to be placed under lien by Ipca Laboratories Ltd till the tenure of the credit facilities.

2) Exclusive charge on Plant & Machinery of the borrower laying or stored in the borrower's facilities, premises and godowns or any other place, both present and future.

Other terms:- As per revised sanction letter dt.20th November 2023.

Note 20: Trade Payables (Rs in Lacs)

Particulars	31.03.2024	31.03.2023
<b>Trade Payables</b>		
i. Total outstanding dues of micro and small enterprises	234.75	218.11
ii. Total outstanding dues of creditors other than micro and small enterprise	1,662.25	1,309.95
<b>Total Trade Payables</b>	<b>1,897.00</b>	<b>1,528.06</b>

(i) The details regarding the aging of Trade payables as at March 31, 2024 are as follows: (Rs. in Lacs)

Particulars	Less than 1 year	1-2 years	2-4 years	Above 4 years	Total
Undisputed Dues					
MSME	224.37	10.38	-	-	234.75
Others	954.92	52.61	253.86	50.94	1,312.33
Disputed Dues					
MSME	-	-	-	-	-
Others	-	-	-	349.92	349.92
<b>Total Trade payables</b>	<b>1,179.29</b>	<b>62.99</b>	<b>253.86</b>	<b>400.86</b>	<b>1,897.00</b>

(ii) The details regarding the aging of Trade payables as at March 31, 2023 are as follows: (Rs. in Lacs)

Particulars	Less than 1 year	1-2 years	2-4 years	Above 4 years	Total
Undisputed Dues					
MSME	218.11	-	-	-	218.11
Others	620.84	40.10	243.84	31.77	936.55
Disputed Dues					
MSME	-	-	-	-	-
Others	-	-	-	373.39	373.39
<b>Total Trade payables</b>	<b>838.96</b>	<b>40.10</b>	<b>243.84</b>	<b>405.16</b>	<b>1,528.06</b>

Note 21: Other Financial Liabilities (Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Current Maturities of Long Term Borrowings	24.65	13.35
Payables for Related Parties		
Interest Payable on ICD	846.63	498.32
Interest Payable to Directors	107.47	107.47
Other Payables	49.31	49.31
Payables for Others	146.77	138.50
Audit Fees Payable	8.05	7.05
Provision for Materials under Transit	-	-
Salaries Payable	151.42	147.58
Directors Remuneration Payable	66.29	66.29
<b>Total Other Financial Liabilities</b>	<b>1,400.59</b>	<b>1,027.87</b>

Note 22: Other Current liabilities (Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Statutory Remittances	102.78	48.29
Advance from Customers		
from Related Parties	1,660.05	1,157.26
from others	23.83	23.74
<b>Total Other Current Liabilities</b>	<b>1,786.66</b>	<b>1,229.29</b>

Note 23: Revenue from Operations (Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Sale of Products	651.19	2,663.90
Sales of Services	4,390.96	2,549.54
<b>Total Revenue from Operations</b>	<b>5,042.15</b>	<b>5,213.44</b>

Note 24: Other Income (Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Sale of Scrap	29.46	39.98
Interest Income	15.56	12.69
Misc. Income	0.11	9.34
<b>Total Other Income</b>	<b>45.13</b>	<b>62.01</b>

**Note 25: Cost of Materials consumed** (Rs in Lacs)

Particulars	31.03.2024	31.03.2023
Raw Materials at the beginning of the year	335.84	999.68
Add: Purchases	474.62	872.40
Less: Closing Stock at the end of the year	267.29	335.84
<b>Total Cost of Materials Consumed</b>	<b>543.17</b>	<b>1,536.24</b>

**Note 26: Changes in Inventories of Finished Goods, Work in Progress** (Rs in Lacs)

Particulars	31.03.2024	31.03.2023
a) Work in Progress		
Opening Stock	638.54	1,192.06
Closing Stock	511.80	638.54
Net (Increase) / Decrease	126.74	553.52
b) Finished Goods		
Opening Stock	131.29	164.87
Less: Samples	-	-
Closing Stock	151.10	131.29
Net (Increase) / Decrease	(19.81)	33.58
<b>Total (a+b)</b>	<b>106.93</b>	<b>587.10</b>

