



Healthy Life Jeeta hai India!

## 6<sup>th</sup> ANNUAL REPORT

'FINANCIAL YEAR 2024-25'

**HEALTHY LIFE AGRITEC  
LIMITED**

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CIN: L52520MH2019PLC332778

# MANAGING DIRECTOR'S MESSAGE



Dear Shareholders,

With great pleasure and pride that I present to you the Annual Report of Healthy Life Agritec Limited for the financial year [2024–25]. This year has been a transformative period for our Company, marked by a strategic shift towards integrated food processing, operational expansion, and the laying of a strong foundation for future growth.

Since inception, Healthy Life Agritec Limited has remained committed to supporting India's agricultural and food ecosystem.

Our diversified business spans the manufacturing and trading of agri-inputs, including fertilizers, micronutrients, pesticides, and veterinary feed supplements. We also engage in poultry, fishery, and dairy farming, catering to the evolving needs of the agriculture and livestock sectors.

In a significant leap toward our long-term vision, we commissioned a state-of-the-art, fully automated manufacturing facility on 23rd December 2024. This new facility, launched under our brand "Magic Flavours", is equipped to produce over 50 premium food products, including pasta and pizza sauces, salad dressings, chutneys, sweet syrups, mayonnaise, and tomato purée. Designed to meet international quality standards, this facility is not just a manufacturing unit—it is a symbol of our evolution from agri-inputs and animal husbandry into the high-potential domain of value-added food processing.

With canning and packaging capabilities geared for export, the new plant enables us to target retail, institutional, and international markets, giving us the scale and flexibility to meet diverse consumer preferences and quality expectations.

As we scale our operations, our focus remains firmly rooted in sustainability, innovation, and responsible business practices. From ensuring the welfare of livestock to producing clean, safe, and delicious food products, every aspect of our business is aligned with creating long-term value—for consumers, partners, and stakeholders alike.

On behalf of the Board and the entire leadership team, I extend my heartfelt gratitude to our shareholders, employees, farmers, partners, and customers for their continued trust and support. Our journey has just begun, and the road ahead holds immense promise.

We are confident that with your unwavering support, Healthy Life Agritec Limited will emerge as a resilient, innovative, and growth-oriented enterprise making a meaningful impact in the agri-business and food processing landscape.

**Divya Mojjada**  
**Managing Director**  
**Healthy Life Agritec Limited**

# CORPORATE INFORMATION

<b>BOARD OF DIRECTORS</b>	Divya Mojjada Anil Kumar Vijay Apra Sharma Mohammed Sadiq	Managing Director Independent Director Independent Director Non-Independent Director
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<b>AUDIT COMMITTEE</b>	Anil Kumar Vijay Apra Sharma Divya Mojjada	Chairman, Independent Director Member, Independent Director Member, Managing Director
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<b>NOMINATION &amp; REMUNERATION COMMITTEE</b>	Apra Sharma Anil Kumar Vijay Mohammed Sadiq	Chairman, Independent Director Member, Independent Director Member, Non-Executive Director
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<b>STAKEHOLDER RELATIONSHIP COMMITTEE</b>	Mohammed Sadiq Apra Sharma Anil Kumar Vijay	Chairman, Non-Executive Director Member, Independent Director Member, Independent Director
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<b>COMPANY SECRETARY &amp; COMPLIANCE OFFICER</b>	Rupal Kalsi	
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<b>CHIEF FINANCIAL OFFICER</b>	Sandeep Ramkirit Gaud	
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<b>AUDITORS</b>	<b>M/s NYS &amp; Co. (Chartered Accountants FRN: 017007N)</b> <b>Office: 208, Arunachal Building, Barakhamba Road,</b> <b>Cannaught Place, New Delhi - 110001</b> <b>E-mail Id: <a href="mailto:info@nys.co.in">info@nys.co.in</a></b>
<b>BANKERS</b>	<b>ICICI Bank Limited</b> <b>Email: <a href="mailto:sagar.welekar@icicibank.com">sagar.welekar@icicibank.com</a></b>
<b>REGISTERED OFFICE ADDRESS</b>	<b>SH-B/09, New Heera Panna CHS LTD, Gokul Village Shanti Park,</b> <b>Mira Road East, Thane, Maharashtra 401107, India</b>
<b>EMAIL</b>  <b>WEBSITE</b>  <b>CIN</b>	<a href="mailto:cs@healthylifeagritec.com">cs@healthylifeagritec.com</a>  <a href="http://www.healthylifeagritec.com">www.healthylifeagritec.com</a>  <b>L52520MH2019PLC332778</b>
<b>REGISTRAR AND SHARE TRANSFER AGENT</b>	<b>Cameo Corporate Services Ltd, Subramanian Building, #1, Club House Road, Chennai, Tamil Nadu, 600002</b>  <b>Email: <a href="mailto:investor@cameoindia.com">investor@cameoindia.com</a></b>  <b>Website: <a href="http://www.cameoindia.com">www.cameoindia.com</a></b>
<b>STOCK EXCHANGE ON WHICH COMPANY IS LISTED</b>	<b>BSE Limited</b>
<b>SECRETARIAL AUDITOR</b>	<b>M/s Prachi Jain &amp; Associates (Company Secretaries)</b>
<b>ISIN</b>	<b>INE0L3501015</b>

