



***Thirty Sixth Annual Report***  
**2024-25**



**Phyto Chem (India) Limited**



## Phyto Chem (India) Limited

### **Board of Directors**

Dr. P. Sreemannarayana	-	Chairman
Mr. P. Anjaneyulu	-	Director (up to 11-08-2025)
Mr. Y. Nayudamma	-	Managing Director
Mr. Y. Janaki Ramaiah	-	Executive Director
Dr. Y. Venkateswarlu	-	Director (up to 29-09-2025)
Dr. G.S.R. Anjaneyulu	-	Independent Director (up to 29-09-2025)
Mr. M. Sreerama Murthy	-	Independent Director
Mr. S.Y.Sampath Kumar	-	Independent Director
Mrs. G.Vijitha	-	Independent Director
Mr. N.Nagendra Naidu	-	Independent Director
Mr. N.Sudhakar	-	Additional Non-Executive Independent Director (from 11-08-2025)
Mr. K.Srinivasa Rao	-	Additional Non-Executive Non-Independent Director (from 11-08-2025)
Mr. Y.Sreemannarayana	-	Additional Executive Non-Independent Director (from 11-08-2025)
Mr. Pavansingh Thakur	-	Company Secretary & Compliance Officer (up to 10-10-2024)
Mr.T.V.Satish Babu	-	Company Secretary & Compliance Officer (from 31-03-2025)
Mr. B. Sambasiva Rao	-	Chief Financial Officer

### **Auditors**

#### **M/s. Yelamanchi & Associates**

Chartered Accountants,  
No.8-3-229/W/34  
Women Co-op-Housing Society, Venkatagiri,  
Road No:11, Jubilee Hills, Hyderabad – 500 045.

### **Secretarial Auditors**

#### **M/s. Vijendra & Co.,**

Company Secretaries,  
No.1-57/38 C Block, 3<sup>rd</sup> Floor, Sri Ram Nagar Colony,  
Kondapur, Hyderabad – 500 084.

### **Bankers**

#### **M/s. The Federal Bank Limited,**

Hyderabad Branch, Bank Street, Koti, Hyderabad - 500 001.

### **Common Share Transfer Agents**

#### **(Physical & Electronic)**

#### **M/s. Bigshare Services Pvt. Limited,**

No.306, 3<sup>rd</sup> Floor, Right Wing, Amrutha Ville,  
Opp: Yashoda Hospital, Raj Bhavan Road,  
Somajiguda, Hyderabad - 500 082. Phone No: 040-23374967.

### **Corporate Office**

No.8-3-229/23, First Floor, Thaherville,  
Yousufguda Checkpost, Hyderabad - 500 045.  
Phone No: 040-23557712, 23557713.

### **Registered Office & Factory**

Survey No.628, Temple Street,  
Bonthapally - 502 313, Gummadidala Mandal,  
Sangareddy Dist., Telangana State.

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### **Notice of Annual General Meeting:**

Notice is hereby given that the Thirty Sixth Annual General Meeting of the Members of M/s. Phyto Chem (India) Limited (CIN: L24110TG1989PLC009500) will be held on Monday, the 29<sup>th</sup> day of September 2025 at 12:15 P.M. at the Registered Office of the Company at #Survey No.628, Temple Street, Bonthapally - 502 313, Gummadidala Mandal, Sangareddy District, Telangana State, India to transact the following business:

### **Ordinary Business:**

1. To receive, consider and adopt the Audited Financial Statements of the Company as at 31<sup>st</sup> March 2025, along with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Dr.P. Sreemannarayana (DIN:00377472), who retires by rotation and being eligible, offers himself for reappointment.

### **Special Business:**

#### **3. Re-appointment of Mr. Y.Nayudamma (DIN: 00377721) as Managing Director of the Company.**

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

**“RESOLVED THAT** pursuant to provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and as recommended by Nomination and Remuneration Committee, approval of the Company be and is hereby accorded to the reappointment of Mr. Y. Nayudamma (DIN: 00377721) as Managing Director of the Company for a period of 3 years w.e.f. 01<sup>st</sup> January, 2025 to 31<sup>st</sup> December, 2027 on the following terms and conditions.”

- a. Salary: Rs.2,50,000.00 per month in scale of Rs.2,50,000.00 - Rs.50,000.00 - Rs.3,50,000.00
- b. Incentive Bonus: Equivalent to one month salary.
- c. Perquisites:
- i. P.F: 12% of the salary as per applicable rules,

ii. Gratuity: Half month salary per every year of completed service,

iii. Entitled to encashment of Leave at the end of tenure which will not be included in the computation of the ceiling on perquisites.

**“RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year, during his tenure as Managing Director, minimum remuneration shall alone be paid as prescribed under provisions of the Companies Act, 2013 and Schedule V.

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

#### **4. Re-appointment of Mr. Yugandhar Sampath Kumar Sakhamuri (DIN: 02389255) as a Non Executive and Independent Director of the Company.**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Yugandhar Sampath Kumar Sakhamuri (DIN: 02389255), who was appointed as Non-Executive and Independent Director of the Company by members in the AGM held on 28<sup>th</sup> December 2020 for a period of five consecutive years and whose term of office expires at the ensuing 36<sup>th</sup> AGM and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for re-appointment for the office of Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, and Regulation 16(1)(b) and 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time as recommended by Nomination and Remuneration Committee,



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Mr. Yugandhar Sampath Kumar Sakhamuri (DIN: 02389255) be and is hereby re-appointed as Non-Executive and Independent Director of the Company to hold office for second term of five consecutive years from the conclusion of ensuing 36<sup>th</sup> Annual General Meeting till the conclusion of 41<sup>st</sup> Annual General Meeting, not liable to retire by rotation and to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the meetings of the Board and/ or Committees as determined by the Board from time to time."

**5. Re-appointment of Mrs. Vijitha Gorrepati (DIN: 03492979) as a Women Non-Executive and Independent Director of the Company.**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Vijitha Gorrepati (DIN: 03492979), who was appointed as Women Non-Executive and Independent Director of the Company by members in the AGM held on 28<sup>th</sup> December 2020 for a period of five consecutive years and whose term of office expires at the ensuing 36<sup>th</sup> AGM and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for re-appointment for the office of Director and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, and Regulation 16(1)(b) and 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time as recommended by Nomination and Remuneration Committee, Mrs. Vijitha Gorrepati (DIN: 03492979) be and is hereby re-appointed as Women Non-Executive and Independent Director of the Company to hold office for second term of five consecutive years from the conclusion of ensuing

36<sup>th</sup> Annual General Meeting till the conclusion of 41<sup>st</sup> Annual General Meeting, not liable to retire by rotation and to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the meetings of the Board and/ or Committees as determined by the Board from time to time."

**6. Appointment of Mr. Sudhakar Nadendla (DIN: 00426897) as a Non-Executive and Independent Director of the Company.**

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

**"RESOLVED THAT** pursuant to provisions of Sections 149, 150 and 152 and other applicable provisions of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 16(1)(b) and 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee, Mr. Sudhakar Nadendla (DIN: 00426897) be and is hereby appointed as Non-Executive and Independent Director of the Company for a period of 5 consecutive years commencing from 11<sup>th</sup> August, 2025 to 10<sup>th</sup> August, 2030, not liable to retire by rotation and to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the meetings of the Board and/ or Committees as determined by the Board from time to time."

**7. Appointment of Mr. K. Srinivasa Rao (DIN: 03334048) as a Non Executive and Non Independent Director of the Company.**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 152, and other applicable provisions of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and based on the recommendation of the Nomination and

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Remuneration Committee, Mr. K. Srinivasa Rao (DIN: 03334048), be and is hereby appointed as Non-Executive and Non-Independent Director of the Company, liable to retire by rotation.

### **8. Appointment of Mr. Sreemannarayana Yarlagadda (DIN: 11221068) as Executive and Non Independent Director of the Company.**

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

**“RESOLVED THAT** pursuant to provisions of Sections 196 and 197 read with Schedule V and all other applicable provisions if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and as recommended by Nomination and Remuneration Committee, Mr. Sreemannarayana Yarlagadda (DIN: 11221068) be and is hereby appointed as Executive and Non-Independent Director of the Company for a period of 3 consecutive years commencing from 11<sup>th</sup> August, 2025 to 10<sup>th</sup> August, 2028 on the following terms and conditions.”

- a. Salary: Rs. 75,000.00 per month in scale of Rs. 75,000.00 - Rs. 20,000.00 - Rs. 1,15,000.00.
- b. Incentive Bonus: Equivalent to one month salary.
- c. Perquisites:
  - i. P.F: 12% of the salary as per applicable rules,
  - ii. Gratuity: One month salary per every year of completed service,
  - iii. Entitled to encashment of Leave at the end of tenure which will not be included in the computation of the ceiling on perquisites.

**“RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year, during his tenure as Executive and Non-Independent Director, minimum remuneration shall alone be paid as prescribed under provisions of the Companies Act, 2013 and Schedule V.

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

### **9. Approval for re-appointment of Secretarial Auditors for the term of five years from financial year 2025-26 to 2029-30**

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

**“RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Key Managerial Personnel) Rules 2014, Regulation 24A of the SEBI (LODR) Regulations, 2015 and other applicable provisions, if any, of the Companies Act 2013, the consent of the members of the Company be and is hereby accorded for re-appointment of M/s. Vijendra & Co., Company Secretaries, Hyderabad as Secretarial Auditors of the Company for a term of Five financial years from Financial Year 2025-26 to 2029-30.”

**“RESOLVED FURTHER THAT** the remuneration payable to M/s. Vijendra & Co., shall be fixed by the Board of Directors of the Company and the terms and conditions of the same shall be as per the letter of offer.”

**“RESOLVED FURTHER THAT** Board of Directors of the Company be and are hereby severally authorised to file necessary forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary to give effect to the above said resolution.”

For and on behalf of the Board

**Y. Nayudamma**  
Managing Director  
DIN: 00377721

Place : Hyderabad  
Date : 11<sup>th</sup> August 2025



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### Notes

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on poll instead of himself/ herself and a proxy need not be a member of the Company. The instrument of Proxy in order to be effective should be deposited at its Registered Office of the Company not later than forty-eight hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholders.

2. The Register of Members and Share Transfer Books of the Company will remain closed from **23-09-2025 to 29-09-2025** (both days inclusive) for the purpose of the meeting.
3. Electronic copy of the Annual Report and the Notice of the Annual General Meeting of the Company 'inter-alia' indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent to all the members whose e-mail ids are registered with the Company/ Depository Participant(s) for communication purposes, unless any member has requested for a hard copy of the same. For members who have not registered their e-mail address, physical copies of the above documents are being sent in the permitted mode.
4. Members are requested to notify any change in their addresses to the Company or Registrar and Transfer Agent of the Company immediately. Members holding shares in electronic form are requested to approach Depository Participants in case of any change of address, e-mail id's and Bank details.

The Members are aware that the Company's shares are tradable compulsorily in electronic form and your Company has established connectivity with Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL). In view of the numerous advantages offered by the depository system, the Members are requested to avail the facility of Dematerialisation of the Company's shares on NSDL or CDSL. The ISIN allotted to the

Company's Equity shares is **INE 037C01010**.

5. Members are requested to affix their signatures at the space provided on the attendance slip annexed to proxy form and handover the slip at the entrance of the meeting hall. The Corporate Members are requested to send a duly certified copy of the Board Resolution/ Power of Attorney authorising their representatives to attend and vote at the Annual General Meeting.
6. Members may also note that the Notice of the Annual General Meeting and the Annual Report will also be available on the Company's website. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at # Survey No.628, Temple Street, Bonthapally – 502 313, Gummadidala Mandal, Sangareddy District, Telangana State for inspection during normal business hours on all working days. Even after registering for e-communication, members are entitled to receive such communication in physical form upon making a request for the same by post at free of cost.
7. Voting through Electronic means:
  - a. The Company is pleased to provide members the facility to exercise their right to vote on the resolutions as set out in the Notice calling for the Annual General Meeting (AGM) by 'electronic means' and all the business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL), in compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
  - b. Voting rights are reckoned on the basis of the shares registered in the names of the members/ beneficial owners as on the record date fixed for this purpose viz., **22-09-2025**.
  - c. **Mr. Palavalasa Vijendra**, representing M/s. Vijendra & Co., Practicing Company Secretary has been appointed as scrutinizer for conducting the e-voting process in a fair and transparent manner.
  - d. The members are requested to read the instructions given below:
  - e. The e-voting facility is available at the link:

EVSN (e-voting Sequence Number)	Commencement of e-voting	End of e-voting
250820036	26-09-2025	28-09-2025

In case of members receiving e-mail:

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- i. Log on to the e-voting website: [www.evotingindia.com](http://www.evotingindia.com).
- ii. Click on “Shareholders” tab to cast your votes.
- iii. Now, select the “EVSN” along with “PHYTO CHEM (INDIA) LIMITED” from the drop down menu and click on “SUBMIT”.
- iv. Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any Company, then your existing password is to be used.
- vii. If you are a **first time user**, follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
<b>PAN*</b>	<p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) .</p> <ul style="list-style-type: none"> <li>* Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.</li> <li>* In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</li> </ul>
<b>DOB#</b>	<p>Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.</p>
<b>Dividend Bank Details#</b>	<p>Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>* Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company, please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.</li> </ul>

- viii. After entering these details appropriately, click on “SUBMIT” tab.
- ix. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting on the resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password is confidential.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the relevant **EVSN** on which you choose to vote.
- xii. On the voting page, you will see “**RESOLUTION DESCRIPTION**” and against the same the option “**YES/NO**” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the “**RESOLUTIONS FILE LINK**” if you wish to view the entire Resolution details.
- xiv. After selecting the resolution if you have decided to vote on, click on “**SUBMIT**”. A confirmation box will be displayed. If you wish to confirm your vote, click on “**OK**”, else to change your vote, click on “**CANCEL**” and accordingly modify your vote.
- xv. Once you “**CONFIRM**” your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take out print of the voting done by you by clicking on “**Click here to print**” option on the Voting page.
- xvii. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  - \* Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.



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- \* They should email a scanned copy of the Registration Form bearing the stamp and sign of the entity [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- \* After receiving the login details, they have to create a compliance user using the admin login and password. The compliance user would be able to link the account(s) which they wish to vote.
- \* The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- \* They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

In case of members receiving the physical copy:

- A. Please follow all steps from S.No. i to xvii of notes 7.e. above to cast vote.
- B. The e-voting period begins from **9:00 am on Friday, the 26<sup>th</sup> September 2025 and will end by 5:00 pm on Sunday, the 28<sup>th</sup> September 2025**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (holding date) i.e **Monday, 22<sup>nd</sup> September 2025**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- C. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- D. The Scrutinizer shall within a period not exceeding two working days from the conclusion of the e-Voting period unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast "in favour" or "against", if any, forthwith to the Chairman of the Company.
- E. The results declared along with the Scrutinizer's Report will be placed on the Company's website [www.phytochemindia.com](http://www.phytochemindia.com) and on the website of CDSL within two days of passing of the resolutions at the AGM and communicated to the Stock Exchange.

- F. All documents referred to in the accompanying Notice and the Explanatory Statement will be open for inspection at the Registered Office of the Company during normal business hours on all working days up to and including the date of the AGM.

**Additional information about the Directors being appointed/ reappointed as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Item No. 2: Re-appointment of Dr. Sreemannarayana Prathipati (DIN: 00377472) as Director of the Company.**

**Dr. Sreemannarayana Prathipati (DIN: 00377472)** aged about 78 years, is a Post Graduate in Medicine, Non-Resident Indian and he had worked for more than 30 years in U.S.A. He has been the Chairman of the Company since 1995. He is presently residing in India. He holds 1,25,100 equity shares in the Company.

### **Explanatory Statement:**

This explanatory statement is provided as per Section 102 of the Act read with Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India.

**Item No. 3: Re-appointment of Mr. Y. Nayudamma (DIN: 00377721) as Managing Director of the Company.**

**Mr. Y. Nayudamma (DIN: 00377721)**, aged about 69 years, is a Graduate in Economics and is an Agriculturist. He has about 33 years of experience in the field of manufacturing and marketing of Pesticides. He is the promoter Director of the Company. Having been appointed initially as the Director of the Company in 1993, he was later in June, 1999 appointed as Managing Director and since then, he is continuing in the said position. He holds 3,38,306 Equity Shares in the Company.

**Item No.4: Re-Appointment of Mr. Yugandhar Sampath Kumar Sakhamuri (DIN:02389255) as a Non-Executive and Independent Director of the Company.**

**Mr. Yugandhar Sampath Kumar Sakhamuri (DIN:02389255)**, aged about 52 years is a B.Com. Graduate and Post Graduate in M.B.A with Finance & Marketing. He has 27 years of experience in the fields of Marketing and Finance. He is now Managing Director of M/s. Ruchi Corporate Solutions Private Limited and Director in M/s. Namirates Corporation Private Limited.



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**Item No.5: Re-Appointment of Mrs. Vijitha Gorrepati (DIN: 03492979) as a Women Non-Executive and Independent Director of the Company.**

**Mrs. Vijitha Gorrepati (DIN: 03492979)**, aged about 48 years is a B.Com. Graduate. She has over 15 years of experience in the field of Pharmaceutical Formulations and is now Director of M/s. Revat Laboratories Private Limited, Hyderabad & M/s. Sai Parenteral's Private Limited. She has rich experience in the fields of Production, Procurement, Finance and Administration.

**Item No.6: Appointment of Mr. Sudhakar Nadendla (DIN:00426897) as a Non-Executive and Independent Director of the Company.**

**Mr. Sudhakar Nadendla (DIN:00426897)**, aged about 67 years, is a Post Graduate in Commerce and he has rich experience of 26 years in accounts and printing industry. Previously, he served as the Director and Independent Director for about 15 years in Phyto Chem (India) Limited. He holds 20 equity shares in the Company.

**Item No.7: Appointment of Mr. K. Srinivasa Rao (DIN: 03334048), as a Non-Executive and Non Independent Director of the Company.**

**Mr. K. Srinivasa Rao (DIN: 03334048)**, aged about 58 years, graduate in Mechanical Engineering and Post Graduate in Advance Manufacturing Systems. He has good experience in the construction and real estate fields, who also had previously served as an Alternate Director to Dr. Y. Venkateswarlu (DIN:00377568) for several years. He holds 20,094 equity shares in the Company.

**Item No.8: Appointment of Mr. Sreemannarayana Yarlagaadda (DIN: 11221068) as Executive and Non-Independent Director of the Company.**

**Mr. Sreemannarayana Yarlagaadda (DIN: 11221068)** aged about 27 years, is a Graduate in Mechanical Engineering and Post Graduate in International Business and Management from University of Westminster, London and he is also a diploma holder in Strategic Management and Leadership Practice from Chartered Management Institute, London. He holds 1,02,011 equity shares in the Company.

### **Explanatory Statement:**

This explanatory statement is provided as per Section 102 of the Act read with Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India.

### **Special Business:**

#### **Item No.3:**

At the 33<sup>rd</sup> Annual General Meeting of the Company held on 28<sup>th</sup> day of September 2022, the Members had approved for reappointment of Mr. Y. Nayudamma (DIN:00377721) as Managing Director of the Company for a period of 3 years up to 31-12-2024 and for revision of remuneration.

The Board had considered for reappointment of Mr. Y. Nayudamma (DIN:00377721) as Managing Director of the Company in its Meeting held on 13<sup>th</sup> November 2024 for a period of 3 years from 01-01-2025 to 31-12-2027 as recommended by the Nomination and Remuneration Committee on the revised terms and conditions detailed in the resolution. It is proposed to seek the members' approval for the reappointment and remuneration payable to Mr. Y. Nayudamma as Managing Director of the Company in terms of Sections 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 and rules made thereunder.

Reasons for reappointment of Mr.Y.Nayudamma as Managing Director:

Despite of approaching 70 years of age, Mr.Y. Nayudamma's reappointment is justified due to his:

1. Extensive experience: Over 33 years in the industry.
2. Valuable contribution: Remarkable impact since his induction in 1993 and elevation to Managing Director in 1999.
3. Leadership: Successfully navigated the company through crises.
4. Board's confidence: His expertise and guidance are highly valued by the Board of Directors.

Given his crucial role in steering the company through challenging times, his reappointment is deemed essential.

### **I. General Information:**

- a. Nature of Industry: Manufacturing and Marketing of Pesticides.
- b. Date of commencement of commercial production: 30<sup>th</sup> October 1993.
- c. Financial Performance

(Rs. in Lakhs)

Particulars	2022-23	2023-24	2024-25
Gross Revenue	2,691.85	1,712.96	1,655.11
Total Expenditure	2,455.31	1,841.92	1,575.94
Financial Expenses	210.11	204.97	184.00
Operating Profit/(Loss)	26.43	(333.93)	(104.83)



## Phyto Chem (India) Limited

**II. Information about the Appointee:** Enclosed Annexure.

**III. Other Information:**

**a. Reasons for inadequacy of profits:**

The Company has achieved a turnover of Rs. 1,655.11 lakhs against Rs. 1,712.96 lakhs of the corresponding period of previous year and could register relatively less turnovers. The factors which influenced the turnovers mainly are the following:

1. Due to unhealthy competition in respect of market prices.
2. Non-receipt of timely rains in many places across the country.
3. Supply is more than market demand.
4. Non-receipt of payments from the market on time, etc.

**b. Steps taken or proposed to be taken for improvement:**

Restructuring of operations to optimize cost, expenses and improving revenues was undertaken during current financial year.

**c. Expected increase in productivity and profits in measurable terms:**

Expected revenues to improve in the current financial year.

**IV. Disclosures:**

The remuneration proposed to be paid to Mr. Y. Nayudamma, Managing Director, is in accordance with Sections 196, 197 and Schedule V of the Companies Act, 2013 and other applicable provisions of the Act and rules made thereunder. The details of his remuneration package are provided in the Annual Report of the Company.

Except Mr. Y. Nayudamma (DIN:00377721) and his son Mr. Sreemannarayana Yarlagadda (DIN: 11221068) none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution. This Explanatory Statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board recommends the Resolution set forth in Item No. 3 for approval of the shareholders.

**Item No. 4:**

The Board of Directors of your Company in compliance with the respective laws and considering

the necessity to fill the vacancy and based on the recommendation of the Nomination and Remuneration Committee, has considered the re-appointment of Mr. Yugandhar Sampath Kumar Sakhamuri (DIN: 02389255) as an eligible and experienced candidature to act as Independent Director of the Company.

Mr. Yugandhar Sampath Kumar Sakhamuri (DIN: 02389255), aged about 52 years is a B. Com graduate and postgraduate M.B.A with Finance & Marketing. He has 27 years of experience in the fields of Marketing and Finance. He worked in M/s. Jagsonpal Pharmaceuticals Limited, New Delhi as a Regional Head. He is now Managing Director in M/s. Ruchi Corporate Solutions Private Limited and a Director in M/s. Namirates Corporation Private Limited.

In terms of Section 149(6) of the Companies Act, 2013, which specifies the criteria of independence for a director, the Company has received a declaration from Mr. Yugandhar Sampath Kumar Sakhamuri confirming that he meets the criteria of an Independent Director.

Mr. Yugandhar Sampath Kumar Sakhamuri, is eligible and offered himself for re-appointment. The Board of Directors therefore proposed to re-appoint him as a Non-Executive Independent Director of the Company for a term of five consecutive years from the conclusion of this 36<sup>th</sup> AGM till conclusion 41<sup>st</sup> AGM of the Company subject to the Members approval. A notice has been received from a member proposing him as a candidate for the office of Director of the Company and he fulfils the criteria specified in the Companies Act, 2013 and rules made thereunder for his re-appointment as an Independent Director.

The Board considers that his induction into the Board would be of immense benefit to the Company as an Independent Director. Accordingly, the Board recommends the resolution in relation to his re-appointment for the approval by the shareholders of the Company and he does not hold any shares in the Company.

Except Mr. Yugandhar Sampath Kumar Sakhamuri (DIN: 02389255), none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution. This Explanatory Statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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The Board recommends the Resolution set forth in Item No. 4 for approval of the shareholders.

### Item No. 5:

The Board of Directors of your Company in compliance with the respective laws and considering the necessity to fill the vacancy and based on the recommendation of the Nomination and Remuneration Committee, considered the re-appointment of Mrs. Vijitha Gorrepati (DIN: 03492979) as an eligible and experienced candidature to act as Women Independent Director of the Company.

Mrs. Vijitha Gorrepati (DIN: 03492979) is having 15 years of experience in the field of Pharmaceutical Formulations as Director of M/s. Revat Laboratories Private Limited, Hyderabad and in M/s. Sai Parenteral's Private Limited.

In terms of Section 149(6) of the Companies Act, 2013, which specifies the criteria of independence for a director, the Company has received a declaration from Mrs. Vijitha Gorrepati confirming that she meets the criteria of an Independent Director.

Mrs. Vijitha Gorrepati, is eligible and offered herself for re-appointment. The Board of Directors therefore proposed to re-appoint her as a Women Non-Executive Independent Director of the Company for a term of five consecutive years from the conclusion of this 36<sup>th</sup> AGM till conclusion 41<sup>st</sup> AGM of the Company subject to the Members approval. A notice has been received from a member proposing her as a candidate for the office of Director of the Company and she fulfils the criteria specified in the Companies Act, 2013 and rules made thereunder for her re-appointment as an Independent Director.

As per the provisions of Section 149(1) of the Act and SEBI (LODR) Regulations, 2015, the Company should have at least one Women Director.

Mrs. Vijitha Gorrepati is not disqualified from being re-appointed as a Director in terms of Section 164 of the Act and has given her consent to act as Director.

The Company has also received declaration from Mrs. Vijitha Gorrepati that she meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and SEBI (LODR) Regulations, 2015, Mrs. Vijitha Gorrepati possess appropriate skills, experience and knowledge, inter alia, in the fields of Production, Procurement, Finance and Administration.

Keeping in view of her vast expertise and knowledge, it will be in the interest and beneficial of the Company

that Mrs. Vijitha Gorrepati is appointed as an Independent Director.

Except Mrs. Vijitha Gorrepati (DIN: 03492979), none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution. This Explanatory Statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board recommends the Resolution set forth in Item No. 5 for approval of the shareholders.

### Item No. 6:

The Board of Directors of your Company in compliance with the respective laws and considering the necessity to fill the vacancy and based on the recommendation of the Nomination and Remuneration Committee, has considered the appointment of Mr. Sudhakar Nadendla (DIN:00426897) as an eligible and experienced candidature to act as Independent Director of the Company.

Mr. Sudhakar Nadendla (DIN:00426897), aged about 67 years is a Post Graduate in Commerce. He has 26 years of experience in the fields of Accounts and Printing Industry in M/s. Annapurna Printers and M/s. Suresh Printers.

In terms of Section 149(6) of the Companies Act, 2013, Mr. Sudhakar Nadendla has submitted a declaration confirming that he meets the criteria of independence as prescribed under the Act. The Brief resume of Mr. Sudhakar Nadendla (DIN:00426897), nature of his expertise in specific functional areas as stipulated under SEBI (LODR) Regulations, 2015 with the Stock Exchanges, are forming part of the Annual Report.

Mr. Sudhakar Nadendla (DIN:00426897), is eligible and offered himself for appointment. The Board of Directors therefore proposed to appoint him as a Non-Executive Independent Director of the Company for a term of five consecutive years from 11<sup>th</sup> August, 2025 to 10<sup>th</sup> August, 2030 subject to the Members approval. A notice has been received from a member proposing him as a candidate for the office of Director of the Company and he fulfils the criteria specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director.

The Board considers that his induction into the Board would be of immense benefit to the Company as an Independent Director. Accordingly, the Board recommends the resolution in relation to his



## Phyto Chem (India) Limited

appointment for the approval by the shareholders of the Company and he hold 20 shares in the Company.

Copy of the draft letter for appointment of Mr. Sudhakar Nadendla (DIN:00426897) as Non-Executive and Independent Director setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

Except Mr. Sudhakar Nadendla (DIN: 00426897), none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution. This Explanatory Statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board recommends the Resolution set forth in Item No. 6 for approval of the shareholders.