**Note 27: Employee Benefit Expenses** (Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Salaries, Wages & Benefits	1,564.77	1,509.51
Staff Welfare	52.64	44.90
Directors Remuneration	30.00	30.00
<b>Total Employee Benefits</b>	<b>1,647.41</b>	<b>1,584.41</b>

**Note 28: Finance Costs** (Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Interest on ICD	387.01	208.90
Other Interest	81.58	88.20
Bank Charges	0.35	0.22
<b>Total Finance Costs</b>	<b>468.94</b>	<b>297.32</b>

**Note 29: Other Expenses** (Rs. in Lacs)

Particulars	31.03.2024	31.03.2023
Power & Fuel	2,201.40	1,479.56
Consumption of Stores and Spares	254.75	187.87
Lab Expenditure	108.52	94.20
Repairs & Maintenance (Including Spares & Consumables)	281.14	203.81
Machinery Rent	41.43	37.52
Manpower Charges	439.56	324.87
Rent	16.45	31.27
Rates & Taxes	58.71	56.61
Insurance	9.58	7.16
Printing & Stationary	30.41	28.25
Communication Expenses	9.85	9.99
Consultancy & Legal Exp.	20.09	45.34
General Expenses	11.44	16.56
Security Service Charges	91.70	84.31
Directors Sitting fees	5.00	4.15
Auditors' Remuneration	9.05	6.93
Travelling & Conveyance	10.30	4.54
Carriage Outward	9.03	16.38
<b>Total Other Expenses</b>	<b>3,608.41</b>	<b>2,639.32</b>

**NOTE- 30****Contingent Liabilities :**

The following contingent liabilities are not provided for.

(i) Income Tax: Various demands raised by the Income Tax authorities for Tax liability of Rs.729.87 Lacs (Out of that Amount of Rs. 197.28 Lacs adjusted against IT Refunds of later years) & Interest Rs.329.29 Lacs (Previous Year Tax liability of Rs.299.39 Lacs) for which the company filed an appeal with Honourable High Court of Judicature at Hyderabad for the State of Telangana and CIT (appeals).

(ii)(a) Customs Duty: Advance licence : Various demands raised by Chennai Customs authorities against Advance license (DEEC) amounting to Rs.144.58 Lacs (Tax Amount of Rs.37.21 Lacs & Interest of Rs.107.37 Lacs), Out of that Amount of Rs. 37.21 Lacs deposited in favour of Commissioner of customs (Seaport), Customs House, Chennai as "Paying under Protest"

(ii)(b) EPCG Licence: against EPCG license amounting to Rs.4.25 Lacs (Tax Amount of Rs.1.06 Lacs & Interest of Rs. 3.19 Lacs) towards non submission of EODC for which the company filed an appeal with Commissioner of Customs (Chennai Sea Port) & Pre deposit made Rs.0.07 Lacs

(iii) Employee Provident Fund: Damages u/s 14B amounting to Rs. 129.93 Lacs (Rs. 76.07 Lacs for Vizag Unit and Rs. 53.86 Lacs for Nellore Unit respectively) were raised by PF authorities. Pending disposal of appeals, the company has deposited an amount of Rs 17.50 Lacs based on interim directions.

(iv) Employee State Insurance: Damages u/s 85B amounting to Rs.18.30 Lacs, Interest u/s 39(5) amounting to Rs.4.16 Lacs for Vizag unit were raised by ESIC authorities for which the company filed an appeal with higher authority.

**NOTE- 31**

The amount receivable from N V R Co-Operative Sugar Factory towards the Development of Factory and Cane Development Expenses etc., has been treated as Advance recoverable since the company is claiming the same from Government of Andhra Pradesh / N V R Co-Operative Sugar Factory.