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## NOTICE OF 6<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the 6<sup>th</sup> Annual General Meeting of the members of **Healthy Life Agritec Limited** will be held on Thursday, 25<sup>th</sup> September, 2025 at 03:00 P.M. Indian Standard Time (IST) through Video Conferencing ("VC")/Other Audio- Visual means ("OAVM") to transact the following business:

### ORDINARY BUSINESS:

#### **Item No. 1. To consider and adopt:**

- (a) The Audited Standalone Financial Statement of the Company for the year ended 31st March 2025 and together with the reports of the Board of Directors' and the Auditors thereon.
- (b) The Audited Consolidated Financial Statement of the Company for the financial year ended 31<sup>st</sup> March 2025 together with the report of the Auditors thereon.

**Item No. 2: To appoint a director in place of Divya Mojjada (DIN: 07759911), who retires by rotation, and being eligible, offers herself for re-appointment and in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Divya Mojjada (DIN: 07759911) who retires by rotation at this meeting and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation

### SPECIAL BUSINESS:

**Item No. 3. To alter the Articles of Association of the Company and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013, read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to such other approvals, consents, sanctions and permissions as may be necessary, the consent of the members of the Company be and is hereby accorded for **deletion of a 'Proviso' under 'Clause 15 (i)' under the heading of "Calls on Shares" of Article No. II in the Articles of Association of the company which currently reads as follows:**

"Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call."

**RESOLVED FURTHER THAT** the following new proviso be and is hereby inserted in place of the deleted proviso:

“Provided that a call may exceed one-half of the nominal value of the shares, or such other amount as may be determined by the Board of Directors within a shorter timeframe if required, subject to compliance with the applicable provisions of the Companies Act, 2013 and the Articles of Association”

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters, and things as may be necessary, desirable or expedient in this regard, including filing of necessary forms with the Registrar of Companies and making requisite entries in the statutory registers of the Company.”

**Item No. 4. To consider and approve remuneration of Ms. Divya Mojjada (DIN: 07759911), the Managing Director of the Company, and in this regard to consider and if thought fit, to pass the following resolution as a Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 197, 198 read with Part I and Part II of Schedule V and other applicable provisions, if any, of the Companies Act (including any statutory modification or re-enactment thereof), applicable clauses Articles of Association of the Company and recommendation of the Nomination Remuneration Committee and Audit Committee, the consent of members of the company be and is hereby accorded for payment of remuneration to **Ms. Divya Mojjada (DIN: 07759911)**, Managing Director of the Company, on the terms and conditions including a remuneration of upto Rs.1.00 Crore (Rupees One Crore) per annum as per the following:

1. Reimbursement of medical expenses incurred in India or abroad including hospitals nursing home and surgical charges for himself and family subject to ceiling of one-month salary in a year.
2. Reimbursements of travelling expenses with family to anywhere in India or abroad rules of the Company.
3. Car, Telephone, Cell Phone, PC shall be provided and their maintenance and expenses shall be met by the Company. The use of above at residence for official purpose not be treated as perquisites.
4. House Rent Allowance: the company shall either provide Accommodation Facility or Reimbursements of rental expenses, as agreed by the Board of Directors & Ms. Divya Mojjada.