### Item No. 7:

The Board of Directors of your Company in compliance with the respective laws and considering the necessity to fill the vacancy and based on the recommendation of the Nomination and Remuneration Committee, the Board considered the appointment of Mr. K. Srinivasa Rao (DIN: 03334048) as an eligible and experienced candidature to act as Non-Independent Director of the Company.

Mr. K. Srinivasa Rao (DIN: 03334048), aged about 58 years, graduate in Mechanical Engineering and Post Graduate in Advance Manufacturing Systems. He has good experience in the construction and real estate fields, who also had previously served as an Alternate Director to Dr. Y. Venkateswarlu (DIN: 00377568) for several years.

The Brief resume of Mr. K. Srinivasa Rao (DIN: 03334048), nature of his expertise in specific functional areas and name of companies in which he holds Directorship as stipulated under SEBI (LODR) Regulations, 2015 with the Stock Exchanges, are forming part of the Annual Report.

Mr. K. Srinivasa Rao (DIN: 03334048), is eligible and offered himself for appointment. The Board of Directors therefore proposed to appoint him as a Non-Executive and Non-Independent Director of the Company subject to the Members approval. A notice has been received from a member proposing him as a candidate for the office of Director of the Company and he fulfils the criteria specified in the Companies Act, 2013 and rules made thereunder for his appointment as a Director.

The Board considers that his induction into the Board

would be of immense benefit to the Company as an Non-Independent Director. Accordingly, the Board recommends the resolution in relation to his appointment for the approval by the shareholders of the Company and he holds 20,094 equity shares in the Company.

Copy of the draft letter for appointment of Mr. K. Srinivasa Rao (DIN: 03334048), as Non-Executive and Non-Independent Director setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

Except Mr. K. Srinivasa Rao (DIN: 03334048), none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution.

This Explanatory Statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board recommends the Resolution set forth in Item No. 7 for approval of the shareholders.

### Item No. 8:

The Board of Directors of your Company in compliance with the respective laws and considering the necessity to fill the vacancy and based on the recommendation of the Nomination and Remuneration Committee, has considered Mr. Sreemannarayana Yarlagaadda (DIN: 11221068) as an eligible and experienced candidature to act as Executive and Non-Independent Director of the Company.

Mr. Sreemannarayana Yarlagaadda, aged about 27 years, is a Graduate in Mechanical Engineering and holds a Post Graduate degree in International Business and Management from the University of Westminster, London. He also holds a Diploma in Strategic Management and Leadership Practice from the Chartered Management Institute, London. He has about 2 years' experience in production and procurement in the pesticide business at M/s. Phyto Chem (India) Limited during 2019–2021 and presently worked for approximately eight months as a Management Trainee.

He was appointed as an Additional Executive and Non-Independent Director of the Company in the Board meeting held on 11th August 2025. In terms of Section 161(1) of the Companies Act, 2013, he holds office up to the conclusion of this 36th AGM and requires the approval of the shareholders to continue as Executive and Non-Independent Director.

## Phyto Chem - Annual Report - 2024-25

The Board recommends the Resolution set forth in Item No. 8 for approval of the shareholders.

### I. General Information:

- a. Nature of Industry: Manufacturing and Marketing of Pesticides.
- b. Date of commencement of commercial production: 30<sup>th</sup> October 1993.
- c. Financial Performance

(Rs. in Lakhs)

Particulars	2022-23	2023-24	2024-25
Gross Revenue	2,691.85	1,712.96	1,655.11
Total Expenditure	2,455.31	1,841.92	1,575.94
Financial Expenses	210.11	204.97	184.00
Operating Profit/(Loss)	26.43	(333.93)	(104.83)

II. Information about the Appointees: Enclosed Annexure.

### III. Other Information:

- a. Reasons for inadequacy of profits:

The Company has achieved a turnover of Rs. 1,655.11 lakhs against Rs. 1,712.96 lakhs of the corresponding period of previous year and could register relatively less turnovers. The factors which influenced the turnovers mainly are the following:

1. Due to unhealthy competition in respect of market prices.
2. Non-receipt of timely rains in many places across the country.
3. Supply is more than market demand.
4. Non-receipt of payments from the market on time, etc.

- b. Steps taken or proposed to be taken for improvement:

Restructuring of operations to optimize cost, expenses and improving revenues was undertaken during current financial year.

- c. Expected increase in productivity and profits in measurable terms:

Expected revenues to improve in the current financial year.

### IV. Disclosures:

The remuneration package payable to the Managerial Personnel is provided in the Annual Report of the Company.

Except Mr. Sreemannarayana Yarlagadda (DIN: 11221068) his father Mr. Y. Nayudamma (DIN: 00377721) none of the other Directors and

Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution. This Explanatory Statement may also be regarded as a disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board recommends the Ordinary Resolution set forth in Item No. 8 for approval of the shareholders.

### Item No. 9:

Pursuant to Section 204 of the Companies Act, 2013 and Regulation 24A of SEBI (LODR) Regulations, 2015 (as amended), every listed company is required to appoint a Peer Reviewed Company Secretary as Secretarial Auditor for a term not exceeding five consecutive years, subject to shareholder approval.

The Board, on the recommendation of the Audit Committee, proposed the re-appointment of M/s. Vijendra & Co., Company Secretaries, Hyderabad, a Peer Reviewed firm of Practicing Company Secretaries, as the Secretarial Auditor for a term of five consecutive financial years commencing from F.Y. 2025-26, subject to members' approval at the ensuing AGM, as applicable.

The appointment complies with all applicable requirements under the Companies Act, Regulation 24A of SEBI (LODR) Regulations, 2015, and SEBI circulars.

None of the Directors, Key Managerial Personnel, or their relatives are interested financially or otherwise, in this resolution.

Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out in Item No. 9 of the Notice.

For and on behalf of the Board

**Y. Nayudamma**  
Managing Director  
DIN: 00377721

Place : Hyderabad  
Date : 11<sup>th</sup> August 2025



## Phyto Chem (India) Limited

### Annexure

#### Details Of Director Seeking Appointment/ Re-Appointment

(Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013, as applicable, the brief profile of Director eligible for appointment vide item no. 3 is as follows:)

Name of the Director	Mr. Y. Nayudamma
Date of Birth	08-07-1956
Nationality	Indian
Date of Appointment on the Board	05-11-1992
Qualification	B.A.
DIN No.	00377721
Expertise in specific functional area	He has rich experience of 33 years in the manufacturing and marketing of Pesticide Formulations and also 17 years' experience in the field of Construction activities. He is the promoter Director of the Company. Having been appointed initially as the Director of the Company in 1993, he was later appointed as Managing Director on 1 <sup>st</sup> June, 1999 and since then, he is continuing in the said position.
Number of shares held in the Company	3,38,306
Names of the other listed entities in which the person holds the directorship and the membership of Committees of the Board along with listed entities from which the person has resigned in the past three years	Nil
Directorship in all other public companies except foreign companies and companies under Section 8 of the Companies Act, 2013	Nil
Membership/ Chairman of the Committees of the Board of other public limited companies (Membership/ Chairmanships of only Audit Committees and Stakeholders Relationship Committees in other public limited companies have been considered)	Nil
Relationship with other directors Interest	Mr. Y. Sreemannarayana Additional Executive Director - son of Mr. Y. Nayudamma.
Terms and Conditions of appointment	As per the Board Resolution read with letter of appointment.
Remuneration last drawn	Rs.2,50,000.00 per month
Remuneration proposed to be paid	Rs. 2,50,000.00 per month in the scale of Rs. 2,50,000.00 – Rs. 50,000.00 – Rs. 3,50,000.00 subject to approval of the shareholders in the ensuing AGM

## Phyto Chem - Annual Report - 2024-25

(Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013, as applicable, the brief profile of Director eligible for appointment vide item no. 4 is as follows:)

Name of the Director	Mr. Yugandhar Sampath Kumar Sakhamuri	Mrs. Vijitha Gorrepati
Date of Birth	19-08-1973	20-02-1977
Nationality	Indian	Indian
Date of Appointment on the Board	11-08-2025	11-08-2025
Qualification	M.B.A (Finance & Marketing)	Graduate in Commerce
DIN No.	02389255	03492979
Expertise in specific functional area	He has 27 years of experience in the fields of Marketing and Finance. He worked in M/s. Jagsonpal Pharmaceuticals Limited, New Delhi as a Regional Head. He is now Managing Director in M/s. Ruchi Corporate Solutions Private Limited and a Director in M/s. Namirates Corporation Private Limited.	She is having 15 years of experience in the field of Pharmaceutical Formulations as Director of M/s. Revat Laboratories Private Limited, Hyderabad and in M/s. Sai Parenteral's Private Limited.
Number of shares held in the company	Nil	Nil
Names of the other listed entities in which the person holds the directorship and the membership of Committees of the Board along with listed entities from which the person has resigned in the past three years	Nil	Nil
Directorship in all other public companies except foreign companies and companies under Section 8 of the Companies Act, 2013	Nil	Nil
Membership/Chairman of the Committees of the Board of other public limited companies (Membership / Chairmanships of only Audit Committees and Stakeholders Relationship Committees in other public limited companies have been considered)	Nil	Nil
Relationship with other directors Interest	Nil	Nil
Terms and Conditions of appointment	As per the Board Resolution read with letter of appointment.	As per the Board Resolution read with letter of appointment.
Remuneration last drawn	Not Applicable	Not Applicable
Remuneration proposed to be paid	No remuneration is proposed except sitting fee.	No remuneration is proposed except sitting fee.



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(Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013, as applicable, the brief profile of Director eligible for appointment vide item no. 4 is as follows:)

Name of the Director	Mr. Sudhakar Nadendla	Mr. K. Srinivasa Rao
Date of Birth	10-06-1957	16-07-1967
Nationality	Indian	Indian
Date of Appointment on the Board	11-08-2025	11-08-2025
Qualification	Graduate in Commerce	Graduate in Mechanical Engineering and Post Graduate in Advance Manufacturing Systems.
DIN No.	00426897	03334048
Expertise in specific functional area	He has rich experience of 24 years in accounts and printing industry and he served as the Director and Independent Director for about 15 years.	He has good experience in the construction and real estate fields, who also had previously served as an Alternate Director
Number of shares held in the company	Nil	20,094
Names of the other listed entities in which the person holds the directorship and the membership of Committees of the Board along with listed entities from which the person has resigned in the past three years	Nil	Nil
Directorship in all other public companies except foreign companies and companies under Section 8 of the Companies Act, 2013	Nil	Nil
Membership/Chairman of the Committees of the Board of other public limited companies (Membership / Chairmanships of only Audit Committees and Stakeholders Relationship Committees in other public limited companies have been considered)	Nil	Nil
Relationship with other directors Interest	Nil	Nil
Terms and Conditions of appointment	As per the Board Resolution read with letter of appointment.	As per the Board Resolution read with letter of appointment.
Remuneration last drawn	Not Applicable	Not Applicable
Remuneration proposed to be paid	No remuneration is proposed except sitting fee.	No remuneration is proposed except sitting fee.



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(Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013, as applicable, the brief profile of Director eligible for appointment vide item no. 8 is as follows:)

Name of the Director	Mr. Sreemannarayana Yarlagadda
Date of Birth	10-06-1998
Nationality	Indian
Date of Appointment on the Board	11-08-2025
Qualification	Bachelor of Engineering (Mechanical), Master of Science (International Business and Management) & Diploma (Strategic Management and Leadership Practice)
DIN No.	11221068
Expertise in specific functional area	Production and Marketing
Number of shares held in the Company	1,02,011
Names of the other listed entities in which the person holds the directorship and the membership of Committees of the Board along with listed entities from which the person has resigned in the past three years	Nil
Directorship in all other public companies except foreign companies and companies under Section 8 of the Companies Act, 2013	Nil
Membership/Chairman of the Committees of the Board of other public limited companies (Membership / Chairmanships of only Audit Committees and Stakeholders Relationship Committees in other public limited companies have been considered)	Nil
Relationship with other directors Interest	Mr. Y. Nayudamma, Managing Director father of Mr. Y. Sreemannarayana.
Terms and Conditions of appointment	As per the Board Resolution read with letter of appointment.
Remuneration last drawn	---
Remuneration proposed to be paid	Rs. 75,000.00 per month in the scale of Rs. 75,000.00 - Rs.20,000.00 - Rs. 1,15,000.00 subject to approval of the shareholders in the ensuing AGM



## Phyto Chem (India) Limited

### Directors' Report

Dear Shareholders,

Your Directors have the pleasure to present the 36<sup>th</sup> Annual Report of the Company together with the Audited financial statements for the financial year ended 31<sup>st</sup> March 2025 along with Auditors' Report thereon.

#### 1. Financial Results :

The Financial Results for the year ended 31<sup>st</sup> March 2025 are summarised as under:

(Rs. in lakhs)

Particulars	Current Year 2024-25	Previous Year 2023-24
Sales	1,650.09	1,744.66
Less: GST	242.25	263.59
Net Sales	1,407.84	1,481.07
Other Operating Income	247.27	231.89
Total Income from operations (Net)	1,655.11	1,712.96
Profit Before Finance Cost, Depreciation & Amortisation	112.84	(94.72)
Finance Cost	184.00	204.97
Profit Before Depreciation & Amortisation	(71.16)	(299.69)
Depreciation & Amortisation	33.67	34.24
Profit/(Loss) Before Tax	(104.83)	(333.93)
Provision for Taxation	—	—
Current Tax	—	—
Deferred Tax	(5.68)	(0.87)
Net Profit/(Loss) for the Period	(99.15)	(333.06)
EPS (Basic) Rs.	(2.31)	(7.75)

#### 2. Indian Accounting Standards:

The Company has followed Indian Accounting Standards and accounting principles generally accepted in India in preparation of financial statements for the financial year 2024-25.

#### 3. Performance:

Your Company has registered a turnover of Rs.1,655.11 lakhs during the year 2024-25 as against the turnover of Rs.1,712.96 lakhs during the previous year. The Company has incurred a loss of Rs.104.83 lakhs during the financial year 2024-25 before taxes as against a loss of Rs.333.93 lakhs during the previous year. After providing for taxes, the Company incurred loss of Rs.99.15 lakhs during the financial year 2024-25 as against received loss of Rs.333.06 lakhs during the financial year 2023-24. The Company has incurred loss during the financial year 2024-25 as compared to previous year in which the Company received heavy loss and also could not make estimated turnovers due to unhealthy competition in respect of market prices, non-receipt of timely rains in many places across the country, supply is more than market demand, non-receipt of payments from the market on time, etc.

During the year 2024-25, the turnover decreased by 3.38% as compared to the turnover of 2023-24. The ratio of manufacturing expenses to the Sales during the year 2024-25 is 73.54% as against 79.55% during 2023-24. The ratio of Administrative, Selling and other expenses to the total expenditure is 14.87% during the year 2024-25 as against 17.69% during 2023-24.

## Phyto Chem - Annual Report - 2024-25

### 4. Review of Operations:

#### a. Brief about Activities and Operations of the Company:

Your Company is mainly into the business of manufacturing & marketing of Pesticides for agriculture sector and presently carrying on the business in three segments i.e. Pesticides Formulations, Ferro Alloy Products and Real Estate.

The main focus is on the Pesticides Business and the following manufacturing facilities for various pesticides formulations are available at the Factory:

- i. Liquid and SC Formulations
- ii. Weedicide Formulations
- iii. Wettable and Powder Formulations
- iv. Granule Formulations

Presently, the Company has Production Capacity of 90,00,000 Ltr's/ Kg's per annum to manufacture various pesticide formulations and has established its limited marketing network in the states of Telangana, Andhra Pradesh, Maharashtra and Karnataka. The products are marketed with its own brands through dealers and distributors network. The Company has disposed its house plots at Bangalore during financial year 2022-23 itself and received an amount of Rs.150.00 lakhs as price escalation as per settlement deed during the current financial year 2024-25.

#### b. Performance of the Company:

The Company has achieved a turnover of Rs.1,655.11 lakhs during the year 2024-25 as against turnover of Rs.1,712.96 lakhs during the previous year. Though the Company has established its limited marketing network, it could not achieve the targeted turnovers due to unhealthy competition, supply is more than demand, non-receipt of timely rains in the country and non-receipt of payments from the market on time.

#### c. Prospects for the Financial Year 2025-26:

The Company estimates a turnover of Rs.3,275.00 lakhs from Pesticide formulations and Ferro alloy manufacturing activities during the financial year 2025-26. Since the company proposes to reduce its turnovers in pesticides formulations, the limited marketing network with monsoon conditions, unlimited credit period play major role in achieving the estimated turnovers. The Company is hopeful of improving turnovers in Ferro alloy activity during the financial year 2025-26.

### 5. Dividend:

In order to conserve its financial resources to meet its estimated plan and also in the light of the losses, your Board could not recommend any dividend for the year under review.

### 6. Change in the nature of Business:

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

### 7. Details of Subsidiary / Joint Ventures / Associate Companies:

The Company does not have any Subsidiaries or Joint Ventures or Associate Companies.

### 8. Finance:

The cash and cash equivalents as at 31<sup>st</sup> March 2025 was Rs.4.61 lakhs. The Company continues to focus on judicious management of its working capital, receivables, inventories and other working capital parameters and they were kept under strict check through continuous monitoring at all levels.

### 9. Material changes and Commitments, affecting the Financial Position of the Company:

There were no material changes and commitments affecting the financial position of the Company from the year ended 31<sup>st</sup> March 2025 to till the date of this report.



## Phyto Chem (India) Limited

**10. Details of Significant and Material Orders passed by the Regulators/ Courts/ Tribunals impacting the going concern status and the Company's operations in future:**

There are no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status, growth and operations of the Company in future.

**11. Share Capital:**

The Authorized Share Capital of the Company is Rs.1,350.00 lakhs divided into 1,35,00,000 equity shares of Rs.10/- each and the Paid-up Share Capital is Rs.430.02 lakhs divided into 43,00,200 equity shares of Rs.10/- each. The Details of Share Capital are mentioned at **Note No.12** of the Financial Statements.

**12. Reserves:**

The Reserves in Profit and Loss account as per last Balance Sheet is Rs.305.95 lakhs and the Company transferred the loss of Rs.97.20 lakhs for the financial year 2024-25 to Reserves and Surplus account. The balance in Reserves and Surplus available at the end of the year 2024-25 is Rs.208.75 lakhs. Further details of Reserves and Surplus are mentioned at **Note No. 13** of the Financial Statements.

**13. Details in respect of adequacy of internal financial controls with reference to the financial statements:**

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the Internal, Statutory and Secretarial Auditors including audit of internal financial controls over financial reporting by the Statutory Auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls are adequate and effective during the period ended on 31<sup>st</sup> March 2025.

**14. Corporate Social Responsibility (CSR):**

The compliance of the Provisions of CSR criteria mentioned in the provisions of Companies Act, 2013 are not applicable to the Company as on date.

**15. Deposits:**

The Company has not accepted any fixed deposits from the public during the year.

**16. Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013:**

The Company has not granted any Loans, given Guarantees or made any Investments in any other Companies during the year under Section 186 of the Companies Act, 2013.

**17. Extract of Annual Return:**

The extract of the Annual Return of the company is given in Annexure – I in the prescribed Form MGT-9, which forms part of this Report. The extract of the Annual Return filed with ROC in Form MGT-7 is placed on Company's website [www.phytochemindia.com](http://www.phytochemindia.com).

**18. Secretarial Auditors and Secretarial Audit Report:**

Pursuant to provisions of Section 204 of the Companies Act, 2013 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. Vijendra & Co., Company Secretaries, were appointed as the Secretarial Auditors of the Company for financial year 2024-25. Further the Board in their meeting held on 11th August 2025, have recommended their reappointment as the Secretarial Auditor of the Company for a term of five consecutive financial years commencing from F.Y. 2025-26 up to F.Y. 2029-30, subject to approval of shareholders at the ensuing 36th Annual General Meeting."

The Secretarial Audit Report is annexed as Annexure-II.

The below are the observations along with the management reply:

1. There was a delay of 12 days in filing Form MGT-14 for the resolutions passed by the Board of Directors on 29<sup>th</sup> May 2024 the details of which are mentioned below:

## Phyto Chem - Annual Report - 2024-25

- a. Approval of the Audited Financial Results of the Company for the Fourth Quarter and Financial Year ended 31st March 2024; and
- b. Taking note of the change in the name of the Statutory Auditors of the Company from M/s. T. Adinarayana & Co. (FRN: 000041S), Chartered Accountants, Hyderabad to M/s. Yelamanchi & Associates (FRN: 000041S), Chartered Accountants, Hyderabad.

**Management Reply:**

"The delay was purely inadvertent and occurred due to procedural oversight in collating supporting documents. The Company has since strengthened its internal monitoring system to ensure timely filing of all statutory forms in future."

There was an inadvertent delay of 12 days in filing of Form MGT-14

2. There was a delay of 333 days in filing Form MGT-14 for the resolution passed by the Board of Directors on 12th August 2024 for approving the Directors' Report including the Report on Corporate Governance for the Financial Year 2023-24:

The due date for filing was 11<sup>th</sup> September 2024, however, the form was filed on 10<sup>th</sup> August 2025 with additional fees. There was an inadvertent delay in filing of form MGT-14

**Management Reply:**

"The delay in filing was unintentional and caused due to oversight. The Company has already filed the form with additional fees and has implemented stricter compliance tracking mechanisms to avoid recurrence."

**SEBI (LODR) REGULATIONS, 2015:**

1. There was a delay of 16 minutes beyond the stipulated timeline in submitting the PDF version of the financial results for the quarter ended 30<sup>th</sup> June 2024, under Regulation 33 of SEBI (LODR) Regulations, 2015.

This was caused by the manual typing of the entire body, which takes time, an issue with attaching the covering letter and annexures during the filing process and there was no malafide intention involved.

2. There was a delay of 25 minutes beyond the stipulated timeline in submitting the PDF version of the financial results for the quarter ended 30<sup>th</sup> September 2024, pursuant to Regulation 33 of the SEBI (LODR) Regulations, 2015.

This was caused by the manual typing of the entire body, which takes time, an issue with attaching the covering letter and annexures during the filing process and there was no malafide intention involved.

3. There was a delay of 80 days beyond the stipulated timeline in the appointment of a qualified Company Secretary as the Compliance Officer, as required under Regulation 6(1) of SEBI (LODR) Regulations, 2015.

**Management Reply:**

"The delay in appointment of a qualified Company Secretary as the Compliance Officer was purely inadvertent and due to genuine difficulty in finding a suitable candidate. During the period, the Company invited applications by publishing notices twice in newspapers and also sought assistance from the Institute of Company Secretaries of India (Hyderabad Chapter) for suitable references. The vacancy has since been filled by appointing a qualified Company Secretary effective from 31<sup>st</sup> March 2025. The Company has paid the prescribed penalty to the Stock Exchange and assures that systems are being strengthened to avoid such delays in future."



## Phyto Chem (India) Limited

The Company has taken corrective action by appointing a qualified Company Secretary effective from 31st March, 2025. The Company had paid the fine of Rs 1,08,560/- Imposed by the Stock Exchange.

4. There was a delay of 287 days in filing the intimation of the reappointment of the Executive Director of the Company in XBRL format, pursuant to the Board Meeting held on 12th August 2024, as required under Regulation 30 of SEBI (LODR) Regulations, 2015.

The necessary form in PDF format with respect to the reappointment of Executive Director of the Company was duly filed on time i.e. within the due date and filing of XBRL was missed inadvertently and there was no malafide intention involved.

### **19. Particulars of Contracts or Arrangements with Related Parties under Section 188 of the Companies Act, 2013:**

All contracts/arrangements/transactions entered into by the Company with related parties during the financial year were in the ordinary course of business and on an arm's length basis. During the year under review, the Company had the following related party transactions:

- Acceptance of unsecured loans from:
  - Mr. Y. Nayudamma (DIN: 00377721), Managing Director; and
  - Mr. Y. Janaki Ramaiah (DIN: 06949910), Executive Director.
- Payment of office premises rent to Mr. Y. Sreemannarayana (son of the Managing Director).
- Receipt of Rs.150.00 lakhs towards price escalation relating to house plots sold during F.Y. 2022-23 from M/s. Rasasri Developers Private Limited, a Company in which key managerial personnel of your Company exercise significant influence.

The required disclosures in Form AOC-2 are annexed as Annexure-III to this Report and are also disclosed in Note No. 9, Note No. 16, and Note No. 30 of the Financial Statements.

It is further confirmed that the loans received from Directors were from their own sources and not from borrowed funds.

Further, pursuant to Rule 8(2) of the Companies (Accounts) Rules, 2014, it is confirmed that no contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 were entered into during the year which were not at arm's length basis or not in the ordinary course of business.

### **20. Disclosures under Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:**

Your Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013.

There are no cases filed/ complaints lodged in the Company during the year under review in respect of the Sexual Harassment of Women at workplace.

### **21. Directors and Key Managerial Personnel:**

Pursuant to provisions of Section 149 and other applicable provisions of the Companies Act, 2013 read with Rules thereon, the following Directors were appointed as Independent Directors of the Company at the 31<sup>st</sup> Annual General Meeting held on 28-12-2020 for a period of five years effective from the meeting date:

- |      |                           |   |               |
|------|---------------------------|---|---------------|
| i.   | Dr. G. S. R. Anjaneyulu   | - | DIN: 01874325 |
| ii.  | Mr. S. Y. Sampath Kumar   | - | DIN: 02389255 |
| iii. | Mrs. G. Vijitha           | - | DIN: 03492979 |
| iv.  | And Mr.M. Sreerama Murthy | - | DIN: 01932910 |

was appointed as Independent Director of the Company at the Extra Ordinary General Meeting held on

## Phyto Chem - Annual Report - 2024-25

12-05-2023 for a period of five years with effect from 14<sup>th</sup> February 2023.and

v. Mr. N. Nagendra Naidu - DIN: 10180163

was appointed as Independent Director of the Company at the 34<sup>th</sup> Annual General Meeting held on 07-08-2023 for a period of five years with effect from 07-08-2023.

In accordance with Section 152 of the Companies Act, 2013, the following changes in directorship are noted:

1. Retirements/ Resignation of the Directors

- \* Dr. Yadlapalli Venkateswarlu (DIN: 00377568), Director, will be retiring at this Annual General Meeting and has expressed his unwillingness to seek reappointment due to his advanced age.
- \* Dr. G. S. R. Anjaneyulu (DIN: 01874325) will be completing his second consecutive term as Independent Director and shall retire at the ensuing 36<sup>th</sup> Annual General Meeting in accordance with Section 149(10) of the Companies Act, 2013.
- \* Mr. Anjaneyulu Prathipati (DIN: 00377635) has tendered his resignation for the post of Director of the Company, approved in the board meeting held on 11<sup>th</sup> August 2025.

2. Re-appointments

- \* Mr.Y.Nayudamma (DIN: 00377721) whose term of office expired by 31-12-2024 and reappointed in the board meeting of the Company held on 13-11-2024 for a period of 3 years subject to shareholders' approval at the ensuing 36<sup>th</sup> AGM.
- \* Dr. Sreemannarayana Prathipati (DIN: 00377472) who will be retiring at this annual general meeting and has expressed his willingness to seek reappointment.
- \* Mr. Yugandhar Sampath Kumar Sakhamuri (DIN: 02389255) was reappointed as Independent Director in the Board Meeting held on 11<sup>th</sup> August 2025, for a term of five years, subject to shareholders' approval at the ensuing 36<sup>th</sup> AGM.
- \* Mrs. Vijitha Gorrepati (DIN: 03492979) was reappointed as Woman Independent Director in the Board Meeting held on 11<sup>th</sup> August 2025, for a term of five years, subject to shareholders' approval at the ensuing 36<sup>th</sup> AGM.

3. Appointments of Additional Directors (In the Board Meeting held on 11<sup>th</sup> August 2025, to be regularised at the ensuing 36<sup>th</sup> AGM):

- \* Mr. Sudhakar Nadendla (DIN: 00426897) – proposed to be appointed as Non-Executive, Independent Director for a period of five years.
- \* Mr. K. Srinivasa Rao (DIN: 03334048) – proposed to be appointed as Non-Executive, Non Independent Director.
- \* Mr. Sreemannarayana Yarlagadda (DIN: 11221068) – proposed to be appointed as Executive, Non-Independent Director for a period of three years.