**NOTE- 32****Managerial Remuneration :** (Rs. in Lacs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
<b>Managing Director</b>		
<b>Pabitrakumar Kalipada Bhattacharyya</b>		
---- Remuneration	10.75	30.00
(Ceased to be Managing Director w.e.f 9th August, 2023)		
<b>Jitendra Shah</b>		
(w.e.f 10th August,2023)		
---- Remuneration	19.25	-
<b>Total</b>	<b>30.00</b>	<b>30.00</b>



## NOTE- 33

## Related party disclosures :

## a) Name of the related parties:

Promoters/Promoters Group : Dr.R.T.Ravi - Chairman

Mr.Avinash Ravi - Director  
Mrs.Hemalata Ravi w/o Dr.R.T.Ravi  
Mr.Ajay Ravi S/o Dr.R.T.Ravi  
Mr.Aditya Ravi S/o Dr.R.T.Ravi  
M/s.Ipca Laboratories Ltd

Investing Parties having significant influence on the Company directly : M/s. Ipca Laboratories Ltd

Directors : Dr.R.T.Ravi - Chairman.  
Mr.Jitendra Shah -  
Managing Director  
(w.e.f 10th August 2023)  
Mr.Pabitrakumar Kalipada  
Bhattacharyya -  
Non Executive Director  
Mr.Avinash Ravi - Director  
Mr.Raj Kamal Prasad Verma-  
Independent Director  
Mr.Satish Khivisara -  
Independent Director  
Mr.G V L Prasad -  
Independent Director  
Mrs.Malati Tangirala -  
Independent Director

Key Management

Personnel : Mr.Ritesh Jain - CFO  
Mr.Keyur Doshi- CS  
( Ceased w.e.f 16.04.2024)

Companies in which Directors : M/s.Ravi Agroceuticals Pvt Ltd relatives are Directors

## b) Aggregated Related party disclosures for the financial year 2023-24

i) Particulars of transactions during the year (Rs. in Lacs)

Nature of Transaction	For the year ended 31st March 2024	For the year ended 31st March 2023
a) Remuneration and Perquisites paid/ payable to Promoters/Promoters Group Avinash Ravi	-	-
b) Remuneration paid/payable to Managing Director Pabitrakumar Kalipada Bhattacharyya (Upto 9th August, 2023)	10.75	30.00
Jitendra Shah (w.e.f 10th August,2023)	19.25	-
c) Sitting Fees paid/payable to Directors	5.00	4.15
d) Remuneration paid/payable to Key Managerial Persons R.Ravi babu	-	17.51
B.Taruni	-	2.89
e) Transactions with Investing Parties having significant influence on the Company directly -Ipca Laboratories Ltd		
ICD Received (Net)	1,050.00	4,100.00
Interest Paid/Payable on ICD (Net)	387.01	208.90
Purchases (Excluding Taxes) :		
Fixed Assets	48.29	64.95
RM Supply	112.65	404.16
Expenses Paid	5.97	-
Sales and Services made (Excluding Taxes & Cash Discount) :		
Lease Rent	101.69	101.69
Sale of Product/ Job Work	4,837.57	5,186.72
Advance Received (Net)	502.80	(54.17)
<b>TOTAL</b>	<b>7,080.98</b>	<b>10,066.81</b>

ii) Amounts due from /(due to) related parties at the year end (Rs. in Lacs)

Nature of Transaction	31st March 2024	31st March 2023
<b>a) Amounts due from /(due to) Investing Parties having significant influence on the Company directly</b>		
Ipca Laboratories - Lease Deposit	(4,500.00)	(4,500.00)
Ipca Laboratories - ICD	(5,350.00)	(4,300.00)
Ipca Laboratories Ltd - Creditor	(86.45)	(13.60)
Ipca Laboratories Ltd - Debtor	190.34	52.52
Ipca Laboratories Ltd - Advances Received	(1,660.05)	(1,157.26)
Interest Payable to Ipca on ICD	(846.63)	(498.32)
Ipca Laboratories Ltd - Non convertible, Redeemable,Non-cumulative preference shares	(13,000.00)	(13,000.00)
<b>b) Amounts due from /(due to) Promoters/Promoters Group</b>		
Interest Payable to Avinash Ravi on Loan	(107.47)	(107.47)
Remuneration Payable to Avinash Ravi	(28.11)	(28.11)
Remuneration Payable to Dr.R.T.Ravi	(36.45)	(36.45)
Rent Payable to Hemalatha Ravi	(18.02)	(18.02)
Salary Payable to Ajay Ravi	(4.75)	(4.75)
Salary Payable to Aditya Ravi	(4.84)	(4.84)
<b>c) Amounts due from /(due to) Companies in which Directors relatives are Directors</b>		
Rent Payable to Ravi Agroceuticals Pvt Ltd	(31.29)	(31.29)
<b>TOTAL</b>	<b>(25,483.72)</b>	<b>(23,647.59)</b>