**PERQUISITES:** In addition to salary she shall be entitled to perquisites and allowances like FRA, medical reimbursement, travelling allowances, club fees and other payments in the nature of perquisites and allowances as agreed by the Board of Directors, subject to overall ceiling of remuneration stipulated in sections 2(78) and 197 read with Schedule V of the Act.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company will pay Ms. Divya Mojjada (DIN: 07759911),

remuneration and perquisites not exceeding the ceiling laid down in Schedule V to the Companies Act, 2013, as may be decided by the Board of Directors

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to accept such modification in the terms and conditions, which any concerned authority may direct, if so required, and as may be acceptable to the Company and Ms. Divya Mojjada (DIN: 07759911).

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

**By Order of the Board of Directors  
For Healthy Life Agritec Limited**

**Sd/-  
Divya Mojjada  
Managing Director  
DIN: 07759911**

**Date: 01.09.2025**

**Place: Thane**



## NOTES:

1. The Ministry of Corporate Affairs (“MCA”) inter-alia vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 (collectively referred to as “MCA Circulars”) has permitted the holding of the annual general meeting through Video Conferencing (“VC”) or through other audio-visual means (“OAVM”), without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act, 2013 (“the Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the 6<sup>th</sup> Annual General Meeting (“Meeting” or “AGM”) of the Company is being held through VC / OAVM on Thursday, 25<sup>th</sup> September, 2025, at 03:00 P.M. (IST). The proceedings of the AGM are deemed to be conducted at the Registered Office of the Company situated at SH-B/09, New Heera Panna CHS LTD, Gokul Village Shanti Park, Mira Road East Thane Maharashtra 401107 – India.

2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. Since this AGM is being held pursuant to the MCA circulars through VC or OAVM, the requirement of physical attendance of members has been dispensed with.

Accordingly, in terms of the MCA circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice.

3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA General Circulars dated April 08, 2020; April 13, 2020; May 05, 2020; December 28, 2022; May 05, 2022; September 25, 2023; and General Circular No. 09/2024 dated September 19, 2024, the Company is providing its Members with the facility of remote e-voting (and e-voting at the meeting) in respect of the business to be transacted at the Annual General Meeting (“AGM”). The engagement for remote e-voting has been made with Central Depository Services (India) Limited (“CDSL”) as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Pursuant to Regulation 44(6) of Listing Regulations, the Company is also providing a live webcast of the proceedings of the AGM. The Members will be able to view the proceedings on Central Depository Services (India) Limited’s (‘CDSL’) e-Voting website at [www.cdslindia.com](http://www.cdslindia.com). The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Auditors etc. who are allowed to attend the AGM, without restriction on account of a first come first served basis.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013. The Notice of AGM and the Annual Report will be sent to those Members/ beneficial owners whose name appears in the Register of Members/list of beneficiaries received from the Depositories as on Friday, 29<sup>TH</sup> August, 2025.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No General Circular No. 09/2024 dated September 19, 2024, (including General Circular No. 17/2020 dated April 13, 2020), 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.healthylifeagritec.com](http://www.healthylifeagritec.com) The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
8. Listing Regulations has mandated that for making dividend payments, companies whose securities are listed on the stock exchanges shall use electronic clearing services (local, regional or national), direct credit, realtime gross settlement, national electronic funds transfer etc. The companies and the registrar and share transfer agents are required to seek relevant bank details of shareholders from depositories/ investors for making payment of dividends in electronic mode. It is also mandatory to print the bank details on the physical instrument if the payment is made in physical mode. Accordingly, shareholders are requested to provide or update (as the case may be) their bank details with the respective depository participant for the shares held in dematerialized form and with the registrar and share transfer agent in respect of shares held in physical form. For further details about registration process, please contact your depository/ R&TA of the Company.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.
10. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and other documents referred to in the Notice and explanatory statement, will be available electronically for inspection via a secured platform without any fee by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [cs@healthylifeagritec.com](mailto:cs@healthylifeagritec.com)
11. Members are requested to notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
12. Non-Resident Indian members are requested to inform RTA/respective DPs, immediately of:

- a) Change in their residential status on return to India for permanent settlement.
  - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
13. The Board of Directors of the Company has appointed Mr. Sumit Bajaj, Practicing Company Secretary, New Delhi as Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.
  14. The Register of Members and Share Transfer Books of the Company will remain closed from **Friday, 19<sup>th</sup> September 2025 to Thursday, 25<sup>th</sup> September, 2025. (both day inclusive).**
  15. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall within 02 working days of conclusion of the AGM shall submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith.
  16. The results along with Scrutinizer's Report, shall be displayed at the Registered Office and Corporate office of the Company and placed on the Company's website at [www.healthylifeagritec.com](http://www.healthylifeagritec.com) and the website of CDSL immediately after the result is declared. The results shall be simultaneously communicated to the Stock Exchange where the securities of the Company are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.
  17. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
  18. **THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:**

The e-voting period begins on **Monday, 22<sup>nd</sup> September, 2025 at 09:00 A.M.** and ends on **Wednesday, 24<sup>th</sup> September, 2025 at 05:00 P.M.** During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date i.e. Friday 19<sup>th</sup> September, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (i) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Type of shareholders	Login Methodss
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally,</p> <p>there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on</p>

	<p><a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in Demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e- Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on Company name or e- Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
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Individual Shareholders (holding Securities in Demat mode) login through Their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request athelpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 and 022-2499 7000

(iv) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- The shareholders should log on to the e-voting website i.e. [www.evotingindia.com](http://www.evotingindia.com).
- Click on “Shareholders” module.
- 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- 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 e-voting of any company, then your existing password is to be used.
- If you are a first time user follow the steps given below:



	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(iv) After entering these details appropriately, click on “SUBMIT” tab.

(v) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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 for resolutions of any other company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

(vii) Click on the EVSN of the HEALTHY LIFE AGRITEC LIMITED.

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.

(viii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

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

(x) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page. if a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

**(xii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians

are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [www.healthylifeagritec.com](http://www.healthylifeagritec.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

1. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
2. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop



connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [www.healthylifeagritec.com](http://www.healthylifeagritec.com) The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@healthylifeagritec.com](mailto:cs@healthylifeagritec.com) These queries will be replied to by the Company suitably by email.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
9. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

**By Order of the Board of Directors  
For Healthy Life Agritec Limited**

**Sd/-  
Divya Mojjada  
Managing Director  
DIN: 07759911**

**Date: 01.09.2025  
Place: Thane**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT  
2013****Item no. 3:**

The Board of Directors of the Company proposes to amend the Articles of Association (AOA) by modifying Clause 15(i), which pertains to “calls on shares” Currently, the proviso under Clause 15(i) reads as follows:

**“Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.”**

This existing clause imposes a limitation on the Company's ability to raise capital efficiently by restricting both the quantum and frequency of calls on shares. In order to provide greater operational and financial flexibility, the Board recommends substituting the existing proviso with the following:

**“Provided that a call may exceed one-half of the nominal value of the shares, or such other amount as may be determined by the Board of Directors, and may be made within a shorter timeframe, subject to compliance with the applicable provisions of the Companies Act, 2013 and the Articles of Association.”**

This amendment will enable the Company to make calls exceeding half of the nominal value of the shares or as otherwise determined by the Board, and within a shorter interval than one month, as may be necessary to meet its financial requirements. The proposed flexibility will enhance the Company's ability to respond to capital needs promptly and manage its resources more efficiently. The proposed alteration is in compliance with the applicable provisions of the Companies Act, 2013 and is considered to be in the best interest of the Company and its stakeholders.