**22. Declaration by the Independent Directors of the Company that they meet the criteria of independence as provided in Sec 149(6) of the Companies Act, 2013:**

All the independent Directors have given declarations that they meet the requisite criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**23. Formal evaluation statement by the Board of its own performance, it's committees and individual Directors:**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has formulated a policy for evaluation of its Board, Board Committees, Directors and their performances and carried out evaluation of them. The manner in which the evaluation was carried out has been explained in the Corporate Governance Report.



## Phyto Chem (India) Limited

### 24. Number of Meetings of the Board:

Six meetings of the Board were held during the year. The details of the meetings of the Board are given in the Corporate Governance Report.

### 25. Audit Committee:

Four meetings of the Audit Committee were held during the year. The details pertaining to composition of Audit Committee are included in the Corporate Governance Report.

### 26. Risk Management Policy:

The Company has formulated effective risk management policy and through a Steering Committee oversees the Risk Management process including risk identification, impact assessment, effective implementation of the mitigation plans and risk reporting. The major risks identified in the Company are systematically addressed through justifying actions on a continuous basis. In addition to this, the audit committee has additional oversight in the area of financial risks and controls. The details of Risk Management as practiced by the Company is provided as part of Management Discussion and Analysis Report attached to this report.

### 27. Stakeholders Relationship Committee:

The Committee focuses on shareholders' grievances and strengthening of investor relations. The Committee coordinates the services of the Registrars and Share Transfer Agent and recommends measures for providing efficient services to investors. The Committee specifically looks into investor complaints like transfer/ transmission/ transposition of shares and other related issues. There were no complaints pending for redressal as at 31<sup>st</sup> March 2025. The details pertaining to composition of Stakeholders Relationship Committee are given in the Corporate Governance Report.

### 28. Directors' Responsibility Statement:

As required under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- a. In the preparation of the annual accounts for the year ended 31<sup>st</sup> March 2025, the applicable accounting standards have been followed including Ind AS Accounting Standards as notified by the Ministry of Corporate Affairs (MCA) on 16<sup>th</sup> February, 2015.
- b. The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March 2025 and of the profit/ loss of the Company for the year ended on that date.
- c. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. The Directors have prepared the annual accounts of the Company for the Financial Year ended 31<sup>st</sup> March 2025 on a going concern basis.
- e. The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively, and
- f. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### 29. CEO and CFO Certification:

In accordance with the Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Managing Director (C.E.O.) and Chief Financial Officer of the Company have submitted a certificate for the year ended 31<sup>st</sup> March 2025 to the Board of Directors which forms part of the Annual Report.



## Phyto Chem - Annual Report - 2024-25

### 30. Auditors & Observations:

M/s. Yelamanchi & Associates, Chartered Accountants - FRN:000041S (previously known as M/s. T. Adinaryana & Co., Chartered Accountants - FRN:000041S), Hyderabad were appointed as Statutory Auditors of the Company for a period of five years at the 34<sup>th</sup> Annual General Meeting till the Conclusion of 39<sup>th</sup> Annual General Meeting of the Company.

The Auditors' Report for the year ended 31<sup>st</sup> March 2025 does not contain any qualification, reservation or adverse remarks on the accounts and related matters of the Company.

#### Disclosure on Fraud Reporting (Section 143(12))

Pursuant to the provisions of Section 143(12) of the Companies Act, 2013, the Statutory Auditors of the Company have not reported any incident of fraud committed against the Company by its officers or employees during the financial year under review.

### 31. Internal Auditor:

M/s. R. B. Associates, Chartered Accountants (FRN: 009112S), Hyderabad are the Internal Auditors for the financial year 2024-25. They have submitted quarterly reports for the financial year 2024-25 to the Board and there are no material adverse comments.

### 32. Cost Accountant for Cost Accounting Records:

Pursuant to the provisions of Section 148 of the Companies Act, 2013, as amended by the Companies Amendment Act, 2017 read with Rule 6 of Companies (Cost Records and Audit) Rules, 2014, the Company has maintained Cost Accounting Records for the financial year 2024-25.

### 33. Policy on Directors' Appointment and Remuneration and other details:

The Nomination and Remuneration Committee has laid down the policy for Remuneration of Directors, KMP & other Employees and the criteria has been formulated by the Committee for determining qualifications, positive attributes and independence of a Director. The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Corporate Governance Report.

### 34. Depository System:

As the Members are aware, your Company's shares are tradable compulsorily in electronic form and your Company has established connectivity with Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL). In view of the numerous advantages offered by the depository system, the members are requested to avail the facility of Dematerialisation of the Company's shares on CDSL or NSDL. The ISIN allotted to the Company's Equity shares is INE 037C01010.

### 35. Vigil Mechanism / Whistle Blower Policy:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 read with Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors had approved the Policy on Vigil Mechanism/ Whistle Blower and the same is posted on the official website of the Company. This Policy inter-alia provides a direct access to the Chairman of the Audit Committee.

Your Company hereby affirms that no Director/ Employee has been denied access to the Chairman of the Audit Committee and that no complaints were received during the year.

### 36. Particulars of Employees:

The Company has no employee whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.



## Phyto Chem (India) Limited

### Particulars of Remuneration:

Disclosures with respect to the remuneration of Directors and Employees as required under Section 197(12) of Companies Act, 2013 and Rule 5 (1) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

#### a. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2024-25:

##### i. Executive Directors:

S.No.	Executive Directors	Ratio
1.	Mr. Y. Nayudamma	5.78
2.	Mr. Y. Janaki Ramaiah	6.98

##### ii. Non-Executive Directors:

S.No.	Name of the Director	Ratio
1.	Dr. P. Sreemannarayana	0.10
2.	Dr. Y. Venkateswarlu	0.02
3.	Mr. P. Anjaneyulu	0.07
4.	Dr. G. S. R. Anjaneyulu	0.17
5.	Mr. M. Sree Ram Murthy	0.15
6.	Mr. S. Y. Sampath Kumar	0.17
7.	Mrs. G. Vijitha	0.17
8.	Mr. N. Nagendra Naidu	0.14

The Company has not paid any remuneration to the Non-Executive Directors except sitting fee.

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

S.No.	Name	Designation	Increase / Decrease in %
1.	Mr. Y. Nayudamma *	Managing Director	(31.53)
2.	Mr. Y. Janakiramaiah	Executive Director	1.13
3.	Mr. Pavan Singh Thakur**	Company Secretary	8.79
4.	Mr. T.V. Satish Babu***	Company Secretary	100.00
5.	Mr. B. Sambasiva Rao	Chief Financial Officer	16.89

\* Mr. Y. Nayudamma, Managing Director preferred the reduction of remuneration during the year.

\*\* Mr. Pavan Singh Thakur, Company Secretary resigned w.e.f 11-10-2024.

\*\*\* Mr. T.V. Satish Babu, Company Secretary appointed w.e.f 31-03-2025.

#### c. Percentage increase/ (decrease) in the median remuneration of employees in the financial year: (28.38%).

#### d. The number of permanent employees on the rolls of Company: 36.

#### e. The explanation on the relationship between average increase or decrease in remuneration and Company performance:

The changes in average decrease of remuneration was registered on account of overall decrease of employees on the rolls of the Company and turnovers when compared with the last year.

## Phyto Chem - Annual Report - 2024-25

- f. **Variations in the market capitalisation of the Company as at the closing date of the current financial year and previous financial year:**

Particulars	As at 31-03-2025	As at 31-03-2024
Closing rate of share at BSE (Rs.)	28.95	31.97
EPS (Rs.)	(2.31)	(7.75)
Market Capitalization (Rs. in Lakhs)	1,244.91	1,374.77

- g. **Percentage increase or decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:**

The Company made an Initial Public Offer in the year 1995 at par price of Rs.10/- per each equity share. As on 31<sup>st</sup> March 2025, the Market quotation for the Company's Equity shares at BSE Limited is Rs.28.95 as against Rs.31.97 as on 31<sup>st</sup> March 2024.

- h. **Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase or decrease in the managerial remuneration:**

There has been decrease of 31.53% (Rs.7.67 lakhs) of Managing Director and increase of 1.13% (Rs.0.23 lakhs) of Executive Director in the managerial remuneration and 28.38% of decrease in the salaries to employees of the Company.

- i. **Comparison of each remuneration of the Key Managerial Personnel against the performance of the Company:**

Name of the Person	Remuneration (Rs. in Lakhs)	Total Revenue (Rs. in Lakhs)	Remuneration as a % of Revenue
Mr. Y. Nayudamma – Managing Director	16.67	1,655.11	1.01%
Mr. Y. Janaki Ramaiah – Executive Director	20.15	1,655.11	1.22%
Mr. Pavansingh Thakur – Company Secretary (upto 10-10-2024)	10.20	1,655.11	0.62%
Mr. T.V. Satish Babu – Company Secretary (w.e.f. 31-03-2025)	0.01	1,655.11	0.001%
Mr. B. Sambasiva Rao – Chief Financial Officer	5.42	1,655.11	0.33%

- j. **The key parameters for any variable component of remuneration availed by the Directors:**  
Nil.

- k. **The ratio of the remuneration of the highest paid Director to that of the employees who are not Directors but receive remuneration in excess of the highest paid Director during the year:** None.

- l. **Affirmation that the remuneration is as per the remuneration policy of the Company:**  
The Company affirms remuneration paid to Key Managerial Personnel is as per the remuneration policy of the Company.

### 37. Corporate Governance:

The Company is committed to maintain and adhere to the good standards of Corporate Governance. As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance forming part of this Report, together with the Secretarial Auditors' Certificate regarding the compliance of the conditions of Corporate Governance is given in a separate section in the Annual Report.



## Phyto Chem (India) Limited

**38. Management Discussion and Analysis Report:**

The Management Discussion and Analysis Report, pursuant to Regulation 34 (2) of SEBI (LODR) Regulations, 2015 a Report on Management Discussion and Analysis is annexed hereto as Annexure - IV.

**39. Particulars regarding Energy Consumption, Technology Absorption and Foreign Exchange Earning and Outgo:**

The particulars prescribed under Section 134 of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014, relating to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are furnished in **Annexure-V** to this Report.

**40. Prevention of Insider Trading:**

Your Company has in place code of conduct to regulate, monitor and report trading by designated persons and code of practices and procedures for fair disclosure of unpublished price sensitive information which is in adherence to the SEBI (Prohibition of insider trading) Amendment Regulations, 2018. The disclosures received pursuant to this code and the Regulations are disseminated to the Stock Exchanges within prescribed time limit. The Report of compliance officer was placed before the Board. The code is available at the Company's website at the following link [www.phytochemindia.com](http://www.phytochemindia.com).

All the Board Members and the designated employees have confirmed the compliance with the Code.

**41. Payment of Listing fee:**

The shares of the Company are listed at BSE Limited, which has nationwide trading terminals and the listing fee has been paid by the Company for the F.Y. 2024-25.

**42. The details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year:**

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

**43. The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof:**

During the year under review, there has been no one time settlement of loans from Banks/ Financial Institutions.

**44. Disclosure under the Maternity Benefit (Amendment) Act, 2017**

Your Company is committed to providing a safe and inclusive workplace for all employees. The Company has complied with the provisions of the Maternity Benefit Act, 1961 as amended by the Maternity Benefit (Amendment) Act, 2017, which, inter alia, provides for enhanced maternity leave of 26 weeks, work-from-home facilities (where the nature of work permits), and establishment of crèche facilities.

During the year under review, there were no complaints or grievances reported under the said Act.

**45. Secretarial Standards**

The Company has complied with the applicable provisions of all Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) and notified by the Ministry of Corporate Affairs under Section 118 (10) of the Companies Act, 2013, namely:

- \* Secretarial Standard on Meetings of the Board of Directors (SS-1); and
- \* Secretarial Standard on General Meetings (SS-2).

## Phyto Chem - Annual Report - 2024-25

### 46. Acknowledgements:

The Directors wish to express their appreciation for the assistance and continued co-operation received from the Central and State Governments, Banks, Financial Institutions, Customers, Dealers and Suppliers and also the Directors wish to thank all the employees for their dedicated contribution, support and continued co-operation throughout the year at all levels.

For and on behalf of the Board

Place : Hyderabad  
Date : 11<sup>th</sup> August 2025

**Y. Nayudamma**  
Managing Director  
DIN: 00377721



## Phyto Chem (India) Limited

**Phyto Chem (India) Limited  
Extract of Annual Return  
Form MGT - 9**

**Annexure-I**

**as on the financial year ended on 31<sup>st</sup> March 2025  
(Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies  
(Management and Administration) Rules, 2014)**

**1. REGISTRATION AND OTHER DETAILS**

- |   |  |
|---|--|
| i. Company Identification Number (CIN)  | L24110TG1989PLC009500  |
| ii. Registration Date   | 11-01-1989   |
| iii. Name of the Company  | M/s Phyto Chem (India) Limited   |
| iv. Category / Sub-Category of the Company  | Company Limited by shares /<br>Indian Non-Government Company   |
| v. Address of the Registered office and<br>contact details                        | Survey No. 628, Temple Street,<br>Bonthapally - 502313, Gummadidala Mandal,<br>Sangareddy District, Telangana State.<br>Tel : +91 9393913357<br>E-Mail ID : info@phytochemindia.com  |
| vi. Whether Listed Company  | Yes  |
| vii. Name, Address and Contact details of Registrar<br>and Transfer Agent, if any | M/s Bigshare Services Pvt.Limited,<br>306, 3rd Floor, Right Wing, Amrutha Ville,<br>Opp : Yashoda Hospital, Raj Bhavan Road,<br>Somajiguda, Hyderabad - 500 082.<br>Phone No.: 040-23374967.<br>E-Mail ID : bsshyd1@bigshareonline.com |

**2. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

**(All the business activities contributing 10% or more of the total turnovers of the Company shall be stated)**

S.No.	Name and Description of main products/ services	NIC Code of the Product / Service	% to total turnover of the Company
1	Pesticides Formulations	20211	66.03%
2	Real Estate - Enhancement of prices of House Plots	70105	9.63%
3	Ferro Alloy Products	24104	24.34%
			100.00%

**3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: Not Applicable**

## Phyto Chem - Annual Report - 2024-25

### 4. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### i. Category-wise Shareholding:

Category of Shareholders	No. of Shares held at the end of the Year (As on 31 <sup>st</sup> March 2024)				No. of Shares held at the end of the Year (As on 31 <sup>st</sup> March 2025)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
1. Indian	-	-	-	-	-	-	-	-	-
a. Individual / HUF	1,728,547	8,782	1,737,329	40.40	1,728,547	8,782	1,737,329	40.40	0.000
b. Central Govt.	-	-	-	-	-	-	-	-	-
c. State Govt.	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	-	-	-	-	-	-	-	-	-
e. Banks / F.I.s	-	-	-	-	-	-	-	-	-
f. Any other	-	-	-	-	-	-	-	-	-
Sub Total = A - 1	1,728,547	8,782	1,737,329	40.40	1,728,547	8,782	1,737,329	40.40	0.000
2. Foreign									
a. Individuals (Non-Resident Individuals / Foreign Individuals)	-	-	-	-	-	-	-	-	-
b. Bodies Corporate	-	-	-	-	-	-	-	-	-
c. Institutions	-	-	-	-	-	-	-	-	-
d. any other	-	-	-	-	-	-	-	-	-
Sub Total = A - 2	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter = A - 1+2	1,728,547	8,782	1,737,329	40.40	1,728,547	8,782	1,737,329	40.40	0.000
<b>B. Public Shareholding</b>									
1. Institutions	-	-	-	-	-	-	-	-	-
a. Mutual Funds	-	8,000	8,000	0.19	-	8,000	8,000	0.19	-
b. Banks / F.I.s	-	-	-	-	-	-	-	-	-
c. Central Govt.	-	-	-	-	-	-	-	-	-
d. State Govt(s).	-	-	-	-	-	-	-	-	-
e. Venture Capital Fund	-	-	-	-	-	-	-	-	-
f. Insurance Companies	-	-	-	-	-	-	-	-	-
g. FI's	-	-	-	-	-	-	-	-	-
h. Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i. Others	-	-	-	-	-	-	-	-	-
Sub Total = B - 1	-	8,000	8,000	0.19	-	8,000	8,000	0.19	-
2. Non-Institutions									
a. Bodies Corp.	251,637	7,200	258,837	6.02	245,073	7,200	252,273	5.87	(0.15)
i. Indian	-	-	-	-	-	-	-	-	-
ii. Overseas	-	-	-	-	-	-	-	-	-
b. Individuals	-	-	-	-	-	-	-	-	-
i. Individual as Shareholders holding nominal share capital upto Rs.2.00 Lakhs	1,159,876	669,534	1,829,410	42.54	1,176,440	664,834	1,841,274	42.82	0.28
ii. Individual as Shareholders holding nominal share capital in excess of Rs.2.00 Lakhs	246,724	-	246,724	5.74	278,505	-	278,505	6.48	0.75
c. Others (Hindu Undivided Family)	98,816	-	98,816	2.30	58,491	-	58,491	1.36	(0.94)
d. Non Resident Indians	58,884	61,400	1,20,284	2.80	62,928	61,400	124,328	2.89	0.09
e. Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
f. Foreign Nationals	-	-	-	-	-	-	-	-	-
g. Clearing Members	-	-	-	-	-	-	-	-	-
h. Trusts	-	-	-	-	-	-	-	-	-
i. Foreign Bodies	-	-	-	-	-	-	-	-	-
j. Any other (Proprietary Firm)	800	-	800	0.02	-	-	-	-	(0.02)
Sub Total = B - 2	1,816,737	738,134	2,554,871	59.41	1,821,437	733,434	2,554,871	59.41	-
Total Public Shareholding = B - 1+ 2	1,816,737	746,134	2,562,871	59.60	1,821,437	741,434	2,562,871	59.60	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
Grand Total = (A+B+C)	3,545,284	754,916	4,300,200	100.00	3,549,984	750,216	4,300,200	100.00	-



## Phyto Chem (India) Limited

### 4. ii. Shareholding of Promoters:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year as on 01-04-2024			Shareholding at the end of the year as on 31-03-2025			% change in share holding during the year
		No. of Shares	% of Shares of the Company	% of Shares pledged/encumbered to total shares	No. of Shares	% of Shares of the Company	% of Shares pledged/encumbered to total shares	
1	Mr. Y. Nayudamma	338,306	7.87	-	338,306	7.87	-	-
2	Mrs. U. Ramadevi	162,400	3.78	-	162,400	3.78	-	-
3	Dr. P. Sreemannarayana	125,100	2.91	-	125,100	2.91	-	-
4	Mr. Y. Sreemannarayana	102,011	2.37	-	102,011	2.37	-	-
5	Mr. Y. Janakiramaiah	97,372	2.26	-	97,372	2.26	-	-
6	Dr. Y. Venkateswarlu	95,000	2.21	-	95,000	2.21	-	-
7	Mrs. P. Akkamma	84,400	1.96	-	84,400	1.96	-	-
8	Mrs. M. Nagendram	75,800	1.76	-	75,800	1.76	-	-
9	Mr. P. Nagaraja	70,500	1.64	-	70,500	1.64	-	-
10	Mr. Y. Prabhakara Rao	65,200	1.52	-	65,200	1.52	-	-
11	Mr. P. Anjaneyulu	64,400	1.50	-	64,400	1.50	-	-
12	Mrs. Y. Lakshmi Prasanna	55,078	1.28	-	55,078	1.28	-	-
13	Mrs. A. Ranga kumari	46,000	1.07	-	46,000	1.07	-	-
14	Mrs. T. Rajanee Devi	40,500	0.94	-	40,500	0.94	-	-
15	Mrs. J. Anjana Devi	39,700	0.92	-	39,700	0.92	-	-
16	Mrs. K. Subhashini	32,700	0.76	-	32,700	0.76	-	-
17	Mrs. M. Sreelakshmi Bhavani	32,500	0.76	-	32,500	0.76	-	-
18	Mrs. P. Umadevi	31,000	0.72	-	31,000	0.72	-	-
19	Mrs. Y. Nirmala Devi	30,000	0.70	-	30,000	0.70	-	-
20	Mr. K. R. Choudary	26,300	0.61	-	26,300	0.61	-	-
21	Mr. K. Srinivasa Rao	20,094	0.47	-	20,094	0.47	-	-
22	Mrs. K. Lakshmi Devi	18,300	0.43	-	18,300	0.43	-	-
23	Mr. Y. Anil Choudary	17,600	0.41	-	17,600	0.41	-	-
24	Mr. Y. Venkateswarlu	14,400	0.33	-	14,400	0.33	-	-
25	Mrs. R. Jyotsna	12,500	0.29	-	12,500	0.29	-	-
26	Mrs. K. Ramasasi	11,990	0.28	-	11,990	0.28	-	-
27	Mr. K. Koteswara Rao	8,300	0.19	-	8,300	0.19	-	-
28	Mrs. R. Vijaya Sasi	8,176	0.19	-	8,176	0.19	-	-
29	Mr. T. Venkateswarlu	8,000	0.19	-	8,000	0.19	-	-
30	Mr. P. Nageswara Rao	2,500	0.06	-	2,500	0.06	-	-
31	Mr. U. Venkateswara Rao	900	0.02	-	900	0.02	-	-
32	Mr. B. Srinivasa Rao	182	0.004	-	182	0.004	-	-
33	Mr. C. N. Chary	100	0.002	-	100	0.002	-	-
34	Mr. N. Sudhakar	20	0.0005	-	20	0.0005	-	-
TOTAL		1,737,329	40.4011	-	1,737,329	40.4011	-	-



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### 4. iii. Change in Promoters' Shareholding (please specify, if there is no change)

Sl.No.	Particulars	Shareholding at the beginning of the year as on 01-04-2024		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	At the beginning of the year date wise Increase / Decrease in	1,737,329	40.4011	1,737,329	40.4011
2	Promoters:				
	a. Increase by transfer	-	-	1,737,329	40.4011
	b. Decrease by transfer	-	-	-	-
3	At the end of the year - 31-03-2025	1,737,329	40.4011	1,737,329	40.4011

### 4. iv. Shareholding Pattern of top ten Shareholders: (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year 01-04-2024		Shareholding at the end of the year 31-03-2025	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1	Andhra Pradesh Industrial Development Corporation Limited	199,000	4.63	199,000	4.63
2	Mrs. P. Himabindu	38,021	0.88	38,021	0.88
3	Mrs. Srilakshmi Kasu	0.00	0.00	33,932	0.79
4	Mr. Kashyap Mukeshbhai Prajapati	31,933	0.74	31,933	0.74
5	Mr. Seetharamanjaneya Reddy	335	0.01	29,650	0.69
6	Mr. Bharatbhai Chhotabhai Patel	24,545	0.57	27,222	0.63
7	Mr. Rasilaben Dipakbhai Gaudani	26,000	0.60	26,000	0.60
8	Mr. Heena Jayesh Patel	25,461	0.59	25,461	0.59
9	Mr. Raj Kumar Agarwal	25,000	0.58	25,000	0.58
10	Mr. Mohineesh Yalamanchili	21,100	0.49	21,150	0.49



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### 4. v. Shareholding of the Directors and Key Managerial Personnel:

S. No.	Shareholding of each Director and each Key Managerial Personnel	Shareholding at the beginning of the year as on 01-04-2024		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	<b>Dr. P. Sreemannarayana</b>				
	a. At the beginning of the year	125,100	2.91	125,100	2.91
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	125,100	2.91	125,100	2.91
2	<b>Mr. Y. Nayudamma</b>				
	a. At the beginning of the year	338,306	7.87	338,306	7.87
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	338,306	7.87	338,306	7.87
3	<b>Mr. Y. Janaki Ramaiah</b>				
	a. At the beginning of the year	97,372	2.26	97,372	2.26
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	97,372	2.26	97,372	2.26
4	<b>Mr. P. Anjaneyulu</b>				
	a. At the beginning of the year	64,400	1.50	64,400	1.50
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	64,400	1.50	64,400	1.50
5	<b>Dr. Y. Venkateswarlu</b>				
	a. At the beginning of the year	95,000	2.21	95,000	2.21
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	95,000	2.21	95,000	2.21
6	<b>Mr. G. S. R. Anjaneyulu</b>				
	a. At the beginning of the year	-	-	-	-
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	-	-	-	-
7	<b>Mr. M. Sreerama Murthy</b>				
	a. At the beginning of the year	-	-	-	-
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	-	-	-	-
8	<b>Mr. S. Y. Sampath Kumar</b>				
	a. At the beginning of the year	-	-	-	-
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	-	-	-	-
9	<b>Mr. N. Nagendra Naidu</b>				
	a. At the beginning of the year	-	-	-	-
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	-	-	-	-
10	<b>Mrs. G. Vijitha</b>				
	a. At the beginning of the year	-	-	-	-
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	-	-	-	-
11	<b>Mr. Pavansingh Thakur (upto 10-10-2024)</b>				
	a. At the beginning of the year	-	-	-	-
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	-	-	-	-
12	<b>Mr. T.V. Satish Babu (from 31-03-2025)</b>				
	a. At the beginning of the year	-	-	-	-
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	-	-	-	-
13	<b>Mr. B. Sambasiva Rao</b>				
	a. At the beginning of the year	15,700	0.37	15,700	0.37
	b. Date wise Increase/Decrease	-	-	-	-
	c. At the end of the year	15,700	0.37	15,700	0.37

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### 5. INDEBTEDNESS:

(Rs. in lakhs)

Particulars	Secured loans excluding deposits	Unsecured loans	Deposits	Total indebtedness
<b>Indebtedness at the beginning of the financial year (01-04-2024)</b>				
i. Principal Amount	1,563.37	236.23	-	1,799.60
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>1,563.37</b>	<b>236.23</b>	<b>-</b>	<b>1,799.60</b>
<b>Change in Indebtedness during the financial year - 2024-25</b>				
* Addition	-	183.35	-	183.35
* Reduction	(405.67)	-	-	(405.67)
<b>Net Change</b>	<b>(405.67)</b>	<b>183.35</b>	<b>-</b>	<b>(222.32)</b>
<b>Indebtedness at the end of the financial year (31-03-2025)</b>				
i. Principal Amount	1,157.70	419.58	-	1,577.28
ii. Interest due but not paid	-	-	-	-
iii. Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>1,157.70</b>	<b>419.58</b>	<b>-</b>	<b>1,577.28</b>

### 6. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

#### A. Remuneration to Managing Director, Whole-Time Directors and/ or Manager: (Rs.in lakhs)

S.No.	Particulars of Remuneration	Name of MD/ WTD/ Manager		Total Amount
		* Y. Nayudamma	* Y. Janaki Ramaiah	
		Managing Director	Executive Director	
1	Gross Salary			
	a. Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	16.67	20.15	36.82
	b. Value of perquisites u/s 17(2) Income Tax Act, 1961	-	-	-
	c. Profits in lieu of Salary under section 17(3) Income Tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission			
	-as % of profit	-	-	-
	-others, specify....	-	-	-
5	Others, please specify	-	-	-
	<b>Total -A</b>	<b>16.67</b>	<b>20.15</b>	<b>36.82</b>
	Ceiling as per the Act	Rs. 84.00 lakhs p.a.	Rs. 84.00 lakhs p.a.	-



## Phyto Chem (India) Limited

### 6. B. Remuneration to other Directors :

(Rs. in lakhs)

Sl. No.	Name of the Director	Particulars of Remuneration			
		Fee for attending Board, Committee meetings	Commission	Others, please specify	Total amount
<b>I</b>	<b>Independent Directors</b>				
1	Dr. G. S. R. Anjaneyulu	0.48	-	-	0.48
2	Mr. M. Sreerama Murthy	0.43	-	-	0.43
3	Mr. S. Y. Sampath Kumar	0.48	-	-	0.48
4	Mrs. G. Vijitha	0.48	-	-	0.48
5	Mr. N. Nagendra Naidu	0.40	-	-	0.40
	<b>Total - I</b>	<b>2.27</b>	<b>-</b>	<b>-</b>	<b>2.27</b>
<b>II</b>	<b>Other Non-Executive Directors</b>				
1	Dr. P. Sreemannarayana	0.30	-	-	0.30
2	Mr. P. Anjaneyulu	0.20	-	-	0.20
3	Dr. Y. Venkateswarlu	0.05	-	-	0.05
4	Mr. K. Srinivasa Rao - Alternate Director	-	-	-	-
	<b>Total - II</b>	<b>0.55</b>	<b>-</b>	<b>-</b>	<b>0.55</b>
	<b>Total - B (I+II)</b>	<b>2.82</b>	<b>-</b>	<b>-</b>	<b>2.82</b>
Overall ceiling for Sitting fee as per the Act		Not exceeding Rs.1.00 lakh each meeting per member			
<b>Total Managerial Remuneration (A+B)</b>					<b>39.64</b>

### 6. C. Remuneration to Key Managerial Personnel otherthan MD/ WTD/ Manager: (Rs. in lakhs)

S.N	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CFO	CS	Total
1	Gross Salary				
a.	Salary as per provisions Contained in Section 17(1) of the Income tax Act, 1961	-	5.42	10.20	15.62
b.	Value of perquisites u/s 17(2) Income tax Act, 1961	-	-	-	-
c.	Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	<b>Total</b>	<b>-</b>	<b>5.42</b>	<b>10.20</b>	<b>15.62</b>

Note:

\* Mr. Y. Nayudamma is the Managing Director as well as CEO of the Company and his remuneration particulars are given in Table 6.A. above and Remuneration Particulars of Mr. Y. Janaki Ramaiah, Executive Director are also given in Table 6.A. above.