**NOTE- 34**

The company has not created any Deferred Tax Asset during the financial year since the company has brought forward un absorbed depreciation losses and is not expecting any taxable profits in foreseeable future.

**NOTE- 35****Calculation of earnings per share :**

Disclosure as required by Accounting Standard - Ind AS 33 Earning Per Share of the Companies (Indian Accounting Standards) Rules 2015.

The earning per share is calculated by dividing the profit after tax by weighted average number of shares outstanding for basic and diluted EPS.

(Rs. in Lacs)

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Profit after Tax	(1,975.44)	(2,436.91)
Closing equity shares outstanding (Nos.)	-	-
Opening equity shares outstanding (Nos.)	21,560,586	21,560,586
Add: Issued during the year (Nos.)	-	-
Closing equity shares outstanding (Nos.)	21,560,586	21,560,586
Weighted avg no. of shares outstanding (Nos.) (Basic)	21,560,586	21,560,586
Weighted avg no. of shares outstanding (Nos.) (Diluted)	21,560,586	21,560,586
Nominal Value of Equity Share	10.00	10.00
Basic EPS	(9.16)	(11.30)
Diluted EPS	(9.16)	(11.30)

**NOTE- 36**

**Segment Information:** The company is operating in only one segment business of Pharma and there is no geographical segment to be reported.

**NOTE- 37**

The balances of trade receivables, trade payables, long term loans & advances, short term loans & advances, other current assets & other current liabilities are subject to confirmation from respective parties.

**NOTE- 38**

During the year, the company has made provision for gratuity on actuarial valuation and the company did not make any contribution to a scheme administered by the insurer to discharge the gratuity liability to its employees.

**NOTE- 39**

Figures have been rounded off to nearest thousand. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

For and on behalf of the Board of Directors

**For For BHAVANI & CO**

Chartered Accountants  
Firm's Reg No: 012139S

**CA S. Kavitha Padmini**  
Partner  
M.NO.229966

**DR. R.T. RAVI**

Chairman - DIN: 00272977

**Jitendra Shah**

Managing Director - DIN : 09377846

**RAKESH KALBATE**

Company Secretary  
(A66666)

Place : Mumbai  
Date : 21.05.2024

**RITESH JAIN**  
C F O

## Fair Value Measurement

## Financial instruments by category

(Rs. In Lacs)

Particulars	As at end of 31-March-2024			As at end of 31-March-2023		
	FVTPL	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost
<b>Financial Assets</b>						
Trade Receivables			190.34			52.52
Cash and cash equivalents			13.74			8.58
Other Financial Assets			301.29			28.60
<b>Total</b>			<b>505.36</b>			<b>89.70</b>
<b>Financial Liabilities</b>						
Trade Payables			1897.00			1528.06
Borrowings			18,750.73			17774.32
Others			-			-
<b>Total</b>			<b>20,647.73</b>			<b>19302.38</b>