The Board of Directors recommends passing the resolution set out at Item No. 3 of the accompanying Notice as a **Special Resolution**.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company, if any.

**Item no. 4:**

The Board of Directors of the Company, at its meeting held on 01<sup>st</sup> September, 2025 based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the shareholders, approved the payment of remuneration to Ms. Divya Mojjada (DIN: 07759911), Managing Director of the Company, as per the terms and conditions set out in this resolution & as may be determined by the Board of Directors of the company.

Ms. Divya Mojjada, was appointed as the Managing Director of the Company with effect from 25<sup>th</sup> March, 2022 for a period of 5(five) years and her appointment was approved by the shareholders in the 25<sup>th</sup> March, 2022.

Considering the contributions made by Ms. Divya Mojjada to the growth and performance of the

Company, the Board has proposed the following remuneration structure:

**Remuneration:** upto Rs.1.00 Crore (Rupees One Crore) per annum.

**Perquisites and Allowances:** As per Company's policy (includes HRA, medical reimbursement, LTA, etc.)

**Performance Bonus / Incentives:** As may be determined by the Board based on performance

**Other benefits:** Contribution to provident fund, gratuity, and other retirement benefits as per applicable rules

The proposed remuneration is in line with the provisions of Sections 196, 197, 198 and Schedule V of the Companies Act, 2013. Since the Company has adequate profits, the remuneration is well within the limits prescribed under Section 197 read with Schedule V.

The Board recommends the resolution for approval of the shareholders as a Special Resolution.

**Disclosure as per Secretarial Standard 2 (SS-2):**

<b>Name of the Director</b>	Ms. Divya Mojjada
<b>DIN</b>	07759911
<b>Designation</b>	Managing Director
<b>Date of first appointment</b>	25 <sup>th</sup> March, 2022
<b>Profile and experience</b>	She holds a Bachelor's and Master's Degree in Business Administration from Monash University, Australia; and also, a Bachelor in Science in Computer Application from Alagappa University, India. She is actively involved in her family business into farm and dairy segment for over 10 years and has an in-depth knowledge on the overall working of this segment. Since the inception of our company, she has been spearheading the operation.
<b>Remuneration last drawn</b>	₹ 7,20,000 p.a. as on 31 <sup>st</sup> March, 2025.
<b>Number of Board Meetings attended during the year</b>	8
<b>Shareholding in the Company</b>	Total 28,84,895 number of Equity Shares.

None of the Directors and Key Managerial Personnel of the Company or their relatives, except Ms. Divya Mojjada and her relatives (to the extent of their shareholding or interest, if any), are concerned or interested, financially or otherwise, in the proposed resolution.

### ANNEXURE TO THE NOTICE

Details of Director seeking appointment/re-appointment in the forthcoming Annual General Meeting

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

<b>Name</b>	Divya Mojjada
<b>DIN</b>	07759911
<b>Date of Birth</b>	29/01/1988
<b>Date of first Appointment</b>	01/08/2020
<b>Nationality</b>	Indian
<b>Qualifications</b>	She holds a Bachelor's and Master's Degree in Business Administration from Monash University, Australia; and also, a Bachelor in Science in Computer Application from Alagappa University, India
<b>Expertise in specific functional area</b>	She is actively involved in her family business into farm and dairy segment for over 10 years and has an in-depth knowledge on the overall working of this segment. Since the inception of our company, she has been spearheading the operation
<b>Directorship in other Companies *</b>	<ul style="list-style-type: none"> <li>• Healthy Life Multicare Hospital Private Limited</li> <li>• Healthy Life Farms Private Limited</li> <li>• Healthy Life Agro Limited</li> <li>• Healthy Life Care (India) Private Limited</li> <li>• Yummy Food Industries Private Limited</li> </ul>
<b>Terms and conditions of appointment or re-appointment</b>	Terms & Conditions as mutually decided with her by Board at the time of appointment.
<b>Memberships / Chairmanship of Committees across all Public Companies *</b>	Audit Committee – Member of Healthy Life Agritec Limited
<b>Relationship with other Directors / Key Managerial Personnel</b>	No relationship with any other Director
<b>No. of shares held in the Company either by self or on a beneficial basis for any other person.</b>	Total 28,84,895 number of Equity Shares held by her in the Company

## DIRECTORS' REPORT

To,  
The Members of  
Healthy Life Agritec Limited.