**7. PENALTIES/ PUNISHMENTS/ COMPOUNDING OF OFFENCES:** None

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Form No. MR-3

Annexure: II

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

### Secretarial Audit Report

For the Financial Year ended on 31<sup>st</sup> March 2025

To  
The Members of,  
M/s. Phyto Chem (India) Limited,  
Survey No. 628, Temple Street,  
Bonthapally - 502 313, Gumadidala Mandal,  
Sangareddy District, Telangana State, India.

We have conducted the Secretarial Audit pursuant to section 204 of the Companies Act, 2013, on the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Phyto Chem (India) Limited (CIN: L24110TG1989PLC009500)** (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the Corporate Conducts/ Statutory Compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I/We hereby report that in my/our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2025 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:

We 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, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (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 (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (**Not applicable to the Company during the financial year under review**);
  - (e) The Securities and Exchange Board of India (Issue and listing of Debt Securities) Regulations, 2008; (**Not applicable to the Company during the financial year under review**);



## Phyto Chem (India) Limited

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulation, 1993 regarding the Companies Act and dealing with client; **(Not applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review);**
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable as the Company has not delisted/proposed to delist its equity shares from Stock Exchange during the financial year under review);**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable as the Company has not bought back any of its equity shares);**
- (i) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015; and
- (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with relating to Board Meetings and General Meetings.
- (ii) The Listing Agreements entered into by the Company with BSE Limited (BSE) on 31<sup>st</sup> March, 2025 read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (to the extent applicable).
- (iii) Other specifically applicable laws to the Company in respect of which we relied on the Internal Audit report and noted relevant compliances and observations made by the Internal Auditor;
  - (a) Insecticides Act, 1968
  - (b) Legal Metrology Act, 2009
  - (c) The Petroleum Rules, 2002

**We further report that:**

- (i) Based on the information provided by the Company, its officers and its authorised representatives during the conduct of the audit and also on review of quarterly reports by respective Department Heads/Company Secretary/ CEO taken on record by the Board of Directors of the Company, adequate systems and processes and control mechanism exist in the Company to monitor and ensure the compliance of with the applicable general laws like labour laws like labour law, competition law and environment laws.
- (ii) The Compliance by the Company of applicable financial laws like direct and indirect laws has not been reviewed in this Audit since the same have been subject to review by Statutory Financial Audit and Other designated professionals.
- (iii) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- (iv) Adequate notice is given to all Directors to schedule the Board and committee Meetings, agenda and detailed notes on agenda were sent electronically well in advance or shorter consent were taken in other cases, 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.
- (v) 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 Committees of the Board, as the case may be.

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

## Phyto Chem - Annual Report - 2024-25

### **COMPANIES ACT, 2013 READ WITH RULES MADE THEREUNDER:**

1. There was a delay of 12 days in filing Form MGT-14 for the resolutions passed by the Board of Directors on 29<sup>th</sup> May 2024 the details of which are mentioned below :
  - Approval of the Audited Financial Results of the Company for the Fourth Quarter and Financial Year ended 31<sup>st</sup> March 2024; and
  - Taking note of the change in the name of the Statutory Auditors of the Company from M/s. T. Adinarayana & Co. (FRN: 000041S), Chartered Accountants, Hyderabad to M/s. Yelamanchi & Associates (FRN: 000041S), Chartered Accountants, Hyderabad.

The Form MGT-14 was required to be filed by 28th June 2024 but was filed on 10th July 2024 with additional fees.
2. There was a delay of 333 days in filing Form MGT-14 for the resolution passed by the Board of Directors on 12th August 2024 for approving the Directors' Report including the Report on Corporate Governance for the Financial Year 2023-24.

The due date for filing was 11th September 2024, however, the form was filed on 10<sup>th</sup> August 2025 with additional fees.

### **SEBI (LODR) REGULATIONS, 2015:**

1. There was a delay of 16 minutes beyond the stipulated timeline in submitting the PDF version of the financial results for the quarter ended 30th June 2024, under Regulation 33 of SEBI (LODR) Regulations, 2015.
2. There was a delay of 25 minutes beyond the stipulated timeline in submitting the PDF version of the financial results for the quarter ended 30th September 2024, pursuant to Regulation 33 of the SEBI (LODR) Regulations, 2015.
3. There was a delay of 80 days beyond the stipulated timeline in the appointment of a qualified Company Secretary as the Compliance Officer, as required under Regulation 6(1) of SEBI (LODR) Regulations, 2015.
4. There was a delay of 287 days in filing the intimation of the reappointment of the Executive Director of the Company in XBRL format, pursuant to the Board Meeting held on 12th August 2024, as required under Regulation 30 of SEBI (LODR) Regulations, 2015.

### **We further report that:**

- (i) 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.
- (ii) There were no specific events/actions in pursuance of the above referred laws, rules, regulations, etc., having a major bearing on the Company's affairs except as reported in the Financial Audit Report.

**For Vijendra & Co.,**  
Company Secretaries

**Palavalasa Vijendra**  
Proprietor  
Practicing Company Secretary  
M.No:A60004 CP No: 22570  
Peer Review Certificate No: 1424/2021  
UDIN: A060004G000977525

Place : Hyderabad  
Date : 11<sup>th</sup> August 2025

*Note: This report is to be read with our letter of even date which is annexed as "Annexure" and forms part of this report.*



## Phyto Chem (India) Limited

### Secretarial Audit Report

Annexure: II-A

To  
The Board of Directors,  
M/s. Phyto Chem (India) Limited,  
Survey No. 628, Temple Street,  
Bonthapally - 502 313, Gummadidala Mandal,  
Sangareddy District, Telangana, India.

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

1. Maintenance of secretarial records is the responsibility of the management of M/s. Phyto Chem (India) Limited, ("the Company"). Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. We have relied up on the information provided by the Management with respect to related party transactions for its compliance.
8. With regard to various submission(s) of information/documents and compliance thereof made by the Company with the stock Exchange(s), the reporting of Compliance was made based upon the information/ documents made available.

**For Vijendra & Co.**  
Company Secretaries

**Palavalasa Vijendra**  
Proprietor  
Practicing Company Secretary  
M.No:A60004 CP No: 22570  
Peer Review Certificate No: 1424/2021  
UDIN: A060004G000977525

Place : Hyderabad  
Date : 11<sup>th</sup> August 2025



## Phyto Chem - Annual Report - 2024-25

Annexure – III

FORM NO. AOC – 2

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

Form for Disclosure of particulars of Contracts / Arrangements entered into by the Company with the related parties referred to in Section 188 of the Companies Act, 2013.

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

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts/ arrangements/ transactions including the value, if any	Dates of approval by the Board, if any	Amount Rs. in lakhs
Mr. Y. Nayudamma (Managing Director)	Unsecured loan	On demand	Repayable with interest	28-05-2022	336.37
Mr. Y. Janaki Ramaiah (Executive Director)	Unsecured loan	On demand	Repayable with interest	28-05-2022	64.02
Mr. Y. Sreemannarayana ( S/o Y. Nayudamma, Managing Director)	Office rent	11 Months	Monthly payment	-	6.39
M/s. Rasari Developers Pvt. Ltd. (Company which is significant influence of key managerial personnel)	Price Enhancement of house plots sold	-	-	14-02-2023	150.00



## Phyto Chem (India) Limited

Annexure – IV

### Management Discussion and Analysis

For the year ended March 31, 2025, your Directors are pleased to present the Management Discussion and Analysis report.

#### **Industry Structure and Development**

The pesticide industry is highly competitive, price-sensitive, and subject to quality issues and market volatility. However, the Ferro Alloy market is experiencing year-on-year growth, with encouraging export trends.

#### **Opportunities and Threats**

The Company is proactively exploring business opportunities and anticipates positive growth in the future. Nevertheless, the industry faces threats such as:

- Pricing pressure due to market competition
- Need for technology upgradation
- Severe competition
- Emerging new markets

#### **Strengths**

The management team possesses strong technical, financial, and administrative expertise, which is a significant strength for the Company.

#### **Risks and Concerns**

The Company needs to focus on managing market receivables and exercise caution while marketing pesticides, given the associated risks.

#### **Internal Control System and Their Adequacy**

The Company's internal control system is overseen by the Directors, who also manage day-to-day affairs to ensure adherence to guidelines, policies, and management instructions. The Board of Directors regularly reviews Internal Audit reports. The internal control system is adequate and commensurate with the Company's size and business operations, focusing on efficiency, asset safeguarding, resource optimization, and statutory compliance. Continuous efforts are made to improve the internal control system.

#### **Human Resources Vis-A-Vis Industrial Relations**

The Company appreciates the dedication and contributions of its employees, which have driven improved performance during the year. Industrial relations remained cordial, with all staff matters resolved in a harmonious and cordial manner.

#### **Cautionary Statement**

This report contains forward-looking statements regarding the Company's objectives, projections, estimates, and expectations. Actual results may differ materially due to factors such as economic conditions, government regulations, tax laws, and other statutory changes. Important factors that could impact the Company's operations include demand and supply conditions, price fluctuations, and changes in domestic and overseas markets.

For and on behalf of the Board

Place : Hyderabad  
Date : 26<sup>th</sup> May 2025

**Y. Nayudamma**  
Managing Director  
DIN: 00377721

## Phyto Chem - Annual Report - 2024-25

### Annexure – V

**Conservation of Energy, Technology Absorption, Foreign Exchange and Outgo. Information under Section 134 of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014 and forming part of Board's Report for the year ended 31<sup>st</sup> March 2025**

#### **A. Conservation of Energy:**

The Company has been putting regular efforts to improve Energy efficiency through Energy Conservation Measures.

##### **i. Energy conservation measures taken:**

- \* The Company has carried out various measures to optimize energy consumption.
- \* The Company has replaced conventional electrical cables, MCBs etc. with latest Electrical items.

##### **ii. Impact of measures taken:**

- \* Reduction in annual Diesel oil consumption.
- \* Continuous alertness of power saving.

##### **iii. Steps taken for utilizing alternate sources of the energy:**

- \* Company is evaluating the economic viability for installation of Solar Street Lights and Solar panels for Plant Lighting.

##### **iv. Capital investment on Energy conservation equipments:**

- \* Capital Expenditure has not been accounted for separately.

#### **B. Technology Absorption:**

Research and Development (R&D):

##### **i. Effects in brief made towards Technology Absorption:**

- \* The Company has adopted Indigenous Technology for manufacture of Pesticides Formulations and no imported technology is involved.
- \* The Company has an In-house R&D division for improving the quality, productivity and for developing the new viable products.

##### **ii. Benefits derived as a result of the above efforts:**

- \* Improvement in product quality and productivity.
- \* Enhanced products range to address emerging market opportunities.

##### **iii. Imported technology (imported during the last three years reckoned from the beginning of the financial year):**

- \* Not applicable as no technology was imported during the last three years.

##### **iv. Expenditure incurred on Research and Development:**

- \* R & D Expenditure has not been accounted for separately.

#### **C. Foreign Exchange Earnings and Outgo:**

During the year, there were no exports. The export market for pesticide formulations is not encouraging due to thin margins and heavy competition from Technical Pesticide Manufacturers.

##### **i. Total Foreign Exchange outflow: Nil**

##### **ii. Total Foreign Exchange inflow: Nil.**

For and on behalf of the Board

Place : Hyderabad  
Date : 26<sup>th</sup> May 2025

**Y.Nayudamma**  
Managing Director  
DIN: 00377721



# Phyto Chem (India) Limited

## Corporate Governance Report

### 1. Company's Philosophy on Corporate Governance:

The Board lays strong emphasis on attainment of high levels of Transparency, Accountability and Integrity and the corporate actions, which balance the interest of the stakeholders. The Company has adopted a code of conduct for Members of the Board, Senior Management and Key Managerial Personnel, who have all affirmed in writing their adherence to the Code.

### 2. Board of Directors:

The Board of Directors comprises of 10 Directors of which 3 are Promoter Directors. viz. Dr. P. Sreemannarayana, Mr. Y. Nayudamma and Dr. Y. Venkateswarlu. Six Board Meetings were held during the period from April 2024 to March 2025 on the following dates:

**29<sup>th</sup> May 2024, 12<sup>th</sup> August 2024, 27<sup>th</sup> September 2024, 13<sup>th</sup> November 2024, 10<sup>th</sup> February 2025 and 31<sup>st</sup> March 2025.**

**The Attendance of the Directors at Meetings and Number of other Directorships:**

Sl. No.	Name of the Director	Designation	Category	Number of Board Meetings attended	Attendance of last AGM (Yes/No)	Other Directorships
1.	Dr. P. Sreemannarayana	Chairman	NE & NI	6	Yes	2
2.	Mr. Y. Nayudamma	M.D	E & NI	6	Yes	4
3.	Mr. Y. Janaki Ramaiah	E.D	E & NI	6	Yes	1
4.	Dr. Y. Venkateswarlu	Director	NE & NI	1	Yes	-
5.	Mr. P. Anjaneyulu	Director	NE & NI	5	Yes	3
6.	Dr. G.S.R. Anjaneyulu	Director	NE & I	6	Yes	1
7.	Mr. M. Sree Ram Murthy	Director	NE & I	5	Yes	8
8.	Mr. S.Y. Sampath Kumar	Director	NE & I	6	No	5
9.	Mrs. G.Vijitha	Director	NE & I	6	Yes	3
10.	Mr. N. Nagendra Naidu	Director	NE & I	5	Yes	-

NE = Non-Executive, I = Independent, E = Executive, NI = Non-Independent.

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.

### 3. Code of Conduct:

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has suitably modified the 'Code of Conduct for Board of Directors, Senior Management and Key Managerial Personnel' (Code of Conduct) and is available on the Company's website. The Directors, Key Managerial Personnel and Senior Management Personnel have affirmed their compliance with the Code of Conduct as at 31<sup>st</sup> March 2025.

### 4. Audit Committee:

The Company has a qualified and independent Audit Committee comprising of five non-executive Independent Directors, constituted in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the Stock Exchange and Section 177 of the Companies Act, 2013. The role, terms of reference, authority and powers of the Audit Committee are in conformity with the requirements of the Companies Act, 2013 and Listing Agreement.

## Phyto Chem - Annual Report - 2024-25

The Committee held Four meetings during the year 2024-25 i.e. on 29<sup>th</sup> May 2024, 12<sup>th</sup> August 2024, 13<sup>th</sup> November 2024 and 10<sup>th</sup> February 2025 and the attendance at the meetings of the members was as under:

S.No.	Name of the Member	Attendance Particulars	Category
1.	Dr. G. S. R. Anjaneyulu	4	Chairman
2.	Mr. M. Sreerama Murthy	4	Member
3.	Mr. S. Y. Sampath Kumar	4	Member
4.	Mrs. G. Vijitha	4	Member
5.	Mr. N. Nagendra Naidu	3	Member

The Audit Committee discussed with the Statutory Auditors on the "Limited Review" of the quarterly/ half-yearly/ yearly accounts, the audit plan for the year, matters relating to compliance with accounting standards, the Auditors observations arising from the Annual Audit of the Company's accounts and other related matters.

### 5. Nomination and Remuneration Committee:

The Nomination and Remuneration Committee held Four meetings during the year 2024-25 i.e., 12<sup>th</sup> August 2024, 13<sup>th</sup> November 2024, 10<sup>th</sup> February 2025 and 31<sup>st</sup> March 2025 with the following members:

Sl.No.	Name of the Member	Attendance Particulars	Category
1.	Mr. M. Sreerama Murthy	4	Chairman
2.	Dr. G. S. R. Anjaneyulu	4	Member
3.	Mr. S. Y. Sampath Kumar	4	Member
4.	Mrs. G. Vijitha	4	Member
5.	Mr. N. Nagendra Naidu	4	Member

### Remuneration Policy:

Remuneration Policy of the Company is summarised as follows:

#### a. Policy for Selection and Appointment of Directors and their Remuneration:

The Remuneration Committee has adopted a Charter which, inter-alia, deals with the manner of selection of Board of Directors and Executive Directors and their remuneration.

#### b. Criteria of Selection of Non-Executive Directors:

The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, laws, governance and general management.

In case of appointment of Independent Directors, the Remuneration Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its functions and duties effectively.

The Remuneration Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013. The Remuneration Committee shall consider the following attributes/ criteria, whilst recommending to the Board the candidature for appointment as Director.

- i. Qualification, expertise and experience of the Directors in their respective fields;
- ii. Personal, Professional or business standing;
- iii. Diversity of the Board.



## Phyto Chem (India) Limited

In case of reappointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

### c. Remuneration:

#### i. For Managing Director and Executive Director:

The total remuneration payable to Managing Director and Executive Director is subject to Shareholders' approval and consists of Salary, Allowances, Perquisites and Benefits are in line with the Company's rules for Senior Managerial Personnel and Key Managerial Personnel.

#### ii. For Non-Executive Directors:

Sitting Fees is paid as per applicable provisions of the Companies Act, 2013 and rules made thereunder and the Articles of Association of the Company for attending meetings of the Board or any committees of the Board. The Directors are also reimbursed with actual travel costs and incidental expenses incurred for attending such meetings or in connection with the Company's business. The Chairman of the Company is reimbursed with the cost of travel and expenses incurred for attending Board and General Meetings.

The details of Remuneration of Directors during the period under review are as follows: (Rs. in lakhs)

Sl. No.	Name of the Director	Relationship with other Directors	Sitting fees	Commission on profits	Salary and allowances	Perquisites	Total
1.	Dr. P. Sreemannarayana	Relative	0.30	—	—	—	0.30
2.	Mr. Y. Nayudamma	Relative	—	—	16.67	—	16.67
3.	Mr.Y. Janaki Ramaiah	Relative	—	—	20.15	—	20.15
5.	Mr. P. Anjaneyulu	Relative	0.20	—	—	—	0.20
4.	Dr. Y. Venkateswarlu	Relative	0.05	—	—	—	0.05
	a. Mr. K. Srinivasa Rao	Relative	—	—	—	—	—
6.	Dr. G. S. R. Anjaneyulu	—	0.48	—	—	—	0.48
7.	Mr. M. Sreerama Murthy	—	0.43	—	—	—	0.43
8.	Mr. S. Y. Sampath Kumar	—	0.48	—	—	—	0.48
9.	Mrs. G. Vijitha	—	0.48	—	—	—	0.48
10.	Mr. N. Nagendra Naidu	—	0.40	—	—	—	0.40

Sitting fee to Non-Executive Directors is Rs.5,000/- for each Board meeting, Rs.1,500/- for each Audit Committee, Nomination and Remuneration Committee, Performance Evaluation Committee, Risk Management Committee, Stakeholders Relationship Committee, Independent Directors Committee and Share Transfer Committee meetings.

### 6. Performance Evaluation Committee:

The Performance Evaluation Committee met once on 10<sup>th</sup> February 2025 during the year 2024-25. The attendance record of the members at the meeting was as follows:

Sl.No.	Name of the Member	10 <sup>th</sup> February 2025	Category
1	Mr. N. Nagendra Naidu	1	Chairman
2.	Dr. G. S. R. Anjaneyulu	1	Member
3.	Mr. M. Sreerama Murthy	1	Member
4.	Mrs. G. Vijitha	1	Member
5.	Mr. S.Y. Sampath Kumar	1	Member

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### 7. Risk Management Committee:

As per Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the constitution of a Risk Management Committee is mandatory only for the top 1000 listed entities by market capitalization. Since the Company does not fall under the top 1000 listed entities, constitution of such a committee is not mandatory. However, as a measure of good governance, the Company has voluntarily constituted a Risk Management Committee.

The Risk Management Committee met once during the year 2024-25. The attendance record of the members at the meeting was as follows:

Sl.No.	Name of the Member	10 <sup>th</sup> February 2025	Category
1.	Mr. Y. Nayudamma	1	Chairman
2.	Dr. G. S. R. Anjaneyulu	1	Member
3.	Mr. M. Sreerama Murthy	1	Member
4.	Mr. S.Y. Sampath Kumar	1	Member
5.	Mrs. G. Vijitha	1	Member
6.	Mr. N. Nagendra Naidu	1	Member

Business Risk and Management is ongoing process within the Organization. The Company has proper risk management framework to identify, monitor and minimise risks and also identify business opportunities.

The objectives and scope of the Risk Management Committee broadly comprises of:

- a. Oversight of risk management performed by the Executive Management;
- b. Reviewing the Business Risk and Management Policy and framework in line with local legal requirements and SEBI guidelines;
- c. Reviewing risks and evaluate treatment including initiating mitigation actions and ownership as per a predefined cycle;
- d. Defining framework for identification, assessment, monitoring, mitigation and reporting of risks; within its overall scope as aforesaid, the Committee shall review risks, trends, exposure and potential impact analysis and mitigation plan.

### 8. Independent Directors' Committee Meeting:

During the year under review, the Committee members met once as detailed below inter-alia, to discuss the following items of business.:

Sl.No.	Name of the Member	10 <sup>th</sup> February 2025	Category
1.	Mr. S.Y. Sampath Kumar	1	Chairman
2.	Dr. G. S. R. Anjaneyulu	1	Member
3.	Mr. M. Sreerama Murthy	1	Member
4.	Mrs. G. Vijitha	1	Member
5.	Mr. N. Nagendra Naidu	1	Member

- a. Evaluation of the performance of the Non - Independent Directors and the Board of Directors as a whole;
- b. Evaluation of the performance of the Chairman of the Company taking into account the views of the Executive and Non-Executive Directors;
- c. Evaluation of the quality, contents 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.



## Phyto Chem (India) Limited

### 9. a. Stakeholders Relationship Committee:

The Stakeholders Relationship Committee met once during. The attendance record of the members at the meeting was as follows:

Sl.No.	Name of the Member	29 <sup>th</sup> May 2024	Category
1.	Mrs. G. Vijitha	1	Chairman
2.	Dr. G. S. R. Anjaneyulu	1	Member
3.	Mr. M. Sreerama Murthy	1	Member
4.	Mr. S.Y. Sampath Kumar	1	Member
5.	Mr. Y. Nayudamma	1	Member

All the complaints were redressed and no complaints received during the year were pending either in the beginning or ending of the year. The details are given below:

Sl. No.	Nature of Complaints	No. of letters received	No. of letters resolved/ replied	Pending/ remarks
1.	No. of requests for Change of Address	0	0	0
2.	Non-receipt of Share Cert's./ Bonus Shares	0	0	0
3.	Issue of Duplicate Share Certificates	1	1	0
4.	Non-receipt of Demat Confirmations/ Rejections	0	0	0
5.	Transmission of shares	2	2	0
6.	Revalidation of Refund Orders/ Dividend Warrants	0	0	0
7.	Non - receipt of Dividend Warrants	0	0	0
8.	Other letters	10	10	0

During the year, there are no other investors' grievances pending in respect of transfers, letters from SEBI & Stock Exchange.

### b. Share Transfer Committee:

The Share Transfer Committee comprises of Mr. Y. Nayudamma as Chairman, Mr. Y. Janaki Ramaiah as Convenor, Mr. B. Sambasiva Rao as Member and T.V. Satish Babu as Compliance Officer.

### 10. General Meetings:

The last three Annual General Meetings (AGM) and one Extra Ordinary General Meeting (EGM) of the Company were held at the Registered Office of the Company at Survey No.628, Temple Street, Bonthapally - 502 313, Gummadidala Mandal, Sangareddy District, Telangana State.

- 28<sup>th</sup> September 2022 at 11:45 A.M. – AGM
- 12<sup>th</sup> May 2023 at 04.00 P.M. – EGM
- 07<sup>th</sup> August 2023 at 11:30 A.M. – AGM
- 27<sup>th</sup> September 2024 at 11:45 A.M. – AGM

No postal ballots were used/ invited for voting at these meetings in respect of the Special Resolutions required to be passed nor they are proposed at the ensuing Annual General Meeting.

### 11. Dematerialisation of Shares and Liquidity:

As on 31<sup>st</sup> March 2025, 82.55% of the shares of your Company have been dematerialised. As the trading of/ transfer of your Company shares are being conducted only in electronic form and all other members holding shares in physical form are requested to convert their shareholdings to electronic form at the earliest.



## Phyto Chem - Annual Report - 2024-25

### 12. Disclosures under Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

Your Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013. There are no cases filed/ complaints lodged in the Company during the year under review in respect of the Sexual Harassment of Women at workplace.

### 13. Disclosures:

Pecuniary disclosure with regard to interested Directors:

- a. Disclosures on materially significant related party transactions of the Company of material nature, with its Promoters, the Directors or the Management, their Subsidiaries or Relatives, that may have potential conflict with the interests of the Company at large:

None of the transactions with any of related parties was in conflict with interest of the Company.

- b. Details of non-compliance by the Company and the penalties, strictures imposed on the Company by Stock Exchange or SEBI or any Statutory Authority, on any matter related to Capital Markets during the last three years:

During the year under review, the Company had a delay of 80 days in the appointment of a qualified Company Secretary as Compliance Officer under Regulation 6 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Consequently, the Stock Exchange imposed a penalty of Rs.1,08,560.00, which was duly paid by the Company. The Company has since appointed a qualified Company Secretary effective 31<sup>st</sup> March 2025 and has also represented to the Stock Exchange for waiver/ refund of the penalty imposed.

Except for the above, there were no instances of non-compliance related to the capital markets and no penalties, strictures imposed by SEBI, Stock Exchanges or any Statutory Authority during the last three years.

- c. Compliance Certificate of the Auditors:

Certificate of the Secretarial Auditor's has been obtained on the compliance of the conditions of Corporate Governance in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchanges and the same is annexed.

- d. Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause:

The Company has fully complied with the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Stock Exchange.

- e. The Management Discussion and Analysis is a part of this Annual Report.

- f. Certificate from Company Secretary in Practice:

M/s. Vijendra & Co., Practicing Company Secretaries, have issued a certificate as required under the Listing Regulations, confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Director of Companies by the SEBI/ Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed with this section as Annexure - A.

### 14. Means of Communication:

- a. The Company publishes its quarterly, half yearly and annual results in the Business Standard and Andhra Prabha (Telugu). These results are submitted to the Stock Exchange in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b. Website : [www.phytochemindia.com](http://www.phytochemindia.com)
- c. E-mail Id : [investorsrelations@phytochemindia.com](mailto:investorsrelations@phytochemindia.com)



## Phyto Chem (India) Limited

### 15. General information for members:

#### a. Thirty Sixth Annual General Meeting:

Date, Time & Venue: Monday, the 29<sup>th</sup> day of September 2025 at 12:15 P.M.  
M/s. Phyto Chem (India) Limited, Regd. Office: Survey No.628,  
Temple Street, Bonthapally - 502 313, Gummadidala Mandal,  
Sangareddy District, Telangana State.

#### b. Financial Calendar:

Results	For 2024-25 were announced on	For 2025-26 will be announced by
First Quarter	12 <sup>th</sup> August 2024	14 <sup>th</sup> August 2025
Second Quarter/ Half Year	13 <sup>th</sup> November 2024	14 <sup>th</sup> November 2025
Third Quarter	10 <sup>th</sup> February 2025	14 <sup>th</sup> February 2026
Yearly- Audited Results	26 <sup>th</sup> May 2025	30 <sup>th</sup> May 2026

#### c. Dates of Book Closure:

23<sup>rd</sup> September 2025 to 29<sup>th</sup> September 2025 both days inclusive.