## The following are the analytical ratios for the year ended 31st March 2024 and 31st March 2023

Ratio	Numerator	Denominator	Units	31.03. 2024	31.03. 2023	Variance	Reason of Variance (Where variance is more than 25%)
Current Ratio	Current Assets	Current Liabilities	No of times	0.28	0.33	-13.76%	
Debt Equity Ratio	Total Debt	Share Holder Equity	No of times	(1.62)	(1.84)	-11.88%	
Debt Service Coverage Ratio	Earnings available for Debt Service	Debt Service	No of times	(0.04)	(0.08)	-48.74%	Increase in Debt and decrease in Shareholder's Equity due to Loss
Return on Equity	Net Profit after Taxes	Average Share Holders equity	Percentage				Ratio is not applicable since both numerator and denominator are negative.
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory		1.51	2.93	-48.50%	Reduction in average Inventory & Reduction in cost of Goods sold.
Trade Receivables Turnover Ratio	Net Credit Sales	Average Trade Receivables	No of times	41.52	74.39	-44.19%	Due to reduction in Credit Sales
Trade Payable Turnover Ratio	Net Credit Purchases	Average Trade Payables	No of times	1,293.47	737.13	75.47%	Due to decrease in Average Trade Payable & Decrease in Purchases.
Net Capital Turnover Ratio	Net Sales	Working Capital	No of times	(1.15)	(1.60)	-28.22%	Due to Decrease in Net Sales & Reduction in Net Current Assets.
Net Profit Ratio	Net Profit	Net Sales	Percentage	(0.39)	(0.47)	-17.15%	
Return on Capital Employed	Earnings before interest & tax	Capital Employed	Percentage	(0.23)	(0.29)	-20.68%	



**Form No. MGT-11**  
**Proxy form**

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

CIN : L24110AP1991PLC103912  
 Name of the company : Krebs Biochemicals & Industries Limited  
 Registered office : Kothapalli (V), Kasimkota (M), Anakapalli, Vishakapatnam(D)  
 Andhra Pradesh- 531031

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

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

1. Name : .....

Address : .....

E-mail Id : .....

Signature: ....., or failing him

2. Name : .....

Address : .....

E-mail Id : .....

Signature: ....., or failing him

3. Name : .....

Address : .....

E-mail Id : .....

Signature: ....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual General Meeting of the Company, to be held on **Friday, 27th day of September 2024 at 11:30 AM** at Registered Office – Kothapalli (Village), Kasimkota (Mandal), Anakapalli, Vishakapatnam (District), Andhra Pradesh - 531031 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

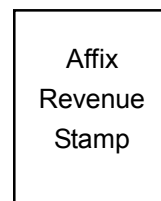
1. To receive, consider, approve and adopt the Audited Balance Sheet, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended 31st March 2024 together with the Notes attached thereto along with the Reports of Auditors and Directors thereon.
2. To appoint a director in place of Dr. R. T. Ravi (DIN- 00272977), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a director in place of Mr. P. K. Bhattacharya (DIN- 07131152), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Statutory Auditors and fix their remuneration
5. Continuation of Dr. Malati Tangirala (DIN: 07094957) as a Non-Executive Independent Director of the Company after attaining the age of 75 years.
6. Approval for Related Party Transactions with Ipca Laboratories Limited.
7. To ratify the remuneration payable to the Cost Auditors

Signed this ..... day of..... 2024

Signature of shareholder

Signature of Proxy holder(s)

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



**KREBS BIOCHEMICALS & INDUSTRIES LIMITED**

Kothapalli (V), Kasimkota (M), Anakapalli, Vishakapatnam (D)  
Andhra Pradesh - 531031

**ATTENDANCE SLIP**

(Please present this slip at the Meeting venue)

I hereby record my presence at the 32nd Annual General Meeting of the members of the Company to be held on Friday, 27th of September 2024 at 11:30 AM at Registered Office - Kothapalli (Village), Kasimkota (Mandal), Anakapalli, Vishakapatnam (District), Andhra Pradesh - 531031 and at any adjourned meeting thereof.