Dear Members,

Your directors have pleasure in presenting the 6<sup>th</sup> Directors' Report on the business and operations of Healthy Life Agritec Limited (The Company) together with the Audited Financial Statements of Accounts of the Company for the Financial Year ended 31<sup>ST</sup> March, 2025.

### 1. FINANCIAL RESULT:

(Amount in Lakhs)

Particulars	F.Y. 2024- 2025		F.Y. 2023-2024	
	Standalone	Consolidated	Standalone	Consolidated
Total Income	6,445.06	17,187.06	5,236.95	13,294.83
Total Expenditure	6,195.27	16,751.81	5,038.10	12,959.98
Profit / (Loss) Before Tax	2 49.79	435.25	198.85	334.85
Less: Current Tax/Provision for Tax	6 3.01	1 09.69	49.98	84.22
<b>Profit / (Loss)After Tax</b>	<b>1 86.78</b>	<b>325.56</b>	<b>148.88</b>	<b>250.63</b>

### STATE OF COMPANY AFFAIRS AND REVIEW OF OPERATIONS:

During the Financial Year ended 31<sup>st</sup> March, 2025, the Company has recorded total revenue of INR 6,445.06 Lakhs/- (Indian Rupees Six Thousand Four Hundred Forty-Five Point Zero Six Lakhs Only) as against INR 5236.95 Lakhs/- (Indian Rupees Five Thousand Two Hundred Thirty-Six Point Nine Five Lakhs Only) in the previous year. During the reporting period the Company has earned Net Profit of INR 186.78 Lakh/- (Indian Rupees One Hundred Eighty-Six Point Seven Eight Lakhs Only) as against INR 148.88 /-Lakhs (Indian Rupees One Hundred Forty-Eight Point Eight Eight Lakhs Only) in the previous year.

### 2. SHARE CAPITAL:

During the reporting period the Company has made changes in the share capital and the details of the same are as mentioned below:

#### Changes in the Capital Structure:

#### (i) Authorized Share Capital

As on 1st April, 2024, Authorized Share Capital of the company was INR 22,10,00,000/- divided into 2,10,00,000 Equity Shares of INR 10/- each, during the reporting period, following changes occurs in the company.

On 4th June, 2024 the co. has increase its Authorized Share Capital from existing Rs. 22,10,00,000 (Rupees Twenty-Two Crores Ten Lakhs) divided into 2,21,00,000 (Two Crore Twenty-One Lakhs) shares of Rs. 10/- each to Rs. 25,00,00,000 (Rupees Twenty-Five Crore) divided into 2,50,00,000 (Two Crore Fifty Lakhs) shares of Rs. 10/- each ranking pari passu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company vide a resolution passed by the members of Healthy Life Agritec Limited at Extra Ordinary General Meeting of the company held on Tuesday, 4th June, 2024 at 12:00 p.m.

As on 31st March 2025, Authorized Share Capital stood at INR 25,00,00,000/- divided into 2,50,00,000 Equity Shares of INR 10/- each.

During the financial year 2025–26 till date, the Company increased its Authorized Share Capital in following manner.

The Authorized Share Capital of the Company was initially increased from ₹25,00,00,000 (Rupees Twenty-Five Crores) to ₹45,00,00,000 (Rupees Forty-Five Crores), pursuant to the approval of the shareholders through postal ballot as on 30<sup>TH</sup> May, 2025.