#### d. Dividend Payment Date: Not Applicable.

#### e. i. Stock Exchanges where listed:

M/s. BSE Limited, P.J. Towers, Dalal Street, Mumbai - 400 001.

#### ii. Stock Code (BSE): 524808.

#### f. Market Price Data:

The market price data High/ Low during each month in the last financial year (2024-25) at the BSE Limited, Mumbai is as follows:

Period	BSE Limited		
	High-in Rs.	Low-in Rs.	Volume -No.of Shares
April 2024	38.24	30.40	21,978
May 2024	40.00	30.69	55,947
June 2024	34.17	27.92	54,472
July 2024	35.78	29.01	53,353
August 2024	30.90	26.40	41,745
September 2024	35.99	27.10	1,47,936
October 2024	42.90	27.00	2,13,607
November 2024	39.41	28.99	37,899
December 2024	38.76	31.05	62,122
January 2025	39.50	30.55	56,540
February 2025	39.90	30.79	39,722
March 2025	33.98	26.40	85,916

#### g. Share Transfer Agent:

M/s. Bigshare Services Private Limited, 306, 3rd Floor, Right Wing, Amrutha Ville, Opp: Yashoda Hospital, Somajiguda, Rajbhavan Road, Hyderabad - 500 082, Ph. No. 040-23374967.

## Phyto Chem - Annual Report - 2024-25

### h. Distribution of Shareholding by ownership as on 31-03-2025:

Sl. No.	Shareholding pattern	Shares	Shareholding %
1.	Promoters	17,37,329	40.40
2.	Indian Public	21,74,414	50.56
3.	Mutual Funds	8,000	0.19
4.	Body Corporates	2,55,329	5.94
5.	NRI- Non Promoters	1,24,328	2.89
6.	Proprietary Firm	800	0.02
<b>Total:</b>		<b>43,00,200</b>	<b>100.00</b>

### i. Distribution of Shareholding by size as on 31-03-2025:

Range of shares	No.of shareholders	No.of shares	% of shareholders	% of holding
Upto 500	6,765	8,23,225	92.45	19.14
501-1000	246	2,05,913	3.36	4.79
1001-2000	129	1,94,269	1.76	4.51
2001-3000	37	91,751	0.51	2.13
3001-4000	22	77,189	0.31	1.80
4001-5000	18	81,489	0.25	1.90
5001-10000	36	2,62,003	0.49	6.09
10001 and above	64	25,64,361	0.87	59.64
<b>Total</b>	<b>7,317</b>	<b>43,00,200</b>	<b>100.00</b>	<b>100.00</b>

j. Your Company has not issued any GDR's/ ADR's/ Warrants or any convertible instruments or ESOPS.

#### k. Plant Location:

Survey No.628, Temple Street, Bonthapally - 502 313, Gummadidala Mandal, Sangareddy District, Telangana State.

#### l. Compliance with the Regulation 39(4) read with Schedule VI of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

There are no shares issued pursuant to Public Issue or any other issue which remain unclaimed.

#### m. Address for Correspondence:

Shareholders Correspondence may be made with the Company's Share Transfer Agents at the address given at (g) above. In case of any difficulty, shareholders may contact Mr. T.V. Satish Babu, Compliance Officer at the Corporate Office at No.8-3-229/23, First Floor, Thaherville, Yousufguda Checkpost, Hyderabad - 500 045, Telangana, at e-mail: [compliances@phytochemindia.com](mailto:compliances@phytochemindia.com).



## Phyto Chem (India) Limited

The Report has not covered the non-mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Declaration by M.D. (CEO) of the Company on Code of Conduct**

**DECLARATION**

As provided under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchange, the Board Members, Key Managerial Personnel and the Senior Management Personnel have confirmed compliance with the Code of Conduct for the year ended 31<sup>st</sup> March, 2025.

Place : Hyderabad  
Date : 11<sup>th</sup> August 2025

(Y. Nayudamma)  
Managing Director & CEO  
DIN: 00377721

## Phyto Chem - Annual Report - 2024-25

### Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification

To  
The Board of Directors,  
M/s. Phyto Chem (India) Limited,  
Survey No. 628, Temple Street,  
Bonthapally - 502 313, Gummadidala Mandal,  
Sangareddy District, Telangana, India.

We certify that:

We have reviewed the financial statements and the cash flow statement of M/s Phyto Chem (India) Limited for the year ended March 31, 2025 and that to the best of our knowledge and belief:

- a.
  - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;
  - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with current accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, and the steps taken or proposed to be taken to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit committee:
  - i. Significant changes, if any, in internal control over financial reporting during the year;
  - ii. Significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. That there were no instances of significant fraud of which we have become aware and involvement therein, if any of management or other employees having a significant role in the Company's internal control system over financial reporting.

Place : Hyderabad,  
Date : 26<sup>th</sup> May 2025

**Y. Nayudamma**  
Chief Executive Officer  
DIN: 00377721

**B. Sambasiva Rao**  
Chief Financial Officer



## Phyto Chem (India) Limited

### Secretarial Auditor's Report on Corporate Governance

To  
The Members of  
M/s. Phyto Chem (India) Limited,  
Survey No. 628, Temple Street,  
Bonthapally - 502 313, Gummadidala Mandal,  
Sangareddy District, Telangana, India.

We have examined the relevant records relating to compliance of conditions of Corporate Governance by Phyto Chem (India) Limited ("the Company"), for the year ended 31<sup>st</sup> March, 2025, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as referred to in Regulation 15(2) of the Listing Regulations for the year ended 31<sup>st</sup> March, 2025.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in above mentioned Listing Regulations except for the observations mentioned in the Secretarial Audit report.

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

**For Vijendra & Co.,**  
Company Secretaries

**Palavalasa Vijendra**  
Proprietor  
Practicing Company Secretary  
M.No:A60004 CP No:22570  
Peer Review Certificate No: 1424/2021  
UDIN: **A060004G000977461**

Place : Hyderabad  
Date : 11<sup>th</sup> August 2025

## Phyto Chem - Annual Report - 2024-25

### Annexure A

#### 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  
M/s. Phyto Chem (India) Limited  
Survey No. 628, Temple Street,  
Bonthapally - 502313, Gummadidala Mandal,  
Sangareddy District, Telangana, India.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Phyto Chem (India) Limited having CIN: L24110TG1989PLC009500 and having registered office at Survey No. 628, Temple Street, Bonthapally - 502313, Gummadidala Mandal, Sangareddy District, Telangana, India (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para - C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 31<sup>st</sup> March, 2025 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 Director	DIN	Date of appointment in Company
1.	Dr. Venkateswarlu Yadlapalli	00377568	16-03-1994
	Mr. Srinivasa Rao Koduri - Alternate Director	03334048	11-02-2017
2.	Dr. Sreemannarayana Prathipati	00377472	05-12-1994
3.	Mr. Anjaneyulu Prathipati	00377635	31-07-2002
4.	Mr. Nayudamma Yarlagadda	00377721	01-06-1999
5.	Mr. Janaki Ramaiah Yarlagadda	06949910	29-07-2014
6.	Dr. Seeta Ram Anjaneyulu Gorantla	01874325	26-08-2017
7.	Mr. Sreerama Murthy Mandava	01932910	14-08-2019
8.	Mr. Nagendra Naidu Nutanapati	10180163	27-05-2023
9.	Mr. Yugandhar Sampath Kumar Sakhamuri	02389255	12-11-2020
10.	Mrs. Vijitha Gorrepati	03492979	12-11-2020

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. 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 Vijendra & Co.,**  
Company Secretaries

**Palavalasa Vijendra**

Proprietor

Practicing Company Secretary

M.No:A60004 CP No:22570

Peer Review Certificate No: 1424/2021

UDIN: **A060004G000977437**

Place : Hyderabad

Date : 11<sup>th</sup> August 2025



## Phyto Chem (India) Limited

### Independent Auditor's Report

To  
The Members of Phyto Chem (India) Limited

#### Report on the Audit of the Standalone Financial Statements

##### Opinion

We have audited the accompanying financial statements of Phyto Chem (India) Limited ('the Company'), which comprise the Balance Sheet as at 31 March, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes forming part of financial statements, including a summary of Material Accounting Policies and other explanatory information (hereinafter referred to as 'the financial statements').

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

##### Basis for opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

##### Key audit matters

Key audit matters ('KAM') are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole and informing 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.

S.No.	Key Audit Matter	Auditor's Response
1	<b>Timing of revenue recognition in the proper period as per Ind AS 115.</b> Refer to Note-2.18 (Material Accounting Policies on Revenue Recognition). In accordance with Ind AS 115, Revenue from Contracts with Customers, revenue from sale of goods is recognized when control of the products being sold is transferred to the customer based on terms of sale. Revenue is measured at consideration to which an entity expects to be entitled in exchange for transferring promised goods or services to	<b>Our audit procedures included the following:</b> i. We evaluated the design and tested operating effectiveness of the relevant controls with respect to revenue recognition including those relating to cut off at year end; ii. We assessed the appropriateness of the revenue recognition accounting policies in line with Ind AS 115 "Revenue from Contracts with Customers"; iii. We performed substantive testing of revenue transactions, recorded during the year by testing the underlying documents which included



## Phyto Chem - Annual Report - 2024-25

S. No.	Key Audit Matter	Auditor's Response
	<p>a customer, excluding amounts collected on behalf of third parties. The transaction price of the goods sold is net of variable consideration on account of various discounts offered by the Company as part of contract.</p> <p>We identified timing of revenue recognition in the proper period as a key audit matter since it involves higher assessed risk of material misstatement and is required to be recognized as per the requirements of applicable accounting framework.</p>	<p>customer order and directions, goods dispatch notes, shipping documents and customer acknowledgments as applicable;</p> <p>iv. We tested a sample of manual journal entries posted to revenue and assessed their appropriateness;</p> <p>v. We tested, on a sample basis, specific revenue transactions recorded before and after the financial year end date including examination of credit notes issued after the year end to determine whether the revenue has been recognized in the appropriate financial period. Based on the above stated procedures, no significant exceptions were noted in revenue recognition.</p>
2	<p><b>Trade Receivables:</b></p> <p>The trade receivables stands at Rs.1,424.64 lakhs which constitutes 101.19% of total turnover for the financial year 2024-25.</p> <p>This indicates a very low average collection period of trade receivables, and the age profile of the trade receivables indicates that 59.11% of trade receivables are over dues are in the age-wise bucket of 6 months to 36 months.</p> <p>Against the outstanding trade receivables, the Company made a provision for doubtful debts at (ECL) Rs.10.71 lakhs.</p> <p>The Company considered current and anticipated future economic conditions relating to industries the Company deals with and the areas where it operates, in calculating expected credit losses, the Company also considered credit reports and other related credit information for its customers to estimates the probability of default in future.</p> <p>The estimation of realisable debts involves significant management judgements. Since amount involved is material and significant management judgement, we consider this as one of the key audit matters.</p>	<p>Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:</p> <p>We have evaluated the methodology for age-wise bucketing of trade receivables and key assumptions underlying the probability of default estimates on the same, to ascertain that the same were broadly in-line with the Corporation's historical default rates.</p> <p>We tested the effectiveness of controls over the (1) development of the methodology for the allowance for credit losses, including consideration of the current and estimated future economic conditions, (2) completeness and accuracy of information used in the estimation of probability of default, and (3) computation of the allowance for credit losses.</p> <p>For a sample of customers we tested the input data such as credit reports and other credit related information used in estimating the probability of default by comparing them to external and internal sources of information.</p> <p>We evaluated the incorporation of the applicable assumptions into the estimate of expected credit losses and tested the mathematical accuracy and computation of the allowances by using the same input data used by the Company.</p>



## Phyto Chem (India) Limited

### **Information other than the Financial Statements and Auditor's Report Thereon**

The Company's management and 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 and sustainable Report, Corporate Governance and Shareholder's information, but does not include the consolidated financial statements and financial statements and our auditor's report thereon.

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

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

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

### **Responsibility of Management and those charged with Governance for the Financial Statement**

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

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

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

### **Auditor's Responsibility for the Audit of the Financial Statements**

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

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

## Phyto Chem - Annual Report - 2024-25

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

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

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

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

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

### **Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in 'Annexure-A' a statement on the matters specified in paragraphs iii and iv of the Order.



## Phyto Chem (India) Limited

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, the 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 financial statements comply with the Ind AS specified under section 133 of the Act.
- e. On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of section 164 (2) of the Act.
- f. With respect to the adequacy of the internal 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 the operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
- g. With respect to other matters to be included in the Auditors Report in accordance with requirements of section 197(6) of the Act, as amended:  
  
In our opinion and to the best of our information and according to the explanation given to us, the remuneration paid by the Company to its directors during the year is within the limits prescribed as per the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Refer note.38 to the Financial Statements.
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts (including derivative contracts).
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv.
    - a. The Management has represented that, to the best of its knowledge and belief, no funds (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;

## Phyto Chem - Annual Report - 2024-25

- b. 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;
- c. 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.
- v. No dividend is declared or paid during the year by the Company and accordingly, compliance with section 123 of the Act is not applicable to the Company.
- vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023.

Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software. Further, we did not come across any instance of the audit trail feature being tampered with.

**For M/s. Yelamanchi & Associates**  
Chartered Accountants  
Firm Regn. No. 000041S

**Y. P. Rao**  
Partner, M.No.25266  
ICAI UDIN: 25025266BMHWU5886

Place : Hyderabad  
Date : 26<sup>th</sup> May 2025



## Phyto Chem (India) Limited

### Annexure-A to the Independent Auditors' Report

*(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Phyto Chem (India) Limited of even date)*

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company's property, plant and equipment, right-of-use assets and intangible assets:
  - (a) (A) The Company has maintained records showing full particulars including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets. However, the register is under updation.
  - (B) The Company has no intangible assets, accordingly provisions of clause 3(i)(a)(B) are not applicable to the Company for the period under review.
  - (b) The Company has a regular programme of physical verification of its Property, Plant and Equipment, and right-of-use assets so to cover all the assets are verified over a period of three years, in our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, applicable portion of fixed assets for the current year were physically verified. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
  - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties disclosed in the standalone financial statements are held in the name of the Company.
  - (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 (including right-of-use assets) and intangible assets during the year. Hence the reporting under clause 3(i)(d) is not applicable to the Company for the period under review.
  - (e) According to the information and explanation given to us and on the basis of our examination of the records of the Company, there are no Proceedings have been initiated during the year or are pending against the Company as at 31 March 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its standalone financial statements does not arise.
- ii.
  - (a) The inventories have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. The Company has maintained proper records of inventory. There were no material discrepancies noticed on verification between the physical stock and the book records.
  - (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of account other than those as set out below. The Company has not been sanctioned any working capital limit from the financial institutions.

(Rs. in lakhs)

S. No.	Name of the bank	working capital limits	Nature of current asset offered as security	Quarter ended	Value of stock, debtors & creditors disclosed as per bank quarterly return/statement (CA - CL)	Amount as per books of accounts at the end of each quarter (CA - CL)	Difference
1	The Federal Bank Ltd.	1,060.00	Refer Note below	30th Jun, 2024	2,440.25	2,449.46	(9.21)
2	The Federal Bank Ltd.	1,030.00	Refer Note below	30th Sep, 2024	2,357.19	2,429.05	(71.86)
3	The Federal Bank Ltd.	1,000.00	Refer Note below	31st Dec, 2024	2,537.47	2,787.73	(250.26)
4	The Federal Bank Ltd.	970.00	Refer Note below	31st Mar, 2025	2,300.64	2,075.56	(71.92)

## Phyto Chem - Annual Report - 2024-25

### Note on differences in values:

The Company has declared less values of stock, debtors and creditors to the bankers when compared to the values of books of accounts. As such there is no violation.

- 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 investments in other companies and has not given any loans or advances in the nature of loans. Company also has not provided any security or corporate guarantees to any Companies, Firms, LLPs or any other parties. Hence furnishing of details relating to guarantees securities and loans etc., as required under this clause does not arise.
- iv. In our opinion and according to the information and explanation given to us, the Company has no transactions to be complied with the provisions of sections 185 and 186, the Company has not made any investment and given any loans as stated in those sections during the year under review.
- v. The Company has not accepted any deposits or amounts during the year as per provisions of section 73 or 76 of the Act and relevant rules framed thereunder. However, the Company has accepted some loans which are exempted under the relevant Deposit Rules. Accordingly, the clause 3 (v) of the Order are not applicable to the Company for the year under review.
- vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the order is not applicable to the Company.
- vii. In respect of statutory dues:
  - (a) According to the information and explanation given to us by the Company and records of the Company examined by us, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities though there has been slight delays in few cases on some occasions.
  - (b) There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.
  - (c) According to the information and explanation given to us and on the basis of our examination of the records of the Company, there were no dues with respect to statutory payments like Income tax, Sales tax, Goods and service tax, Customs duty, Excise duty, Value added tax, Cess and other dues that have not been deposited by the Company on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961 (43 of 1961).
- ix.
  - (a) According to the information and explanation given to us by the Company and records of the Company examined by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year. Accordingly, Clause 3(ix)(a) of the order is not applicable to the Company for the period under review.
  - (b) The Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.
  - (c) The Company has not obtained any term loans. Accordingly reporting under clause 3(ix)(c) of the Order is not applicable to the Company for the period under review.
  - (d) According to the information and explanation given to us by the Company and based on the procedures performed by us and on overall examination of Financial Statements of the Company, we report that no funds raised on short-term basis have been used for long-term purpose of the Company.



## Phyto Chem (India) Limited

- (e) The Company does not have any Subsidiary, Joint Venture or Associate Companies. As such commenting on the fund raised by the Company for the purpose of those entities does not arise.
- (f) The Company has no Subsidiaries, Joint Ventures or Associate concerns on the books of the Company. As such raising of funds on pledge of the securities of those concerns does not arise. Hence nothing to comment.
- x.
  - (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order does not arise.
  - b) 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 preferential allotment or private placement of share or fully or partly convertible debentures during the year. Accordingly, provisions of clause 3(x)(b) of the Order are not applicable to the Company for the year under review.
- xi.
  - (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
  - (b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order does not arise.
  - (c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us. The Company has not received any whistle blower complaints during the year.
- xii. The Company is not a Nidhi Company as prescribed under section 406 of the Act and accordingly, nothing to comment on this clause.
- xiii. In our opinion, and according to the information given to us, the Company is in compliance with sections 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv.
  - (a) In our opinion and according to the information given to us, the Company has an adequate internal audit system commensurate with the size and the nature of its business.
  - (b) We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- 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 nothing to comment on this clause.
- xvi.
  - (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order does not arise.
  - (b) In our opinion, there is no core investment Company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order does not arise.



## Phyto Chem - Annual Report - 2024-25

- xvii. The Company has incurred cash losses of Rs.71.16 lakhs during the financial year 2024-25 and it has incurred cash loss of Rs.299.69 lakhs for the financial year 2023-24.
- xviii. There has been no resignation of the statutory auditors of the Company during the year under review.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. According to the information and explanation given to us by the Company and on verification of records, the provisions of section 135 (Corporate Social Responsibility) of the Act are not applicable to the Company for the period under review.
- xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements as the Company is not having any subsidiary Company. Accordingly, no comment in respect of the said clause has been included in this report.

**For M/s. Yelamanchi & Associates**  
Chartered Accountants  
Firm Regn. No. 000041S

**Y. P. Rao**  
Partner, M.No.25266  
ICAI UDIN: 25025266BMHWU5886

Place : Hyderabad  
Date : 26<sup>th</sup> May 2025



## Phyto Chem (India) Limited

### Annexure-B to the Independent Auditor's Report

*(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Phyto Chem (India) Limited of even date)*

#### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls with reference to financial statements of Phyto Chem (India) Limited ("the Company") as of 31 March 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements 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 control system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls over to financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls with reference to Financial Statements**

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

## Phyto Chem - Annual Report - 2024-25

### **Inherent Limitations of Internal Financial Controls with reference to Financial Statements**

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

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For M/s. Yelamanchi & Associates**

Chartered Accountants

Firm Regn. No. 000041S

**Y. P. Rao**

Partner, M.No.25266

ICAI UDIN: 25025266BMHWU5886

Place : Hyderabad

Date : 26<sup>th</sup> May 2025



# Phyto Chem (India) Limited

## Balance sheet as at 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

Particulars	Note No.	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant and equipment	3	239.02	274.13
(b) Capital work-in-progress		-	-
(c) Investment properties		-	-
(d) Intangible assets		-	-
(e) Financial assets			
(i) Investments	4	5.42	8.04
(ii) Loans	5	4.59	8.06
(iii) Other financial assets	6	12.51	12.39
(f) Deferred tax assets (net)	7	58.20	53.10
(g) Other non-current assets		-	-
<b>Total non-current assets</b>		<b>319.74</b>	<b>355.72</b>
<b>Current assets</b>			
(a) Inventories	8	1,009.84	1,196.56
(b) Financial assets			
(i) Trade receivables	9	1,424.64	1,568.76
(ii) Cash and cash equivalents	10	4.61	16.33
(iii) Other bank balances		-	-
(iv) Loans and advances		-	-
(v) Other financial assets		-	-
(c) Current tax assets (net)		-	-
(d) Other current assets	11	29.83	33.13
<b>Total current assets</b>		<b>2,468.92</b>	<b>2,814.78</b>
<b>TOTAL ASSETS</b>		<b>2,788.66</b>	<b>3,170.50</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	12	430.02	430.02
(b) Other equity	13	208.75	305.95
<b>Total equity</b>		<b>638.77</b>	<b>735.97</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	14	105.19	170.15
(ii) Other financial liabilities	15	81.29	117.79
(b) Provisions		-	-
(c) Deferred tax liabilities (net)		-	-
(d) Other non-current liabilities		-	-
<b>Total non-current liabilities</b>		<b>186.48</b>	<b>287.94</b>
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	16	1,472.09	1,648.63
(ii) Trade payables	17		
(A) dues of micro and medium enterprises		5.66	7.37
(B) dues other than micro and medium enterprises		268.02	285.12
(iii) Other financial liabilities		-	-
(b) Other current liabilities	18	112.75	121.68
(c) Provisions	19	104.89	83.79
(d) Current tax liability	20	-	-
<b>Total current liabilities</b>		<b>1,963.41</b>	<b>2,146.59</b>
<b>TOTAL LIABILITIES</b>		<b>2,149.89</b>	<b>2,434.53</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>2,788.66</b>	<b>3,170.50</b>

Corporate information and summary of material accounting policies

1 & 2

See accompanying notes form an integral part of the financial statements

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As per our report of even date attached

For and on behalf of the Board of Directors

**For M/s. Yelamanchi & Associates**

Chartered Accountants  
Firm Regn.No.000041S

**Y. P. Rao**

Partner, M.No.25266  
UDIN: 25025266BMHWU5886

Place : Hyderabad

Date : 26<sup>th</sup> May 2025

**Y. Nayudamma**  
Managing Director  
DIN : 00377721

**G. S. R. Anjaneyulu**  
Director  
DIN : 01874325

**Venkata Satish Babu Turlapati**  
Company Secretary  
M.No: F8100  
Place : Hyderabad  
Date : 26<sup>th</sup> May 2025

**B. Sambasiva Rao**  
Chief Financial Officer

## Phyto Chem - Annual Report - 2024-25

### Statement of profit and loss for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

Particulars	Note No.	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
I Revenue from operations	21	1,407.84	1,481.07
II Other income	22	247.27	231.89
III <b>Total income (I+II)</b>		<b>1,655.11</b>	<b>1,712.96</b>
IV <b>Expenses</b>			
(a) Cost of materials consumed	23	1,049.06	1,007.92
(b) Changes in inventories of finished goods, land and work in progress	24	109.16	292.43
(c) Employee benefits expense	25	211.51	280.27
(d) Finance costs	26	184.00	204.97
(e) Depreciation and amortisation expense	3	33.67	34.24
(f) Other expense	27	172.54	227.06
<b>Total expenses (IV)</b>		<b>1,759.94</b>	<b>2,046.89</b>
V <b>Profit/ (loss) before exceptional items and tax (III - IV)</b>		<b>(104.83)</b>	<b>(333.93)</b>
VI Exceptional items		-	-
VII <b>Profit/ (loss) before tax (V-VI)</b>		<b>(104.83)</b>	<b>(333.93)</b>
VIII <b>Tax expense</b>			
(a) Current tax		-	-
(b) Deferred tax		(5.68)	(0.87)
(c) Earlier year tax adjustments		-	-
<b>Total tax expense (VIII)</b>		<b>(5.68)</b>	<b>(0.87)</b>
<b>Profit/loss on discontinued operations</b>		-	-
IX <b>Profit/ (loss) for the year after tax (VII - VIII)</b>		<b>(99.15)</b>	<b>(333.06)</b>
X <b>Other comprehensive income</b>			
A. <b>Items not to be reclassified to profit or loss in subsequent periods:</b>			
(a) Re-measurement of defined employee benefit plans		5.15	9.82
(b) Fair valuation of investments		(2.62)	1.20
(c) Change in fair value of FVOCI financial liabilities		-	(0.90)
(d) Deferred tax relating to items that not to be reclassified to profit and loss in subsequent period		(0.58)	(2.32)
<b>Other comprehensive income/(loss) for the year</b>		<b>1.95</b>	<b>7.80</b>
XI <b>Total comprehensive income for the period (IX+X)</b>		<b>(97.20)</b>	<b>(325.26)</b>
XII <b>Earnings per equity share</b>			
Basic and diluted		(2.31)	(7.75)

Corporate information and summary of material accounting policies

1 & 2

See accompanying notes form an integral part of the financial statements

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As per our report of even date attached

For and on behalf of the Board of Directors

**For M/s. Yelamanchi & Associates**  
Chartered Accountants  
Firm Regn.No.000041S

**Y. Nayudamma**  
Managing Director  
DIN : 00377721

**G. S. R. Anjaneyulu**  
Director  
DIN : 01874325

**Y. P. Rao**  
Partner, M.No.25266  
UDIN: 25025266BMHWU5886  
Place : Hyderabad  
Date : 26<sup>th</sup> May 2025

**Venkata Satish Babu Turlapati**  
Company Secretary  
M.No: F8100

Place : Hyderabad  
Date : 26<sup>th</sup> May 2025

**B. Sambasiva Rao**  
Chief Financial Officer



# Phyto Chem (India) Limited

## Cash flow statement for the year ended March 31, 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

Particulars	Year Ended 31 <sup>st</sup> March 2025	Year Ended 31 <sup>st</sup> March 2024
<b>A. Cash flows from operating activities</b>		
Net profit before tax and extra-ordinary items:	(104.83)	(333.93)
Add: Non cash expenditure:		
Depreciation expense	33.67	34.24
Less: Non cash incomes	-	-
Less: Income from financing or investing activities:		
Dividend income	-	(15.16)
Profit on sale of fixed assets (vehicles)	(0.58)	(8.28)
Interest income received	(94.27)	(0.92)
Add: Expenditures of financing or investing activities:		
Interest expenses	184.00	204.97
<b>Operating profit before working capital changes</b>	<b>17.99</b>	<b>(119.08)</b>
<b>Adjustments for changes in working capital</b>		
Add: Increase in current liabilities	-	-
Add: Decrease in current assets	345.85	835.57
Less: Decrease in current liabilities	(183.18)	(383.68)
Less: Increase in current assets	-	-
<b>Cash generated from operating activities</b>	<b>180.66</b>	<b>332.81</b>
Less: Income tax paid	(5.68)	0.87
Cash flow before extraordinary items	174.98	333.68
Add/(less): extraordinary items	-	-
Other comprehensive income	1.95	7.80
<b>Net cash flow from operating activities (A)</b>	<b>176.93</b>	<b>341.48</b>
<b>B. Cash flows from investing activities</b>		
Purchase of fixed assets	(0.14)	(34.05)
Sale proceeds of fixed assets	1.35	-
Dividend received on chit contributions	-	15.16
Interest income received	94.27	0.92
Profit on sale of fixed assets (vehicles)	0.58	8.28
Proceeds from sale of securities	-	-
Decrease/Increase in securities	2.62	(1.20)
Repayment of advances or loans from third parties etc.	3.35	5.54
<b>Net cash flow from investing activities (B)</b>	<b>102.03</b>	<b>(5.35)</b>
<b>C. Cash flows from financing activities</b>		
Proceeds from long-term borrowings	(64.96)	(111.62)
Repayment of long term borrowings	-	-
Increase in deferred tax assets	-	-
Decrease in deferred tax assets	(5.10)	1.46
Increase in other financial assets	(0.12)	-
Proceeds from other financial liabilities	-	-
Repayment of other financial liabilities	(36.50)	(11.26)
Interest paid	(184.00)	(204.97)
<b>Net cash flow from financing activities (C)</b>	<b>(290.68)</b>	<b>(326.39)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>(11.72)</b>	<b>9.74</b>
<b>Add: Opening cash and cash equivalents</b>	<b>16.33</b>	<b>6.59</b>
<b>Closing cash and cash equivalents</b>	<b>4.61</b>	<b>16.33</b>

Note: The cash flow statement has been prepared under the Indirect method as set out in the Ind AS-7 on Statement of cash flows.