Shareholders/Proxy's Signature \_\_\_\_\_

Shareholders/Proxy's full name \_\_\_\_\_

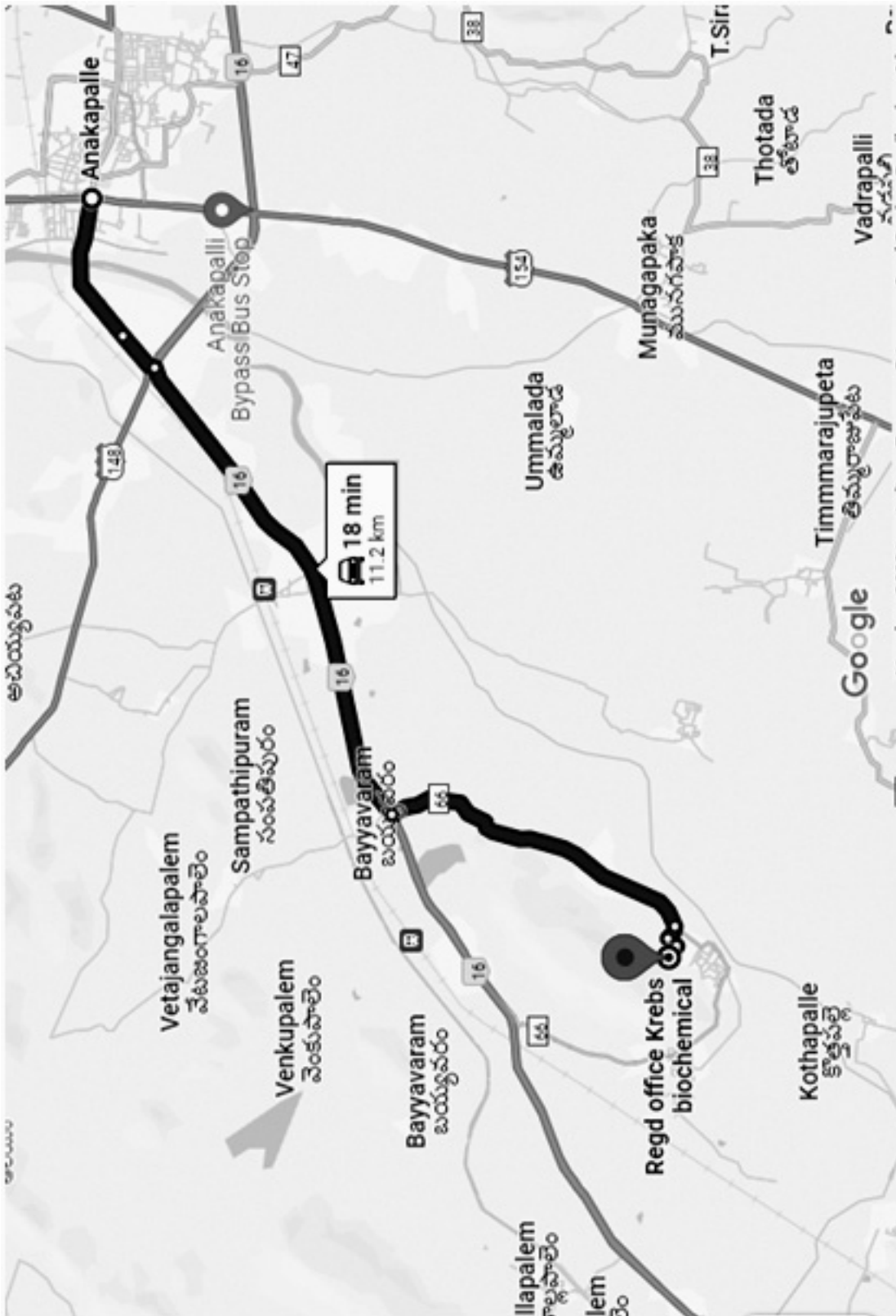
(In block letters)

Folio No./ Client ID \_\_\_\_\_

No. of shares held \_\_\_\_\_

**Note:** Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.

# ROUTE MAP FOR 32<sup>nd</sup> ANNUAL GENERAL MEETING



If undelivered return to :  
**Krebs Biochemicals & Industries Limited**  
Kothapalli (Village), Kasimkota (Mandal),  
Anakapalli, Vishakapatnam (District),  
Andhra Pradesh - 531031  
CIN:L24110AP1991PLC103912  
Tel: 091 - 9121144984  
Email : [investors@krebsbiochem.com](mailto:investors@krebsbiochem.com)  
Website : [www.krebsbiochem.com](http://www.krebsbiochem.com)