As per our report of even date attached

For and on behalf of the Board of Directors

**For M/s. Yelamanchi & Associates**  
Chartered Accountants  
Firm Regn.No.000041S

**Y. P. Rao**  
Partner, M.No.25266  
UDIN: 25025266BMHWU5886  
Place : Hyderabad  
Date : 26<sup>th</sup> May 2025

**Y. Nayudamma**  
Managing Director  
DIN : 00377721

**Venkata Satish Babu Turlapati**  
Company Secretary  
M.No: F8100

Place : Hyderabad  
Date : 26<sup>th</sup> May 2025

**G. S. R. Anjaneyulu**  
Director  
DIN : 01874325

**B. Sambasiva Rao**  
Chief Financial Officer

## Phyto Chem - Annual Report - 2024-25

### Statement of changes in equity for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### a. Equity share capital

Balance at the beginning of the reporting period i.e. 01 <sup>st</sup> April 2024	Changes in equity share capital during the year	Balance at the end of the reporting period i.e. 31 <sup>st</sup> March 2025
430.02	-	430.02

#### b. Other equity - Reserves & surplus / Other comprehensive income

Particulars	Capital reserve	Securities premium reserve	General reserve	Retained earnings	Equity instruments through OCI	Remeasurement of defined benefit plan	Debt instruments through OCI	Total
<b>Balance at the beginning of the reporting period i.e 1<sup>st</sup> April 2023</b>	-	-	360.11	272.72	(1.62)	-	-	<b>631.21</b>
Profit for the year	-	-	-	(333.06)	-	-	-	(333.06)
Total comprehensive income for the year	-	-	-	-	7.80	-	-	7.80
Transfer to/(from) retained earnings	-	-	-	-	-	-	-	-
Dividend paid on equity shares	-	-	-	-	-	-	-	-
Tax on dividend paid on equity shares	-	-	-	-	-	-	-	-
<b>Balance at the end of the reporting period i.e 31<sup>st</sup> March 2024</b>	-	-	360.11	(60.34)	6.18	-	-	<b>305.95</b>
<b>Balance at the beginning of the reporting period i.e 1<sup>st</sup> April 2024</b>	-	-	360.11	(60.34)	6.18	-	-	<b>305.95</b>
Profit for the year	-	-	-	(99.15)	-	-	-	(99.15)
Total comprehensive income for the year	-	-	-	-	1.95	-	-	1.95
Transfer to/(from) retained earnings	-	-	-	-	-	-	-	-
Dividend paid on equity shares	-	-	-	-	-	-	-	-
Tax on dividend paid on equity shares	-	-	-	-	-	-	-	-
<b>Balance at the end of the reporting period i.e 31<sup>st</sup> March 2025</b>	-	-	360.11	(159.49)	8.13	-	-	<b>208.75</b>

As per our report of even date attached

For and on behalf of the Board of Directors

**For M/s. Yelamanchi & Associates**  
Chartered Accountants  
Firm Regn.No.000041S

**Y. Nayudamma**  
Managing Director  
DIN : 00377721

**G. S. R. Anjaneyulu**  
Director  
DIN : 01874325

**Y. P. Rao**  
Partner, M.No.25266  
UDIN: 25025266BMHWU5886

**Venkata Satish Babu Turlapati**  
Company Secretary  
M.No: F8100

**B. Sambasiva Rao**  
Chief Financial Officer

Place : Hyderabad  
Date : 26<sup>th</sup> May 2025

Place : Hyderabad  
Date : 26<sup>th</sup> May 2025



## Phyto Chem (India) Limited

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 1: Corporate information:

Phyto Chem (India) Limited ("the Company") was incorporated on 11<sup>th</sup> January 1989 having its registered office at # Survey No. 628, Temple Street, Bonthapally - 502 313, Gummadidala Mandal, Sangareddy District, Telangana State, India. It is incorporated under the Companies Act as limited Company and is limited by shares. The shares of the Company are listed on the Bombay Stock Exchange Limited, Mumbai.

The Company is engaged in manufacturing of pesticides.

The financial statements were approved for issue by the Board of Directors on 26<sup>th</sup> May 2025.

#### Note 2: Material accounting policies:

##### 2.1 Statement of compliance:

The financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time and other relevant provisions of the Act and presentation requirements of Division II of Schedule III of Companies Act, 2013.

##### 2.2 Basis of preparation of financial statements:

The financial statements have been prepared on historical cost convention with the exception of Certain assets and liabilities that are required to be carried at fair value by Ind AS. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The Financial Statements have been prepared on historical cost convention on accrual basis of accounting except for certain financial instruments that are measured at fair value. GAAPs of Indian Accounting Standards as specified in Section 133 of the Act read together with Rule 4 of Companies (Indian Accounting Standard) Amendment Rules, 2016 to the extent applicable, pronouncements of regulatory bodies applicable to the Company and other provisions of the Act. Accounting Policies have been consistently applied except where a newly issued Indian Accounting Standards is initially adopted or revision to existing Indian Accounting Standards requires a change in the accounting policy hitherto in use. Management evaluates all recently issued or revised Indian Accounting Standards on an on-going basis.

The material accounting policy information related to preparation of the standalone financial statements have been discussed in the respective notes.

##### 2.3 Basis of measurement:

All assets and liabilities are classified into current and non-current based on the operating cycle of twelve months or based on the criteria of realisation/ settlement within twelve months period from the reporting balance sheet date.

**Assets:** An asset is classified as current when it satisfies any of the following criteria:

- It is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;
- It is held primarily for the purpose of being traded;
- It is expected to be realized within twelve months after the reporting date; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

**Liabilities:** A liability is classified as current when it satisfies any of the following criteria:

- It is expected to be settled in the Company's normal operating cycle;
- It is held primarily for the purpose of being traded;



## Phyto Chem - Annual Report - 2024-25

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Material accounting policies (Contd...)

- c. It is due to be settled within twelve months after the reporting date; or
- d. The Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current assets/ liabilities include the current portion of non-current assets/ liabilities respectively.

All other assets/ liabilities are classified as non-current. Deferred tax assets and liabilities are always disclosed as non-current.

#### 2.4 Operating cycle:

Operating cycle is the time between the acquisition of assets for processing and their in cash and cash equivalents. The Company has ascertained its operating cycle as twelve months for the purpose of current/ non-current classification of assets and liabilities.

#### 2.5 Accounting estimates:

The preparation of the financial statements, in conformity with the recognition and measurement principles of Ind AS, requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognized in the period in which they are determined.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognized in the period in which the estimates is revised if the revision effects only that period or in the period of the revision and future periods in the revision effects both current and future periods.

**a. Depreciation and amortization:** Depreciation and amortization is based on Schedule II to the Companies Act, 2013, which describes useful lives of property, plant and equipment and intangible assets.

**b. Provisions and contingencies:** Provisions and contingencies are based on the Management's best estimate of the liabilities based on the facts known at the balance sheet date.

**c. Fair valuation:** Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows: Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date; Level 2: Inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and Level 3: Inputs are unobservable inputs for the asset or liability. For assets and liabilities that are recognized in the Financial Statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing categorization (based on the lowest level input that is significant to the fair



## Phyto Chem (India) Limited

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Material accounting policies (Contd...)

value measurement as a whole) at the end of each reporting period.

At each reporting date, the Company analyses the movements in the values of assets and liabilities which are required to be re-measured or reassessed in line with the Company's Accounting Policies. For this analysis, the Company verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents. For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

#### 2.6 Critical accounting judgements and key source of estimation uncertainty operating cycle:

In the application of the Company's accounting policies, the management of the Company is required to make judgments, estimates and assumptions about the carrying amounts of the assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to the accounting estimates are recognized in the period in which the estimates is revised if the revision effects only that period or in the period of the revision and future periods if the revision effects both current and future periods. The following are the areas of estimation of uncertainty and critical judgements that the management has made in the process of applying the Company's accounting policies and that have the most significant effects on the amounts recognized in the financial statements.

#### 2.7 Provisions, contingent liabilities, contingent assets and onerous contracts:

##### Provisions:

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that the outflow of resources embodying economic benefits will be required to settle the obligation in respect of which reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the expense relating to provision presented in the statement of profit & loss is net of any reimbursement.

If the effect of the time value of money is material, provisions are disclosed using a current pre tax rate that reflects, when appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as finance cost.

##### Contingent liability is disclosed in the notes in case of:

There is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non- occurrence of one or more uncertain future events not wholly within the control of the Company.

A present obligation arising from past event, when it is not probable that as outflow of resources will be required to settle the obligation.

A present obligation arises from the past event, when no reliable estimate is possible.

A present obligation arises from the past event, unless the probability of outflow are remote. Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

## Phyto Chem - Annual Report - 2024-25

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Material accounting policies (Contd...)

##### Onerous contracts:

A provision for onerous contracts is measured at the present value of the lower expected cost of terminating the contract and the expected cost of continuing with the contract. Before a provision is established, the Company recognizes the impairment on the assets with the contract.

##### Contingent assets:

Contingent assets are not recognized in the Standalone financial statements.

#### 2.8 Useful lives of depreciable assets:

Management reviews the useful lives of depreciable assets at each reporting period. As at March 31, 2025 management assessed that the useful lives represent the expected utility of the assets to the Company.

Further, there is no significant change in the useful lives as compared to previous year.

#### 2.9 Functional and presentation currency:

These financial statements are presented in Indian rupees, which is also the functional currency of the Company. All financial information presented in Indian rupees.

##### Foreign currencies:

In preparing the financial statements of the Company transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-Monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

For the purpose of presenting these financial statements, the assets and liabilities of the Company's foreign operations are translated into currency units using exchange rates prevailing at the end of each reporting period.

#### 2.10 Property, plant and equipment:

##### Recognition and measurement:

Property, Plant and Equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment loss, if any. Cost includes expenditures that are directly attributable to the acquisition of the asset i.e., freight, duties and taxes applicable and other expenses related to acquisition and installation. The cost of self-constructed assets includes the cost of materials and other costs directly attributable to bringing the asset to a working condition for its intended use. Borrowing costs that are directly attributable to the construction or production of a qualifying asset are capitalized as part of the cost of that asset. When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses upon disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognized net within in the statement of profit and loss.

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of repairs and maintenance are recognized in the statement of profit and loss as incurred.



## Phyto Chem (India) Limited

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

*(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)*

#### **Material accounting policies (Contd...)**

Items of property, plant and equipment acquired through exchange of non-monetary assets are measured at fair value, unless the exchange transaction lacks commercial substance or the fair value of either the asset received or asset given up is not reliably measurable, in which case the asset exchanged is recorded at the carrying amount of the asset given up. Property, Plant and Equipment which are not ready for intended use as on the date of balance sheet are disclosed as "Capital Work-in-Progress". Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses.

#### **Intangible assets acquired separately:**

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight line basis over their estimated useful lives. 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. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

#### **Depreciation:**

Depreciation is recognized in the statement of profit and loss on Straight Line basis over the estimated useful lives of property, plant and equipment based on Schedule - II to the Companies Act, 2013 ("Schedule"), which prescribes the useful lives for various classes of tangible assets. For assets acquired or disposed off during the year, depreciation is provided on pro rata basis. Land is not depreciated. Depreciation methods, useful lives and residual values are reviewed at the end of each reporting period with the effect of any changes in estimated useful lives residual values and impairment loss, if any, and are accounted for on a prospective basis.

#### **Impairment of tangible and intangible assets other than goodwill:**

At the end of each reporting period, the Company reviews that carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cashflows are discounted to their present value using a pre tax discount rate that reflects current market assessments of the time value of the money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the

## Phyto Chem - Annual Report - 2024-25

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Material accounting policies (Contd...)

increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

#### 2.11 Leases:

At the inception of the contract the Company determines whether the Contract is a Lease or Lease arrangement. A Contract is, or contains, a Lease if the Contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company recognises right of use asset representing its right to use the underlying asset for the Lease commencement date.

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement. Right of use asset is depreciated using straight line method over useful life of right of asset.

The Company measures the Lease liability at the present value of Lease payments that are not paid at the commencement date of Lease. The Lease payments are discounted using the Interest rate implicit in the Lease, if that cannot be readily determined the Company uses Incremental borrowing rate.

Right of use asset is depreciated using straight line method over useful life of right of asset.

The Company has elected not to apply in Ind As 116 to short term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of no value. The lease payments in such cases associated with these Leases are recognised as expenses on a straight line basis over the lease term.

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

#### 2.12 Financial instruments:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

##### A. Financial assets:

##### i. Initial recognition:

In the case of financial assets, not recorded at fair value through profit or loss (FVPL), financial assets are recognized initially at fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. 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 recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.



## Phyto Chem (India) Limited

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Material accounting policies (Contd...)

##### ii. Subsequent measurement:

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

###### a. Financial assets at amortized cost:

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets is included in finance income using the effective interest rate ("EIR") method. Impairment gains or losses arising on these assets are recognized in the Statement of Profit and Loss.

###### b. Financial assets measured at fair value:

Financial assets are measured at fair value through OCI if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in the Statement of Profit and Loss. Investment in Equity Instruments are designated as Financial Assets measured at fair value through OCI and Investments in Mutual Funds are designated as Financial Assets measured at fair value through statement of Profit and Loss on date of transition.

###### c. Impairment of financial assets:

In accordance with Ind AS 109, expected credit loss (ECL) model for measurement and recognition of impairment loss on the trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18. As Company trade receivables are realized within normal credit period adopted by the Company, hence the financial assets are not impaired.

###### d. De-recognition of financial assets:

The Company de-recognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

###### e. Other financial assets:

In respect of its other financial assets, the Company assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

## Phyto Chem - Annual Report - 2024-25

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Material accounting policies (Contd...)

#### B. Financial liabilities:

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

##### i. Initial recognition:

Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL, loans and borrowings and payables as appropriate. All financial liabilities are recognized initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs. Fees of recurring nature are directly recognised in the statement of profit and loss as finance cost.

##### ii. Subsequent measurement:

The measurement of financial liabilities depends on their classification, as described below:

##### a. Financial liabilities at FVPL:

Financial liabilities at FVPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or Losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

##### iii. De-recognition of financial liabilities:

Financial liabilities are de-recognised when the obligation specified in the contract is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

##### Impairment of non-financial assets:

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generated Units (CGU) to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the statement of profit and loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

#### 2.13 Cash and cash equivalents:

Cash and Bank balances comprise of cash balance in hand, in current accounts with banks and Bank Fixed Deposits with maturity of 3 months or less than 3 months. Balances with banks



## Phyto Chem (India) Limited

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Material accounting policies (Contd...)

earmarked for a purpose (like dividends) are shown separately.

#### Cash flow statement:

Cash flows are reported using the indirect method, where by profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payment and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

#### 2.14 Employee benefits:

##### Short term employee benefits:

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

##### Defined contribution plan:

The Company's contributions to defined contribution plans are charged to the statement of profit and loss as and when the services are received from the employees.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the period in which they occur.

##### Defined contribution benefits:

The Company has an obligation towards gratuity, a defined benefit plan covering eligible employees. The plan provides for lump sum payment on retirement, death while in employment or on separation.

#### 2.15 Borrowing cost:

Borrowing costs are charged to the Statement of Profit and Loss except in cases where the borrowings are 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.

#### 2.16 Government grants:

Ind AS 20 gives an option to present the grants related to assets, including nonmonetary grants at fair value in the balance sheet either by setting up the grant as deferred income or by deducting the grant in arriving at the carrying amount of the asset. Accordingly Sales Tax Deferment amount payable to Department has been considered as Government Grant and considered the interest expenses and amortization benefit in Profit and Loss Account and Balance Sheet.

#### 2.17 Estimates and assumptions:

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that effect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities.

Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.



## Phyto Chem - Annual Report - 2024-25

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Material accounting policies (Contd...)

##### 2.18 Revenue recognition:

Revenue from contracts with customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised.

Revenue is measured at the fair value of the consideration received or receivable and is recognised when it is probable that the economic benefits associated with the transaction will flow to the Company and the amount of income can be measured reliably. Revenue is net of returns and is reduced for rebates, trade discounts, refunds and any other taxes collected on behalf of government such as GST etc.

##### **Sale of goods:**

Revenue from sale of goods is recognised when a promise in a customer contract (performance obligation) has been satisfied by transferring control over the promised goods to the customer. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the delivery and acceptance terms agreed with the customers. The amount of revenue to be recognised is based on the consideration expected to be received in exchange for goods, net of trade discounts, volume discounts, sales returns and any taxes or duties collected on behalf of the government which are levied on sales such as sales tax, value added tax, goods and services tax, etc., where applicable. Invoices are payable within contractually agreed credit period. Any additional amounts based on terms of agreement entered into with customers, is recognised in the period when the collectability becomes probable and a reliable measure of the same is available.

##### **Sale of services:**

Revenue from rendering of services is recognised by measuring the progress towards complete satisfaction of performance obligations at the reporting period and there are no unfulfilled obligations.

##### **Other income:**

Other income includes Dividend, Interest, Profit/ (Loss) on sale of Investments, Commission, Professional and Technical Services and other miscellaneous receipts if any. Dividend income from investments is recognized when the Company's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably). Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on time proportionate basis, by reference to the principle outstanding and at the effective interest rate applicable. Commission income is recognised when the economic benefits associated with the transaction will flow to the entity or the amount of revenue can be measured reliably.

When the transaction involving the rendering of services is estimated reliably, revenue associated with the transaction shall be recognised by reference to the stage of completion of the transaction at the end of the reporting period. The outcome of the transactions can be estimated reliably when all the following conditions are satisfied: (a) the amount of revenue can be measured reliably; (b) it is probable that the economic benefits associated with the transaction will flow to the entity; (c) the stage of completion of the transaction at the end of the reporting period can be measured reliably; and (d) the costs incurred for the transaction and the costs to complete the transaction can be measured reliably.

##### 2.19 Income tax:

##### **Current tax:**

Current income tax is recognised based on the estimated tax liability computed after considering the tax effect under new tax regime u/s 115 BAA opted by the Company and taking credit for



## Phyto Chem (India) Limited

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Material accounting policies (Contd...)

allowances and exemptions in accordance with the Income Tax Act, 1961. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

#### Deferred tax:

Deferred tax is determined by applying the Balance Sheet approach. Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that effects neither the taxable profit nor the accounting profit. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

#### Minimum alternative tax ("MAT"):

Minimum alternative tax ("MAT") credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the company will pay normal income tax during the specified period.

#### 2.20 Earnings per share:

The Company presents basic and diluted earnings per share ("EPS") data for its ordinary shares. Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

#### 2.21 Inventories:

Inventories are valued at lower of cost, determined on "Weighted average" basis and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Raw materials, packing materials, stores, spares and consumables: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

Finished goods and work-in-progress: cost includes direct materials, labour and a proportion of manufacturing overheads based on the normal operating capacity, but excludes borrowing costs.

Stock-in-trade: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

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

## Phyto Chem - Annual Report - 2024-25

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Material accounting policies (Contd...)

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

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

#### 2.22 Trade receivables:

A receivable is recognised if an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due). The Management has established a credit policy under which each new customer is analysed individually for credit worthiness before the Company's standard payment terms ranging from the date of invoice to 180 days are offered. Terms of payment for sale of services are ranging from on presentation of bill to 180 days.

In respect of trade receivables, the Company applies the simplified approach of Ind AS 109 'Financial Instruments', which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

#### 2.23 Trade and other payables:

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. The amounts are unsecured and are presented as current liabilities unless payment is not due within twelve months after the reporting period. They are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

#### 2.24 Fair value of investments:

The Company has invested in the equity instruments of various companies. However, the percentage of shareholding of the Company in such investee companies is very low and hence, it has not been provided with future projections including projected profit and loss account by those investee companies. Hence, the valuation exercise carried out by the Company with the help of available historical annual reports and other information in the public domain.

#### 2.25 New standards and interpretations not yet adopted:

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

#### 2.26 Segment accounting and reporting:

The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit and loss in the standalone financial statements.

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM).

The accounting policies adopted for segment reporting are in line with the accounting policies adopted for preparing and presenting the Standalone Financial Statements of the Company as a whole. In addition, the following specific accounting policies have been followed for segment reporting:\*\*Segment revenue includes sales and other income directly identifiable with / allocable to the segment including inter segment transfers. Inter segment transfers are accounted for based on the transaction price agreed to between the segments which is at cost in case of transfer of



## Phyto Chem (India) Limited

### Notes forming part of financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Material accounting policies (Contd...)

Company's intermediate and final products and estimated realisable value in case of by-products.

\*\*Revenue, expenses, assets and liabilities are identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on direct and/or on a reasonable basis, have been disclosed as "Unallocable".

#### 2.27 Assets (or disposal group) held for sale and discontinued operation:

Assets (or disposal group) are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. Assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell.

An impairment loss is recognized for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognized for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognized. A gain or loss not previously recognized by the date of the sale of the non-current asset (or disposal group) is recognized at the date of de-recognition.

Assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

- Represent as separate major line of business or geographical area of operations,
- Is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations.

Discontinued operations are excluded from the results of continuing operations and are presented as profit or loss before/ after tax from discontinued operations in the statement of profit and loss.

## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 3: Property, plant and equipment - Tangible assets

Particulars	Land	Buildings	Plant and Machinery	Furniture & Fixtures	Vehicles	Office Equipment	Other Fixed Assets	Total
<b>Closing gross carrying amount as at 31<sup>st</sup> March 2023 (at cost)</b>	<b>7.31</b>	<b>304.16</b>	<b>196.25</b>	<b>16.09</b>	<b>93.95</b>	<b>14.85</b>	<b>33.51</b>	<b>666.12</b>
Additions	-	-	1.66	-	32.01	0.38	-	34.05
Disposals	-	-	-	-	24.40	-	-	24.40
<b>Closing gross carrying amount as at 31<sup>st</sup> March 2024 (at cost)</b>	<b>7.31</b>	<b>304.16</b>	<b>197.91</b>	<b>16.09</b>	<b>101.56</b>	<b>15.23</b>	<b>33.51</b>	<b>675.77</b>
Additions	-	-	0.14	-	-	-	-	0.14
Disposals	-	-	-	-	6.81	-	-	6.81
<b>Closing gross carrying amount as at 31<sup>st</sup> March 2025 (at cost)</b>	<b>7.31</b>	<b>304.16</b>	<b>198.05</b>	<b>16.09</b>	<b>94.75</b>	<b>15.23</b>	<b>33.51</b>	<b>669.10</b>
<b>Accumulated depreciation</b>								
<b>Closing accumulated depreciation as at 31<sup>st</sup> March 2023</b>	-	127.90	132.06	15.92	71.03	13.77	30.82	391.50
Depreciation charge during the year	-	9.44	12.84	0.17	10.70	0.75	0.34	34.24
Disposals	-	-	-	-	24.10	-	-	24.10
<b>Closing accumulated depreciation as at 31<sup>st</sup> March 2024</b>	-	137.34	144.90	16.09	57.63	14.52	31.16	401.64
Depreciation charge during the year	-	9.43	12.85	-	10.71	0.34	0.34	33.67
Disposals	-	-	-	-	5.23	-	-	5.23
<b>Closing accumulated depreciation as at 31<sup>st</sup> March 2025</b>	-	146.77	157.75	16.09	63.11	14.86	31.50	430.08
<b>Net carrying value as at 31<sup>st</sup> March 2024</b>	<b>7.31</b>	<b>166.82</b>	<b>53.01</b>	-	<b>43.93</b>	<b>0.71</b>	<b>2.35</b>	<b>274.13</b>
<b>Net carrying value as at 31<sup>st</sup> March 2025</b>	<b>7.31</b>	<b>157.39</b>	<b>40.30</b>	-	<b>31.64</b>	<b>0.37</b>	<b>2.01</b>	<b>239.02</b>

**Note:**

- (a) All the titles of the immovable properties are held in the name of the Company.  
(b) Depreciation is calculated as per straight line method based on useful life of assets as per Schedule-II of the Companies Act, 2013.  
(c) All properties, plants and equipments are under charge created by the Company for the ODCC and working capital term loans availed from banks.



## Phyto Chem (India) Limited

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 4: Non-current investments

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>A. Investments carried at fair value through other comprehensive income</b>		
<b>(I) Investments in equity instruments</b>		
i. Quoted and fully paid		
a. Investments in other companies		
Anjani Portland Cement Ltd.	3.83	6.24
3,700 (March 31, 2024: 3,700) equity shares of Rs.10/- each		
Alok Industries Ltd.	0.15	0.26
1,000 (March 31, 2024: 1,000) equity shares of Rs.10/- each		
Ginni Filaments Ltd.	0.19	0.30
1,000 (March 31, 2024: 1,000) equity shares of Rs.10/- each		
Silver Line Technologies Ltd.	0.02	0.003
120 (March 31, 2024: 120) equity shares of Rs.10/- each		
Computech International Ltd.	0.08	0.08
5,000 (March 31, 2024: 5,000) equity shares of Rs.10/- each		
Next Animation Media Ltd.	0.001	0.001
48 (March 31, 2024: 48) equity shares of Rs.10/- each		
<b>Total equity investments (quoted and fully paid) (i)</b>	<b>4.27</b>	<b>6.89</b>
ii. Unquoted and fully paid		
a. Investments in other companies (trade investments)		
Jeedimetla Effluent Treatment Ltd.	0.50	0.50
500 (March 31, 2024: 500) equity shares of Rs.10/- each		
<b>Total equity investments (unquoted and fully paid) (ii)</b>	<b>0.50</b>	<b>0.50</b>
<b>Total equity investments (A.I.i+A.I.ii)</b>	<b>4.77</b>	<b>7.39</b>
<b>B. Investments carried at cost</b>		
<b>(I) Investments in government securities</b>		
i. Unquoted and fully paid		
National saving certificates	0.65	0.65
<b>Total investments in government securities (B)</b>	<b>0.65</b>	<b>0.65</b>
<b>Total non-current investments (A+B)</b>	<b>5.42</b>	<b>8.04</b>
<b>Aggregate amount of quoted investments and market value thereof</b>	<b>4.27</b>	<b>6.89</b>
<b>Aggregate amount of unquoted investments</b>	<b>1.15</b>	<b>1.15</b>
<b>Aggregate amount of impairment in the value of Investments</b>	<b>-</b>	<b>-</b>

#### Note 5: Loans

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Advances to employees	4.59	8.06
<b>Total</b>	<b>4.59</b>	<b>8.06</b>

#### Note 6: Other non-current financial assets

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Security deposits	11.69	11.69
Other advances	0.82	0.70
<b>Total</b>	<b>12.51</b>	<b>12.39</b>

## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 7: Deferred tax assets (net)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
The balances comprises temporary differences attributable to:		
<b>Deferred tax assets:</b>		
Others	61.02	59.24
Other comprehensive income	(0.58)	(2.52)
<b>Less:</b>		
<b>Deferred tax liabilities:</b>		
Other comprehensive income	-	(0.20)
Property, plant and equipment	2.24	3.82
<b>Net deferred tax assets</b>	<b>58.20</b>	<b>53.10</b>
<b>Reconciliation of net deferred tax assets</b>		
Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Opening balance at the beginning of the year	53.10	54.55
Recognised in statement of profit and loss during the year	5.68	0.87
Recongnised in other comprehensive income during the year	(0.58)	(2.32)
<b>Closing balance as at the end of the year</b>	<b>58.20</b>	<b>53.10</b>

#### Current Assets:

#### Note 8: Inventories

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Raw materials	416.22	451.76
Finished goods	462.43	571.59
Packing materials	131.19	173.21
<b>Total</b>	<b>1,009.84</b>	<b>1,196.56</b>

#### Valuation:

- Raw materials, packing materials and plots are valued at lower of cost or net realisable value.
- Finished goods and stock-in-trade are valued at cost of conversion and other costs incurred in bringing the inventories to their present location and condition or net realisable value whichever is lower.
- Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.
- Inventories are hypothicated towards security for the loans availed from banks.

#### Note 9: Trade receivables

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Receivables		
Considered good - unsecured	1,135.37	1,424.73
Considered doubtful - unsecured	-	-
Receivables from Related parties		
Considered good - unsecured (refer note no.30)	299.98	149.98
Considered doubtful - unsecured	-	-
	<b>1,435.35</b>	<b>1,574.71</b>
Less: Expected credit loss allowance	10.71	5.95
<b>Total trade receivables</b>	<b>1,424.64</b>	<b>1,568.76</b>

- The average credit period on sales is 180 days.
- No trade or other receivables are due from directors or other officers of the Company.

The Company had used a practical expedient by computing the expected credit loss allowance for trade receivables based on provisional matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward looking information. The expected credit loss allowances is based on ageing of the days receivables.



# Phyto Chem (India) Limited

## Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

### Note 9: Trade receivables (Contd.....)

#### Trade receivables ageing schedule

Additional information on trade receivables	Outstanding for following periods from due date of payment as on balance sheet date					
31 <sup>st</sup> March 2025	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Undisputed trade receivables considered good	582.58	96.24	145.21	82.98	517.63	1,424.64
<b>Total trade receivables</b>	<b>582.58</b>	<b>96.24</b>	<b>145.21</b>	<b>82.98</b>	<b>517.63</b>	<b>1,424.64</b>
31 <sup>st</sup> March 2024	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Undisputed trade receivables considered good	610.57	216.24	142.27	129.01	470.67	1,568.76
<b>Total trade receivables</b>	<b>610.57</b>	<b>216.24</b>	<b>142.27</b>	<b>129.01</b>	<b>470.67</b>	<b>1,568.76</b>

### Note 10: Cash and cash equivalents

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Balances with banks in current accounts	3.64	15.04
Cash on hand	0.97	1.29
<b>Total</b>	<b>4.61</b>	<b>16.33</b>

### Note 11: Other current assets

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Unsecured, considered good	-	-
Advances and other than capital advances:		
Advance for raw materials	0.88	12.08
GST input credit receivable	23.39	9.75
Income tax receivable	1.16	0.56
Deposits and other advances	4.40	10.74
<b>Total</b>	<b>29.83</b>	<b>33.13</b>

### Note 12: Equity share capital

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
(a) <b>Authorised share capital:</b>		
1,35,00,000 equity shares of Rs.10/- each	1,350.00	1,350.00
(1,35,00,000 equity shares as at 31 <sup>st</sup> March 2024)		
(b) <b>Issued:</b>		
43,00,200 equity shares of Rs.10/- each	430.02	430.02
(43,00,200 equity shares as at 31 <sup>st</sup> March 2024)		
(c) <b>Subscribed and fully paid:</b>		
43,00,200 equity shares of Rs.10/- each	430.02	430.02
(43,00,200 equity shares as at 31 <sup>st</sup> March 2024)		
<b>Total</b>	<b>430.02</b>	<b>430.02</b>

#### Notes:

#### (a) Reconciliation of the number of equity shares outstanding

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
At the beginning of the year	4,300,200	4,300,200
Add: Issued during the year	Nil	Nil
Less: Cancelled during the year	Nil	Nil
<b>At the end of the year</b>	<b>4,300,200</b>	<b>4,300,200</b>

#### (b) Terms/ rights attached to equity shares:

The Company has one class of equity shares having a par value of Rs.10/- per share. Each shareholder is entitled to one vote per share held. In the event of liquidation of the Company, the shareholders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to the number of equity shares held by the shareholders.



## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 12: Equity share capital (Contd...)

##### (c) Details of shareholders holding more than 5% of aggregate shares in the Company

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Mr. Y. Nayudamma	338,306	7.87	338,306	7.87
<b>Total</b>	<b>338,306</b>	<b>7.87</b>	<b>338,306</b>	<b>7.87</b>

##### (d) Details of equity shares of Rs. 10/- each, as held by promoters as at 31<sup>st</sup> March 2025

Sl. No.	Name of the Promoter	At the beginning of the year		At the end of the year		% change during the year
		No. of shares	% of Total shares	No. of shares	% of Total shares	
1	Mr. Y. Nayudamma	338,306	7.87	338,306	7.87	No Change
2	Mrs. U. Ramadevi	162,400	3.78	162,400	3.78	No Change
3	Dr. P. Sreemannarayana	125,100	2.91	125,100	2.91	No Change
4	Mr. Y. Sreemannarayana	102,011	2.37	102,011	2.37	No Change
5	Mr. Y. Janakiramaiah	97,372	2.26	97,372	2.26	No Change
6	Dr. Y. Venkateswarlu	95,000	2.21	95,000	2.21	No Change
7	Mrs. P. Akkamma	84,400	1.96	84,400	1.96	No Change
8	Mrs. M. Nagendram	75,800	1.76	75,800	1.76	No Change
9	Mr. P. Nagaraja	70,500	1.64	70,500	1.64	No Change
10	Mr. Y. Prabhakara Rao	65,200	1.52	65,200	1.52	No Change
11	Mr. P. Anjaneyulu	64,400	1.50	64,400	1.50	No Change
12	Mrs. Y. Lakshmi Prasanna	55,078	1.28	55,078	1.28	No Change
13	Mrs. A. Ranga Kumari	46,000	1.07	46,000	1.07	No Change
14	Mrs. T. Rajanee Devi	40,500	0.94	40,500	0.94	No Change
15	Mrs. J. Anjana Devi	39,700	0.92	39,700	0.92	No Change
16	Mrs. K. Subhashini	32,700	0.76	32,700	0.76	No Change
17	Mrs. M. Sreelakshmi Bhavani	32,500	0.76	32,500	0.76	No Change
18	Mrs. P. Umadevi	31,000	0.72	31,000	0.72	No Change
19	Mrs. Y. Nirmala Devi	30,000	0.70	30,000	0.70	No Change
20	Mr. K. R. Choudary	26,300	0.61	26,300	0.61	No Change
21	Mr. K. Srinivasa Rao	20,094	0.47	20,094	0.47	No Change
22	Mrs. K. Lakshmi Devi	18,300	0.43	18,300	0.43	No Change
23	Mr. Y. Anil Choudary	17,600	0.41	17,600	0.41	No Change
24	Mr. Y. Venkateswarlu	14,400	0.33	14,400	0.33	No Change
25	Mrs. R. Jyotsna	12,500	0.29	12,500	0.29	No Change
26	Mrs. K. Ramasasi	11,990	0.28	11,990	0.28	No Change
27	Mr. K. Koteswara Rao	8,300	0.19	8,300	0.19	No Change
28	Mrs. R. Vijaya Sasi	8,176	0.19	8,176	0.19	No Change
29	Mr. T. Venkateswarlu	8,000	0.19	8,000	0.19	No Change
30	Mr. P. Nageswara Rao	2,500	0.06	2,500	0.06	No Change
31	Mr. U. Venkateswara Rao	900	0.02	900	0.02	No Change
32	Mr. B. Srinivasa Rao	182	0.004	182	0.004	No Change
33	Mr. C. N. Chary	100	0.002	100	0.002	No Change
34	Mr. N Sudhakar	20	0.0005	20	0.0005	No Change
<b>Total</b>		<b>1,737,329</b>	<b>40.4011</b>	<b>1,737,329</b>	<b>40.4011</b>	



## Phyto Chem (India) Limited

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 13: Other equity

Particulars	See Note below	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Retained earnings	(i)	(159.49)	(60.34)
Other reserves	(ii)	360.11	360.11
Other comprehensive income	(iii)	8.13	6.18
<b>Total</b>		<b>208.75</b>	<b>305.95</b>

#### Reserves and surplus

##### (i) Retained earnings

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Balance at the beginning of the year	(60.34)	272.72
Net profit/(loss) for the period	(99.15)	(333.06)
<b>Balance at the end of the year</b>	<b>(159.49)</b>	<b>(60.34)</b>

##### (ii) Other reserves

##### General reserve

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Balance at the beginning of the year	360.11	360.11
Add: Transfer from surplus in statement of profit and loss	-	-
<b>Balance at the end of the year</b>	<b>360.11</b>	<b>360.11</b>

##### (iii) Reserve for other comprehensive income items

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Other comprehensive income arising from actuarial gain/ (loss) on defined benefit obligation (net of taxes)		
Balance at the beginning of the year	6.18	(1.62)
Gains/ (losses) on arising from actuarial gain/ loss on gratuity	5.15	9.82
Gains/ (losses) on arising from fair valuation of investments	(2.62)	1.20
Gains/ (losses) on arising from fair value of FVOCI financial liabilities	-	(0.90)
Deferred tax relating to gains/ (losses) as above	(0.58)	(2.32)
<b>Balance at the end of the year</b>	<b>8.13</b>	<b>6.18</b>

#### Note 14: Non-current liabilities

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Financial Liabilities</b>		
<b>Non-current borrowings</b>		
<b>Secured</b>		
Working capital term loans		
From banks	75.85	131.51
Vehicle loans	10.16	19.46
<b>Unsecured</b>		
Unsecured sales tax deferment loan (commercial tax department)		
Sales tax deferment loan	19.18	19.18
<b>Total</b>	<b>105.19</b>	<b>170.15</b>

## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 14: Non-Current Liabilities (Contd...)

##### Terms of repayment:

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>A. Term loans:</b>		
(i) Monthly EMI of Rs.5,74,492/- payable upto April 2027, ROI @ 9.25% p.a towards term loan of Rs.180.00 lakhs Balance no. of instalments as on 31-03-2025 is 25 instalments (as on 31-03-2024 is 36 instalments)	143.62	206.82
(ii) Monthly EMI of Rs.10,53,235/- payable upto August 2024, ROI @ 9.25% p.a towards term loan of Rs.330.00 lakhs Balance no. of instalments as on 31-03-2025 is 0 instalments (as on 31-03-2024 is 5 instalments)	-	52.66
<b>B. Vehicle loans:</b>		
(i) Monthly EMI of Rs.88,726/- payable upto March 2027, ROI @ 8.80% p.a towards vehicle loan of Rs.30.00 lakhs Balance no. of instalments as on 31-03-2025 is 24 instalments (as on 31-03-2024 is 36 instalments)	21.29	31.94

##### Security:

- The loan repayable on demand from banks are cash credits, bills purchase, discountings, letter of credit limits and bank guarantees are secured by hypothecation of raw-material, stock in progress, finished goods, consumable spares, book debts and receivables.
- The working capital and term loans from banks are also secured by first and second charge on some of the fixed assets of the Company.
- Further secured by residential flats, agricultural lands relating to Managing Director, Executive Director and their relatives such as wife, brothers, niece and nephews etc.
- Cash credit loan secured by all present and future current assets of the Company and land, building relating to the company and further secured by residential flats and residential plots and agricultural lands relating to Managing Director, Executive Director and their relatives such as wife, brothers, niece and nephews etc.

There is no default as at 31<sup>st</sup> March 2025, and as at 31<sup>st</sup> March 2024 in repayment of loans and interest payments to Banks.

#### Note 15: Other non-current financial liabilities

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Security deposits from dealers	81.29	117.79
<b>Total</b>	<b>81.29</b>	<b>117.79</b>

##### Current Liabilities:

#### Note 16: Current liabilities

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Current borrowings:</b>		
<b>Secured</b>		
Working capital demand loans (cash credit)	1003.01	1,291.28
Current maturities of long term debt	68.68	121.12
<b>Unsecured</b>		
Loans from related parties		
Unsecured loans from directors (refer note no.30)	400.40	236.23
Loans from others		
Intercompany loans	-	-
<b>Total</b>	<b>1,472.09</b>	<b>1,648.63</b>

**Note:** Refer note no.14 (c) & (d) for terms of repayment and security.



## Phyto Chem (India) Limited

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 17: Trade payables

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Sundry creditors - less than 12 months		
(A) Dues of micro and small enterprises (refer note no.40)	5.66	7.37
(B) Dues other than micro and small enterprises	268.02	285.12
<b>Total</b>	<b>273.68</b>	<b>292.49</b>

#### Trade payables ageing schedule

Additional information on trade payables	Outstanding for following periods from due date of payment as on balance sheet date					
31 <sup>st</sup> March 2025	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Total outstanding dues of micro and small enterprises	1.48	4.18	-	-	-	5.66
Total outstanding dues of other than micro and small enterprises	261.32	3.43	3.27	-	-	268.02
Disputed dues of micro and small enterprises	-	-	-	-	-	-
Disputed dues of other than micro and small enterprises	-	-	-	-	-	-
<b>Total trade payables</b>	<b>262.80</b>	<b>7.61</b>	<b>3.27</b>	<b>-</b>	<b>-</b>	<b>273.68</b>
31 <sup>st</sup> March 2024	Less than 6 months	6 months to 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
Total outstanding dues of micro and small enterprises	1.58	5.79	-	-	-	7.37
Total outstanding dues of other than micro and small enterprises	113.32	171.80	-	-	-	285.12
Disputed dues of micro and small enterprises	-	-	-	-	-	-
Disputed dues of other than micro and small enterprises	-	-	-	-	-	-
<b>Total trade payables</b>	<b>114.90</b>	<b>177.59</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>292.49</b>

#### Note 18: Other current liabilities

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Advances from customers	86.11	86.57
Statutory remittances	15.62	29.30
Others		
Creditors for expenses	11.02	5.81
Temporary overdraft (secured)	-	-
<b>Total</b>	<b>112.75</b>	<b>121.68</b>

## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 19: Short-term provisions

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Employee benefits	97.52	73.50
Provision for gratuity	7.37	10.29
<b>Total</b>	<b>104.89</b>	<b>83.79</b>

#### Note 20: Current tax liability

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Current tax liability:		
Provision for income tax	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

#### Note 21: Revenue from operations

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Revenue from:		
Sale of pesticides	1,028.59	1,481.07
Ferro alloys	379.35	-
Sale of house plots	-	-
<b>Total</b>	<b>1,407.84</b>	<b>1,481.07</b>

#### Note 22: Other income

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Recovery of bad debts written-off in earlier years	2.35	6.22
Income received on chit contributions	-	15.16
Price variation	-	0.33
Interest received	94.27	0.92
Profit on sale of property, plant and equipment	0.58	8.28
Discount received	0.07	-
Price enhancement of house plots sold	150.00	200.00
Prior period income	-	0.98
<b>Total</b>	<b>247.27</b>	<b>231.89</b>

#### Note 23: Cost of materials consumed

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>A. Raw materials consumed:</b>		
Opening stock	451.76	436.24
Add: Purchases	940.93	879.78
Freight inward	4.73	13.44
	<b>1,397.42</b>	<b>1,329.46</b>
Less: Closing stock	416.22	451.76
<b>Total A - Raw materials consumed</b>	<b>981.20</b>	<b>877.70</b>
<b>B. Packing materials consumed</b>		
Opening stock	173.21	180.33
Add: Purchases	25.84	123.10
	<b>199.05</b>	<b>303.43</b>
Less: Closing stock	131.19	173.21
<b>Total B - Packing materials consumed</b>	<b>67.86</b>	<b>130.22</b>
<b>Total cost of materials consumed (A+B)</b>	<b>1,049.06</b>	<b>1,007.92</b>



## Phyto Chem (India) Limited

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 24: Changes in inventories of finished goods, land and work in progress

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>A. Opening inventory</b>		
i. Finished goods	571.59	864.02
ii. House plots	-	-
<b>Total opening stock</b>	<b>571.59</b>	<b>864.02</b>
<b>B. Closing inventory</b>		
i. Finished goods	462.43	571.59
ii. House plots	-	-
<b>Total closing stock</b>	<b>462.43</b>	<b>571.59</b>
<b>Total changes in inventories of finished goods, land and work in progress</b>	<b>109.16</b>	<b>292.43</b>

#### Note 25: Employee benefit expense

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Salaries, wages, bonus and allowances	191.16	251.42
Contribution to provident fund and employee state insurance	11.96	17.83
Gratuity	3.77	5.20
Staff welfare expenses	4.62	5.82
<b>Total</b>	<b>211.51</b>	<b>280.27</b>

#### Note 26: Finance costs

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Interest on bank loans	179.40	197.70
Other financial charges	4.60	7.27
<b>Total</b>	<b>184.00</b>	<b>204.97</b>

#### Note 27: Other expense

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Power and fuel	7.90	8.53
Rent	11.97	14.53
Factory maintenance	7.21	10.13
Insurance	3.03	5.66
Rates and taxes	3.43	3.27
Advertisement	1.24	1.51
Selling and distribution expenses	53.27	87.75
Licence and fees	5.02	3.51
Statutory audit fee (refer note no.28)	1.20	1.20
Tax audit fee (refer note no.28)	0.30	0.30
Office expenses	3.97	3.86
Electricity charges - office	2.46	2.66
Printing and stationery	2.48	4.83
Telephone charges	1.81	2.58
Vehicle maintenance	6.64	8.17
Administration expenses	10.47	10.67
Discount on chit bid	-	6.00
Legal and professional charges	11.27	13.86
Subscriptions	0.29	0.20
Bad debts written-off	12.89	5.95
Job work charges	-	0.39
Prior period expenditure	9.88	-
Travelling expenses	15.81	31.50
<b>Total</b>	<b>172.54</b>	<b>227.06</b>

## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 28: Auditors remuneration

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Statutory audit fee	1.20	1.20
For other services	-	-
Tax audit fee	0.30	0.30
<b>Total</b>	<b>1.50</b>	<b>1.50</b>

#### Note 29: Earnings per share

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>Earnings</b>		
Profit/ (loss) attributable to equity holder	(99.15)	(333.06)
<b>Shares</b>		
Number of shares at the beginning of the year	4,300,200	4,300,200
Add: Equity shares issued	-	-
Less: Buy back of equity shares	-	-
Total number of equity shares outstanding at the end of the year	4,300,200	4,300,200
Weighted average number of equity shares outstanding during the year – Basic	4,300,200	4,300,200
Add: Weighted average number of equity shares arising out of outstanding stock options (net of the stock options forfeited) that have dilutive effect on the EPS	-	-
Weighted average number of equity shares outstanding during the year – Diluted	4,300,200	4,300,200
Earnings per share of par value Rs.10/- – Basic and diluted	(2.31)	(7.75)

#### Note 30: Related party disclosures

In accordance with the provisions of Ind AS 24 Related party disclosures and the Companies Act, 2013, Company's Directors, members of the Company's Management and Key Management Personnel are considered. List of related parties of the Company is as below:

##### (a) Names of related parties and description of relationship:

Description of relationship	Name of the related party
Key management personnel	Mr. Y. Nayudamma - Managing Director Mr. Y. Janaki Ramaiah - Executive Director Mr. Pavansingh Thakur - Company Secretary (upto 10-10-2024) Mr. T.V. Satish Babu - Company Secretary (from 31-03-2025)
Directors	Dr. P. Sreemannarayana - Chairman Mr. Y. Nayudamma - Managing Director Mr. Y. Janaki Ramaiah - Executive Director Mr. Y. Venkateswarlu - Non-Executive Director Mr. K. Srinivasa Rao - Non-Executive Director (Alternate Director to Mr. Y. Venkateswarlu) Mr. P. Anjaneyulu - Non-Executive Director Dr. G.S.R. Anjaneyulu - Independent Director Mr. M. Sreerama Murthy - Independent Director Mr. S. Y. Sampath Kumar - Independent Director Mrs. G. Vijitha - Independent Director Mr. N. Nagendra Naidu - Independent Director
Relatives of KMP	Mr. Y. Sreemannarayana (Son of Managing Director)
Enterprises where significant influence of key managerial personnel	M/s. Rasasri Developers Private Limited



## Phyto Chem (India) Limited

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 30: Related party disclosures (Contd...)

##### (b) Related party transactions with the above related parties is as follows:

Sl. No.	Nature of the transaction	During the financial year 2024-25	During the financial year 2023-24	Balance Outstanding as on 31-03-2025	Balance Outstanding as on 31-03-2024
<b>1</b>	<b>Remuneration:</b>				
	Mr. Y. Nayudamma, Managing Director	16.67	24.34	11.46	-
	Mr. Y. Janaki Ramaiah, Executive Director	20.15	19.92	1.36	-
	Mr. Pavansingh Thakur, Company Secretary (upto 10-10-2024)	10.20	9.38	-	0.83
	Mr. T. V. Satish Babu, Company Secretary (from 31-03-2025)	0.01	-	0.01	-
	Mr. B. Sambasiva Rao, Chief Financial Officer	5.42	4.64	0.84	0.36
<b>2</b>	<b>Sitting fees for attending Board/ Committee meetings:</b>				
	Dr. G. S. R. Anjaneyulu	0.48	0.47	-	-
	Mr. M. Sreerama Murthy	0.43	0.40	-	-
	Mr. S. Y. Sampath Kumar	0.48	0.47	-	-
	Mrs. G. Vijitha	0.48	0.40	-	-
	Mr. N. Nagendra Naidu	0.40	0.29	-	-
<b>3</b>	<b>Unsecured loans taken from related parties:</b>				
	Loans taken from directors	673.51	339.11	-	-
	Repayment of loans to directors	509.35	410.44	-	-
	Repayment of interest on loans to directors	-	-	-	-
	Outstanding balance due to directors	-	-	400.40	236.23
<b>4</b>	<b>Relatives of KMP:</b>				
	Mr. Y. Sreemannarayana, (Son of Managing Director)				
	Salary paid	0.94	-	0.94	-
	Rent paid for office premises	6.39	6.39	5.75	-
<b>5</b>	<b>Enterprises where significant influence of key managerial personnel:</b>				
	M/s. Rasasri Developers Private Limited				
	Sale of house plots	-	-	-	-
	Price enhancement of house plots sold	150.00	200.00	299.98	149.98
<b>6</b>	<b>Investment in the Company (at face value):</b>				
	Mr. Y. Nayudamma, Managing Director	33.83	33.83	33.83	33.83
	Mr. Y. Janaki Ramaiah, Executive Director	9.74	9.74	9.74	9.74
	Mr. Pavansingh Thakur, Company Secretary (upto 10-10-2024)	-	-	-	-
	Mr. T. V. Satish Babu, Company Secretary (from 31-03-2025)	-	-	-	-
	Mr. B. Sambasiva Rao, Chief Financial Officer	1.57	1.57	1.57	1.57
	Mr. Y. Sreemannarayana, (Son of Managing Director)	10.20	10.20	10.20	10.20
<b>7</b>	<b>Personal guaranties given to loan by Directors (ODCC and term loans):</b>				
	Mr. Y. Nayudamma, Managing Director and				
	Mr. Y. Janaki Ramaiah, Executive Director	1,138.23	1,535.38	1,138.23	1,535.38
<b>8</b>	<b>Defined benefit obligations of the directors (gratuity):</b>				
	Mr. Y. Nayudamma, Managing Director	20.00	20.00	20.00	20.00
	Mr. Y. Janaki Ramaiah, Executive Director	16.99	16.10	16.99	16.10
<b>9</b>	<b>Retirement benefits related parties (leave encashment, ex gratia):</b>				
	Mr. Y. Nayudamma, Managing Director	0.50	0.50	6.53	6.03
	Mr. Y. Janaki Ramaiah, Executive Director	0.77	0.78	3.10	2.33



## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 31: Segment reporting

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Segment revenue</b>		
a) Pesticides	1,028.59	1,481.07
b) Real estate	-	-
c) Ferro alloys	379.25	-
<b>Total</b>	<b>1,407.84</b>	<b>1,481.07</b>
Less: Inter segment revenue	-	-
<b>Net sales/ income from operations</b>	<b>1,407.84</b>	<b>1,481.07</b>
<b>Segment results profit/ (loss) before tax and interest</b>		
a) Pesticides	(37.98)	(128.96)
b) Real estate	-	-
c) Ferro alloys	117.15	-
<b>Total</b>	<b>79.17</b>	<b>(128.96)</b>
Less: I) a) Interest expenses	184.00	204.97
b) Interest income	(94.27)	(0.92)
II) a) Loss from discontinuing operations	-	-
<b>Total profit before tax</b>	<b>(10.56)</b>	<b>(333.01)</b>
<b>Segment assets</b>		
a) Pesticides	2,412.41	3,020.52
b) Real estate	299.98	149.98
c) Ferro alloys	76.27	-
<b>Total</b>	<b>2788.66</b>	<b>3,170.50</b>
<b>Segment liabilities</b>		
a) Pesticides	2,150.24	2,434.53
b) Real estate	-	-
c) Ferro alloys	(0.35)	-
<b>Total</b>	<b>2,149.89</b>	<b>2,434.53</b>
<b>Depreciation and amortisation expense</b>		
a) Pesticides	33.67	34.24
b) Real estate	-	-
c) Ferro alloys	-	-
<b>Total</b>	<b>33.67</b>	<b>34.24</b>
<b>Additional information by geographic</b>		
<b>Revenue by geographical market</b>		
India	1,407.84	1,481.07
Outside India	-	-
<b>Total</b>	<b>1,407.84</b>	<b>1,481.07</b>



## Phyto Chem (India) Limited

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 32: Employee benefits

Disclosure pursuant to Ind AS 19.

The following table sets out the amounts recognised in the financial statements in respect of gratuity plan.

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>1 Change in defined benefit obligations</b>		
Present value at the beginning of the year	52.44	58.75
Current service cost	2.75	3.45
Interest cost	3.80	4.26
Remeasurement (gains)/ losses	(5.15)	(9.82)
Past service cost	-	-
Benefits paid	(6.65)	(4.20)
<b>Present Value at the end of the year</b>	<b>47.19</b>	<b>52.44</b>
<b>2 Changes in fair value of planned assets</b>		
Fair value of plan assets at the beginning of the year	42.15	40.13
Investment income	2.99	3.05
Employer's contributions	1.33	3.17
Benefits paid	(6.65)	(4.20)
Return on plan assets, excluding amount recognised in net interest expense	-	-
<b>Fair value of plan assets at the end of the year</b>	<b>39.82</b>	<b>42.15</b>
<b>3 Amount recognised in the balance sheet</b>		
Present value of obligations at the end of year	47.19	52.44
Fair value of plan assets at the end of year	39.82	42.15
Net asset/ (liability) recognised in balance sheet	(7.37)	(10.29)
<b>4 Expenses recognised in statement of profit and loss</b>		
Current service cost	2.75	3.45
Past service cost	-	-
Net interest expenses	3.80	4.26
Other comprehensive income:		
(Gain)/ loss on plan assets	(2.99)	(3.05)
<b>5 Amount recognised in other comprehensive income</b>		
Actuarial (gain)/ loss arising from changes in financial assumptions	-	-
Actuarial (gain)/ loss arising from changes in experience adjustments	(5.15)	(9.82)
Expenses recognised in the statement of profit and loss	(5.15)	(9.82)
<b>6 Actuarial assumptions</b>		
Discount rate (per annum)	7.25%	7.25%
Salary growth rate (per annum)	7.00%	7.00%

**a. Defined contribution plan :**

Employees contribution to PF and ESI are recognised as expenditure in statement of profit and loss account as they are incurred. There are no other obligation other than the contribution payable to aforesaid government authorities.

**b. Defined benefit plan :**

**i. Gratuity :**

The company has created fund with LIC of India and payments are made towards contribution to fund as required by LIC periodically. The company indicates the fund value and the fund assets in the balance sheet as required by LIC and indicates the gratuity provision, service cost and interest cost in the profit and loss account. The gratuity payable to employees will be directly paid by LIC and company has no liability to pay.

**ii. Leave encashment :**

The company has created provision for earn leaves encashment liability for eligible employees. The benefits are determined and carried out at each balance sheet date.

## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 33: Income taxes

##### A. Income tax expense/ (benefit) recognized in the statement of profit and loss:

##### i. Income tax expense/ (benefit) recognized in the statement of profit and loss consists of the following:

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>Current tax expense:</b>		
Domestic	-	-
<b>Deferred taxes expense/ (benefit):</b>		
Domestic	(5.68)	(0.87)
<b>Total income tax expense/ (benefit) recognized in the statement of profit and loss</b>	<b>(5.68)</b>	<b>(0.87)</b>

##### ii. Reconciliation of tax expenses and the accounting profit multiplied by tax rate: (N.A due to loss)

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Profit/ (loss) Incurred during the year	(104.83)	(333.93)
Tax at the Indian tax rate of 25.168%	-	-
Effect of non-deductible expense	-	-
Effect of deductible expense	-	-
Interest on delayed payment of advance tax (Sec. 234 B and C)	-	-
TDS/ TCS receivable/ advance tax paid	-	-
(Note: Due to loss tax expenses can not be reconciled)		
<b>Total</b>	<b>-</b>	<b>-</b>

##### B. Deferred tax assets and liabilities:

The tax effects of significant temporary differences that resulted in deferred tax assets and liabilities and a description of the items that created these differences is given below:

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Opening balance at the beginning of the year	53.10	54.55
Recognised in statement of profit and loss during the year	5.68	0.87
Recognised in other comprehensive income during the year	(0.58)	(2.32)
<b>Net deferred tax assets/ (liabilities)</b>	<b>58.20</b>	<b>53.10</b>

##### C. Movement in deferred tax assets and liabilities during the year ended 31<sup>st</sup> March 2025 and 2024:

Particulars	As at 1 <sup>st</sup> April 2024	Recognised in statement of profit and loss	Recognised in equity (OCI)	As at 31 <sup>st</sup> March 2025
<b>Deferred tax assets/ (liabilities)</b>				
Property, plant and equipment - liability	(3.82)	1.58	-	(2.24)
Others	56.92	4.10	(0.58)	60.44
<b>Net deferred tax assets/ (liabilities)</b>	<b>53.10</b>	<b>5.68</b>	<b>(0.58)</b>	<b>58.20</b>
Particulars	As at 1 <sup>st</sup> April 2023	Recognised in statement of profit and loss	Recognised in equity (OCI)	As at 31 <sup>st</sup> March 2024
<b>Deferred tax assets/ (liabilities)</b>				
Property, plant and equipment - liability	(0.46)	(3.36)	-	(3.82)
Others	55.01	4.23	(2.32)	56.92
<b>Net deferred tax assets/ (liabilities)</b>	<b>54.55</b>	<b>0.87</b>	<b>(2.32)</b>	<b>53.10</b>



# Phyto Chem (India) Limited

## Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

### Note 34: Investments

Investments consist of investments in mutual funds, bonds, preference shares and debentures measured at fair value through profit and loss account and investment in equity instruments measured at fair value through other comprehensive income.

The details of such investments in equity as on 31<sup>st</sup> March 2025 are as follows:

Particulars	Fair value as on 1 <sup>st</sup> April 2024	Disposal of investments during the year	Gain recognised directly in equity (OCI)	Fair value as on 31 <sup>st</sup> March 2025
Non-current investments:				
Investments in equity	8.04	-	(2.62)	5.42
<b>Total</b>	<b>8.04</b>	<b>-</b>	<b>(2.62)</b>	<b>5.42</b>

The details of such investments in equity as on 31<sup>st</sup> March 2024 are as follows:

Particulars	Cost	Gain recognised directly in equity	Gain recognised directly in profit and loss account	Fair value
Non-current investments:				
Investments in equity	6.84	-	1.20	8.04
<b>Total</b>	<b>6.84</b>	<b>-</b>	<b>1.20</b>	<b>8.04</b>

### Note 35: Financial instruments

Set out below, is a comparison by class of the carrying amounts and fair value of the financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Carrying value		Fair value	
	31 <sup>st</sup> Mar 2025	31 <sup>st</sup> Mar 2024	31 <sup>st</sup> Mar 2025	31 <sup>st</sup> Mar 2024
<b>Financial assets</b>				
Trade receivables	1,424.64	1,568.76	1,424.64	1,568.76
Cash and cash equivalents	4.61	16.33	4.61	16.33
Bank balances other than cash and cash equivalents	-	-	-	-
Non-current assets:- Loans and advances	17.10	20.45	17.10	20.45
Current assets:- Other current assets	29.83	33.13	29.83	33.13
<b>Total</b>	<b>1,476.18</b>	<b>1,638.67</b>	<b>1,476.18</b>	<b>1,638.67</b>
<b>Financial liabilities</b>				
Non-current liabilities- Other financial liabilities	81.29	117.79	81.29	117.79
Borrowings	1,577.28	1,818.79	1,577.28	1,818.79
Trade payables	273.68	292.49	273.68	292.49
Other financial liabilities	-	-	-	-
<b>Total</b>	<b>1,932.25</b>	<b>2,229.07</b>	<b>1,932.25</b>	<b>2,229.07</b>

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

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

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

Level 3 — Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 36: Financial risk management

The Company's activities expose it to a variety of financial risks, including credit risk, liquidity risk and market risk. The Company's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the Audit Committee is responsible for overseeing the Company's risk assessment and management policies and processes.

##### a. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business.

**Trade receivables** - The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses Expected Credit Loss (ECL) model for assessing the impairment loss. As Company trade receivables are realised within normal credit period adopted by the Company, the financial assets are not impaired.

Financial assets that are neither past due nor impaired - None of the Company's cash equivalents, including deposits with banks, were past due or impaired as at 31<sup>st</sup> March 2025.

##### b. Liquidity risks

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

As of 31<sup>st</sup> March 2025 and 2024, the Company had unutilized credit limits from banks of Rs.NIL and Rs.NIL respectively.

As of 31<sup>st</sup> March 2025, the Company had working capital (current assets less current liabilities) of Rs.500.90 lakhs including cash and cash equivalents and bank balances other than cash and cash equivalents of Rs.4.61 lakhs, as against the Company's working capital of Rs.651.86 lakhs as on 31<sup>st</sup> March 2024 including cash and cash equivalents and bank balances other than cash and cash equivalents of Rs.16.33 lakhs.

##### c. Market risks

Market risk is the risk that changes in market prices such as commodity prices risk, foreign exchange rates and interest rates which will affect the Company's financial position. Market risk is attributable to all market risk sensitive financial instruments. Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: Interest rate risk, Foreign currency risk and Commodity risk.

##### d. Interest rate risks

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in Market Interest Rates. The Company is not having any debt obligation with floating interest rates.

##### e. Foreign currency risks

Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is not having any debt obligations with floating interest rates.

##### f. Commodity price risks

The Commodity Price risk is affected by the price volatility of certain commodities. The Company is not having any exposure for any commodity.



## Phyto Chem (India) Limited

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 37: Capital management

The Company's objective for capital management is to maximize shareholder wealth, safeguard business continuity and support the growth of the Company. The Company determines the capital management requirement based on annual operating plans and long term plans. The funding requirements are met through equity, borrowings and operating cash flows required. The Company's capital comprises Equity Share Capital, Retained Earnings and other equity attributable to equity holders.

#### Note 38: Contingent liabilities

- Claims against the Company not acknowledged as debt: Nil
- Bank Guarantees: Nil

#### Note 39: Amount payable to sales tax department towards deferment of Rs.19.18 lakhs. In view of Ind AS adjustment, the said amount is shown as under:

Particulars	Amount
Amount payable to sales tax department:	19.18
Add / (Less): Amount transferred to fair value: (Difference between amortisation income and expenditure)	-
<b>Total</b>	<b>19.18</b>
Unsecured sales tax deferment loan:	-
Deferred revenue grant - Sales tax deferment - amortisation for the year 2025-26	-
Current maturity value during the year 2025-26 (Payable)	19.18
<b>Total</b>	<b>19.18</b>

#### Note 40:

The Company is required to furnish details under section 22(1) to 22(5) of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) read with Para FV of general instructions for balance sheet in Division II of Schedule III of the Companies Act, 2013. As per the said regulations the Company seeks information from the suppliers about registration particulars from them for furnishing the information.

Disclosure in respect of principal and interest pertaining to the Micro, Small and Medium Enterprises Dev. Act, 2006 based on available information, the details are as under:

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
a. Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	5.13	6.50
b. Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	0.53	0.87
c. Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	Nil	Nil
d. Principal payment made to suppliers registered under the MSMED Act, beyond the appointed day during the year.	Nil	Nil
e. Interest paid, other than under section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	Nil	Nil
f. Interest due and payable for the year amount of interest accrued and remaining unpaid at the end of each year towards suppliers registered under MSMED Act, for payments already made; and	Nil	Nil
g. Further interest remaining due and payable for even in succeeding years.	Nil	Nil

## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 41: Revenue from contracts with customers

The Company is mainly into the business of manufacturing of pesticides for agriculture sector and also into the business of real estate in a small way.

##### Sale of goods:

Revenue from sale of goods is recognised when a promise in a customer contract (performance obligation) has been satisfied by transferring control over the promised goods to the customer. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the delivery and acceptance terms agreed with the customers. The amount of revenue to be recognised is based on the consideration expected to be received in exchange for goods, net of trade discounts, volume discounts, sales returns and any taxes or duties collected on behalf of the government which are levied on sales such as sales tax, value added tax, goods and services tax, etc., where applicable. Invoices are payable within contractually agreed credit period. Any additional amounts based on terms of agreement entered into with customers, is recognised in the period when the collectability becomes probable and a reliable measure of the same is available.

##### Sale of services:

Revenue from rendering of services is recognised by measuring the progress towards complete satisfaction of performance obligations at the reporting period and there are no unfulfilled obligations.

#### A. Disaggregate revenue information:

The disaggregated revenue from contracts with the customers for the year ended 31<sup>st</sup> March 2025 is as under:

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Revenue by type of goods or services:</b>		
a) Pesticides	1,028.59	1,481.07
b) Real estate	-	-
c) Ferro alloys	379.25	-
<b>Total</b>	<b>1,407.84</b>	<b>1481.07</b>
Revenue by geographical market :		
India	1,407.84	1,481.07
Outside India	-	-
<b>Total</b>	<b>1,407.84</b>	<b>1,481.07</b>

#### B. Information about receivables, contract assets and contract liabilities from contracts with customers

Particulars	Refer note no	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Trade receivables	9	1,424.64	1,568.76
<b>Contract liabilities</b>			
Advance from customers	18	86.11	86.57

#### C. The transaction price allocated to the remaining performance obligation (unsatisfied or partially unsatisfied as at balance sheet date are, as follows

Particulars	Refer note no	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Advance from customers	18	86.11	86.57

#### Note 42:

##### a. Value of Imports calculated on CIF basis by the Company:

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
i. Raw materials:	Nil	Nil
ii. Components and spare parts:	Nil	Nil
iii. Capital goods:	Nil	Nil



## Phyto Chem (India) Limited

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 42 (Contd...)

b. Expenditure in foreign currency during the financial year on account of royalties, know how, professional, consultation and other matters: Nil

c. Total value of imported raw material consumed during the financial year and the total value of indigenous raw materials and the percentage of each to the total consumption:

i. Raw material consumption (product wise value):

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
a. Technicals	558.87	764.25
b. Solvents, emulsifiers and others (excluding freight inward)	62.62	99.66
<b>Total</b>	<b>621.49</b>	<b>863.91</b>

#### II. Raw material consumption (percentage)

Particulars	Year ended 31 <sup>st</sup> March 2025			Year ended 31 <sup>st</sup> March 2024		
	Qty (Kgs.)	Value	Percentage of consumption	Qty (Kgs.)	Value	Percentage of consumption
a. Imported	-	-	-	-	-	-
b. Indigenous	6,57,351	621.49	100.00	6,47,807	863.91	100.00
<b>Total</b>	<b>6,57,351</b>	<b>621.49</b>	<b>100.00</b>	<b>6,47,807</b>	<b>863.91</b>	<b>100.00</b>

#### Note 43: Income and expenditure in foreign currency and foreign currency exposures:

a. Earnings in foreign currency:

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
FOB value of exports	-	-

b. Expenditure in foreign currency:

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
i. Commission paid	-	-
ii. Freight and CFS	Nil	Nil
iii. Machinery and spares	-	-
iv. Printing and stationery	-	-
v. Subscriptions and others	-	-

c. Earnings in foreign exchange: Nil

#### Note 44:

Confirmation of balances of certain parties for amounts due to them/ due from them as per the accounts of the Company have been sent by the Company. Many of the debtors have confirmed their outstanding balances as indicated by the Company. There are no material deviations.

#### Note 45:

(A) Particulars of loans, guarantees or investments in accordance with section 186 of the companies Act, 2013 : N.A

(B) Disclosures as required under Regulation 34 (3) of SEBI LODR (Regulations), 2015 : N.A

Particulars	Balance as on		Maximum amount outstanding during the period	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
a. Loans and advances in the nature of loans to				
i. Subsidiary Companies	NA	NA	NA	NA
ii. Associate Companies	NA	NA	NA	NA
iii. Firms / Companies in which directors are interested	NA	NA	NA	NA
b. Investments by the loanee in the shares of holding Company and its subsidiary Company	NA	NA	NA	NA



## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 46: Ratio Analysis

Sl. No.	Particulars	Numerator	Denominator	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024	% Variance to Ratio	Reasons for variance
1	Current ratio	Current assets	Current liabilities	1.26	1.31	-3.82	--
2	Debt equity ratio	Total debt	Shareholders equity	2.47	2.47	0.00	--
3	Debt service coverage ratio	Earnings available for debt service	Debt service	0.39	-0.33	-218.18	Due to decrease of loss in the current year
4	Return on equity	Net profits after taxes	Average shareholder's equity	-0.14	-0.37	-62.16	Due to Decrease in loss when compared to previous year
5	Inventory turnover ratio	Net sales	Average inventory	1.50	1.28	17.19	Due to reduction of closing stock
6	Trade receivables turnover ratio	Net sales	Average accounts receivable	1.11	0.95	16.84	Due to increase in debtors
7	Trade payables turnover ratio	Net purchases	Average trade payables	3.43	2.33	47.21	--
8	Net capital turnover ratio	Net sales	Working capital	2.78	2.22	25.23	Due to decrease in working capital
9	Net profit ratio	Net profit	Net sales	-0.07	-0.22	-68.18	Due to decrease in loss when compared to previous year
10	Return on capital employed	Earning before interest and taxes	Capital employed	0.04	-0.05	-180.00	Due to loss during the year
11	Return on investment	Profit for the year	Average total equity	-0.47	-0.37	27.03	Due to reduction of loss in the current year

#### **Note:**

- 1 Total Debt = Long term borrowings (including current maturities of Long term borrowings), Sales tax deferment loan (Current and non-current), short term borrowings and Interest accrued on Debts.
- 2 Earnings for Debt service = Net profit after taxes + Non-cash operating expenses like depreciation and other amortisations + Interest + other adjustments like loss on sale of fixed assets etc.
- 3 Debt service = Interest payments + Principal repayments.
- 4 Average shareholder's equity = Average of opening total equity and closing total equity.
- 5 Average Inventory = Average of opening inventory and closing inventory.
- 6 Average Trade receivables = Average of opening trade receivables and closing trade receivables.
- 7 Average Trade payables = Average of opening trade payables and closing trade payables.



## Phyto Chem (India) Limited

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 46: Ratio Analysis (Contd...)

- 8 Working capital shall be calculated as current assets minus current liabilities.
- 9 Capital employed = Tangible Networth (excluding revaluation reserve) + Total Debt + Deferred tax liability.
- 10 Average total assets = Average of opening total assets and closing total assets.
- 11 Average total equity = Average of opening equity share capital + Other equity and closing equity share capital + Other equity.

#### Note 47: Additional regulatory information

- 47.1 The title deeds of the immovable property of the Company are held in the name of the Company.
- 47.2 The Company does not hold any Investment property and accordingly reporting on revaluation of investment property does not arise.
- 47.3 The property, plant and equipment held with the Company are not subjected to any revaluation during the year.
- 47.4 The Company does not hold any intangible assets and accordingly reporting on revaluation of intangible assets does not arise.
- 47.5 The Company has not granted any Loans or Advances in the nature of Loans to Promoters, Directors, KMP's and other related parties excluding Subsidiary Company.
- 47.6 The Company does not have Capital work in progress and accordingly disclosures to be made in respect of Capital work in progress are not provided.
- 47.7 The Company does not hold any intangibles under development.
- 47.8 The Company is not holding any Benami property and no proceeding has been initiated or pending against the Company.
- 47.9 The Company has borrowings from Banks or Financial Institutions on the basis of security of Current Assets. Quarterly returns or Statement of Current Assets filed by the Company with Banks or Financial Institutions are in agreement with the Books of Accounts other than the following:

During the year, the Company has been sanctioned working capital limits from the banks on the basis of security of current assets. The Company has filed quarterly returns of statements with such banks, which are in agreement with the books of account other than those as set out below.

(Rs. In lakhs)

S. No.	Name of the bank	working capital limits	Nature of current asset offered as security	Quarter ended	Value of Stock, debtors & creditors disclosed as per bank quarterly return/statement (CA - CL)	Amount as per books of accounts at the end of each quarter (CA - CL)	Difference
1	The Federal Bank Ltd.	1,060.00	Refer Note below	30 <sup>th</sup> June 2024	2,440.25	2,449.46	(9.21)
2	The Federal Bank Ltd.	1,030.00	Refer Note below	30 <sup>th</sup> Sep 2024	2,357.19	2,429.05	(71.86)
3	The Federal Bank Ltd.	1,000.00	Refer Note below	31 <sup>st</sup> Dec 2024	2,537.47	2,787.73	(250.26)
4	The Federal Bank Ltd.	970.00	Refer Note below	31 <sup>st</sup> March 2025	2,003.64	2,075.56	(71.92)

## Phyto Chem - Annual Report - 2024-25

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)

#### Note 47: Additional regulatory information (Contd...)

##### Note on the differences in values:

The Company has declared less values of stock, debtors and creditors to the bankers when compared to the values of books of accounts. As such there is no violation.

- 47.10 The Company is not declared as willful defaulter by any Bank or Financial Institutions or RBI or other lenders.
- 47.11 The Company has no transactions and no relationship with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.
- 47.12 Satisfaction for the following charges is yet to be filed with ROC, which is beyond the statutory period.

(Rs. In lakhs)

S.No.	Charge holder name	Date of creation of charge	Charge amount	Reason
1	The Federal Bank Ltd.	31-03-2021	150.00	Loans are closed but satisfaction of charges are yet to be filed because request for NOC is pending with the Bank.
2	The Federal Bank Ltd.	18-08-1994	16.35	
3	The Federal Bank Ltd.	03-03-1996	75.00	
4	The Federal Bank Ltd.	25-03-2010	9.99	
5	The Federal Bank Ltd.	09-10-2017	135.00	
6	The Federal Bank Ltd.	20-07-1994	1,800.00	

- 47.13 The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.
- 47.14 The Ratios are furnished separately (refer note no.46).
- 47.15 There are no Schemes of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- 47.16 (A) The Company has not advanced or loaned or invested any funds in any other person(s) or entity(ies), including foreign entities (intermediaries) with understanding that the intermediary shall be directly or indirectly lend or invest in other person or entities on behalf of the Company or provide any guarantee or security or the like to or on behalf of the Company.
- (B) The Company has not received any funds from any person(s) or entity(ies), including foreign entities (funding party) with the understanding that Company shall lend or invest in other person or entity identified in any manner by or on behalf of the funding party/ Ultimate beneficiary or provide any guarantee or security or the like on behalf of the funding party/ Ultimate beneficiary.
- 47.17 The Company has no transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey or any relevant provisions of Income Tax Act, 1961).
- 47.18 The Company is not covered under Corporate Social Responsibility (CSR) scheme as per the provisions of Section 135 of the Companies Act, 2013.
- 47.19 The Company has not invested or traded in Crypto currency or Virtual currency during the financial year.



## Phyto Chem (India) Limited

### Notes to financial statements for the year ended 31<sup>st</sup> March 2025

*(All amounts in Indian Rupees in lakhs, except share and per share data and where otherwise stated)*

#### Note 48:

Previous year figures have been regrouped / rearranged wherever necessary to make them comparable and there is no impact on profitability.

#### Note 49:

Figures shown in the Financial Statements have been rounded off to the nearest Rupees in lakhs.

As per our report of even date attached

For and on behalf of the Board of Directors

#### For M/s. Yelamanchi & Associates

Chartered Accountants  
Firm Regn.No.000041S

#### Y. Nayudamma

Managing Director  
DIN : 00377721

#### G. S. R. Anjaneyulu

Director  
DIN : 01874325

#### Y. P. Rao

Partner, M.No.25266  
UDIN: 25025266BMHWU5886

#### Venkata Satish Babu Turlapati

Company Secretary  
M.No: F8100

#### B. Sambasiva Rao

Chief Financial Officer

Place : Hyderabad

Date : 26<sup>th</sup> May, 2025

Place : Hyderabad

Date : 26<sup>th</sup> May, 2025

## Phyto Chem - Annual Report - 2024-25



### Phyto Chem (India) Limited

(CIN: L24110TG1989PLC009500)

Survey No. 628, Temple Street, Bonthapally - 502 313,  
Gummadidala Mandal, Sangareddy District, Telangana State.

#### Attendance Slip

**The Company does not have the practice of providing gifts to  
Members at the Annual General Meeting**

#### 36<sup>th</sup> Annual General Meeting on 29<sup>th</sup> September 2025

1. Name & Registered Address of the  
Sole / first named Shareholder :
2. Name(s) of the Joint Shareholder(s) (if any) :
3. Registered Folio No./ DP ID/ Client ID No. :
4. Number of Shares held :

I certify that I am a member/ Proxy for the member of the Company. I hereby record my presence at the 36<sup>th</sup> Annual General Meeting of the Company at Registered Office of the Company at # Survey No. 628, Temple Street, Bonthapally - 502 313, Gummadidala Mandal, Sangareddy District, Telangana State on Monday, 29<sup>th</sup> September 2025 at 12:15 P.M.

Member's/ Proxy's Name in Block Letters

Member's/ Proxy's Signature

#### SUBJECT: E-VOTING

In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter called "the Rules") and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is providing facility to exercise votes on the items of business given in the Notice through electronic voting system, to members holding shares as on 29<sup>th</sup> August 2025 (End of Day) being the cut-off date (i.e. record date for the purpose of Rule 20(3)(vii) of the Rules) fixed for determining voting rights of members, entitled to participate in the e-voting process, through the e-voting platform provided by Central Depository Services Limited (CDSL).

The e-voting particulars are set out below:

EVSN (E-Voting Sequence Number)	USER ID	PASSWORD
250820036	Please refer Notes No.7 d & 7 e of e-voting instructions in the Notice.	

The e-voting period commences from 9:00 a.m. on 26<sup>th</sup> September 2025 and ends on 28<sup>th</sup> September 2025 by 5:00 p.m. The members of the Company, holding shares either in physical or demat form, as on the cut-off date of 29<sup>th</sup> August 2025, may cast their vote electronically.

For instructions on e-voting, please read the attached Notice of the Annual General Meeting. This communication forms an integral part of the Notice for convening the Annual General Meeting of the Company to be held on 29<sup>th</sup> September 2025.



## Phyto Chem (India) Limited



### Phyto Chem (India) Limited

(CIN: L24110TG1989PLC009500)

Survey No. 628, Temple Street, Bonthapally - 502 313,  
Gummadidala Mandal, Sangareddy District, Telangana State.

#### Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rule, 2014.

CIN	L24110TG1989PLC009500
Name of the Company	M/s. Phyto Chem (India) Limited
Corporate office	No.8-3-229/23, First Floor, Thaherville, Yousufguda Checkpost, Hyderabad - 500 045, Telangana State.
Registered office	Survey No. 628, Temple Street, Bonthapally - 502 313, Gummadidala Mandal, Sangareddy District, Telangana State.
Name of the Member(s)	
Registered Address	
Email 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	Signature	
	E- Mail ID		
	or failing him		
2	Name		
	Address	Signature	
	E- Mail ID		
	or failing him		
3	Name		
	Address	Signature	
	E- Mail ID		
	or failing him		

As my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 36<sup>th</sup> Annual General meeting of the Company, to be held on Monday the 29<sup>th</sup> day of September 2025 at 12:15 P.M. at the Registered Office of the Company at # Survey No. 628, Temple Street, Bonthapally- 502 313, Gummadidala Mandal, Sangareddy District, Telangana State and at any adjournment thereof in respect of such resolutions as are indicated below:

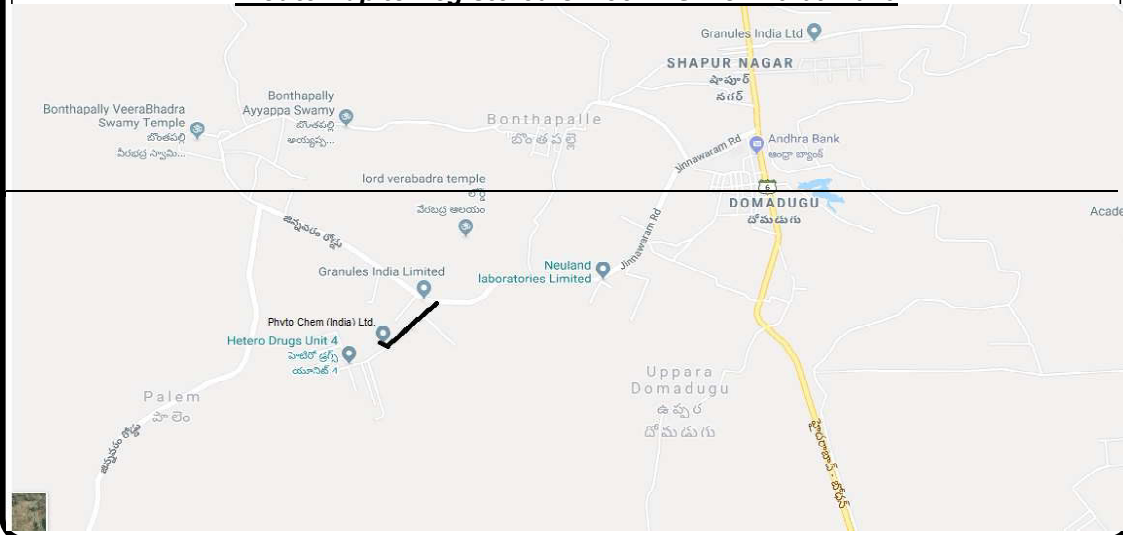
## Phyto Chem - Annual Report - 2024-25

Item No.	Resolutions	For	Against
1.	Adoption of the Audited Financial Statements, Reports of the Board of Directors and Auditors for the year ended 31 <sup>st</sup> March 2025.		
2.	Re-appointment of Dr. Sreemannarayana Prathipati (DIN: 00377472) as Director who retires by rotation.		
3.	Re-appointment of Mr. Y.Nayudamma (DIN: 00377721) as Managing Director of the Company.		
4.	Re-appointment of Mr. Yugandhar Sampath Kumar Sakhamuri (DIN: 02389255) as a Non Executive and Independent Director of the Company.		
5.	Re-appointment of Mrs. Vijitha Gorrepati (DIN: 03492979) as a Women Non-Executive and Independent Director of the Company.		
6.	Appointment of Mr. Sudhakar Nadendla (DIN: 00426897) as a Non Executive and Independent Director of the Company.		
7.	Appointment of Mr. K. Srinivasa Rao (DIN: 03334048) as a Non Executive and Non Independent Director of the Company.		
8.	Appointment of Mr. Sreemannarayana Yarlaga (DIN: 11221068) as Executive and Non Independent Director of the Company.		
9.	Approval for re-appointment of Secretarial Auditors for the term of five years from financial year 2025-26 to 2029-30		

**Affix  
Revenue  
Stamp**

Signed this .....day of .....2025

### **Route Map to Registered Office - AGM on 29-09-2025**



Printed Matter

If undelivered, Please return to :



**Phyto Chem (India) Limited**

**CIN : L24110TG1989PLC009500**

Survey No. 628, Temple Street, Bonthapally - 502 313,  
Gummadidala Mandal, Sangareddy District, Telangana State.

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