Subsequently, the Authorized Share Capital was further increased from ₹45,00,00,000 (Rupees Forty-Five Crores) to ₹50,00,00,000 (Rupees Fifty Crores) by passing a resolution at the Extra-Ordinary General Meeting (EGM) of the Company held on Tuesday, 16th July 2025 at 2:00 p.m.

#### (ii) Issued, Subscribed & Paid-Up Capital

As on 1st April, 2024, paid up Share Capital of the company was 22,01,20,000/- divided into 22,012,000 Equity Shares of INR 10/- each, during the reporting period, following changes occurs in the company.

#### (iii) Issuance of Equity Shares by Way of Preferential Allotment

During the financial year, the Company issued 28,00,000 (Twenty-Eight Lakh) fully paid-up equity shares of face value ₹10/- (Rupees Ten only) each at an issue price of ₹15/- (Rupees Fifteen only) per share, which includes a premium of ₹5/- (Rupees Five only) per share. The aggregate issue size amounted to ₹4,20,00,000/- (Rupees Four Crore Twenty Lakh only).

This preferential issue was duly approved by the shareholders of the Company at the Extra-Ordinary General Meeting held on 4th June 2024, and the allotment was completed in compliance with the applicable provisions of the Companies Act, 2013 and relevant rules framed thereunder.

As a result of the above allotment, the Paid-up Share Capital of the Company as on 31st March 2025 stood at ₹24,81,20,000/- (Rupees Twenty-Four Crore Eighty-One Lakh Twenty Thousand only), comprising 2,48,12,000 (Two Crore Forty-Eight Lakh Twelve Thousand) equity shares of face value ₹10/- (Rupees Ten only) each.

### 3. **DEPOSITS:**

During the reporting period, our Company has not accepted any deposits, falling within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

### 4. **DIVIDEND:**

With a view to conserve and save the resources for future prospects of the Company, the Directors have not declared any dividend for the financial year 2024-25.

### 5. **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

### 6. **AMOUNTS, IF ANY, WHICH IT PROPOSES TO CARRY TO ANY RESERVES:**

The Board of Directors has decided to retain the entire amount of profit in the profit and loss account. Accordingly, the Company has not transferred any amount to the 'Reserves' for the year ended March 31, 2025.

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

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

### 8. **DETAILS OF UTILISATION OF FUNDS & STATEMENT OF DEVIATION(S) OR VARIATION(S):**

During the reporting period and Pursuant to Regulation 32 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations / LODR') there was no deviation/variation in the utilisation of proceeds of the Company.

### 9. **SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:**

During the reporting period, the Company has 2 Wholly-Owned Subsidiary Companies named as follows:

1. Healthy Life Agro Limited
2. Healthy Life Farms Private Limited



Hence, provisions of Section 129(3) of the Companies Act, 2013 relating to preparation of consolidated financial statements are applicable and details of the same is annexed in **AOC- 1 as Annexure-I**.

#### **10.DIRECTORS & KEY MANAGERIAL PERSONNEL:**

The Board of the Company was duly constituted in accordance with the provisions of the Companies Act, 2013. As on the date of the report, your company has the following Directors and Key Managerial Personnel:

Sr. No.	Name of Director	Designation	DIN	Date of Appointment	Date of Resignation
1	Ms. Divya Mojjada	Managing Director	07759911	01.08.2020	-
2	Mr.Mohammed Sadiq	Non- Executive Director	08612733	27.12.2021	-
3	Ms. Apra Sharma	Independent Director	10149103	07.06.2023	-
4	Mr. Anil Kumar Vijay	Independent Director	08294779	20.04.2022	-
5.	Mr. Sandeep Ramkirit Gaud	Chief Financial Officer	BCHPG3290C	20.04.2022	-
6.	Ms. Jyoti Kukreja	Company Secretary	-	27.05.2023	03.07.2024
7.	Ms. Rupal Kalsi	Company Secretary	-	05.08.2024	-

During the reporting period following Changes were made in Board of Directors and KMP of the Company

- Ms. Jyoti Kukreja, was appointed as a Company Secretary of the Company w.e.f. 27th May 2023 has resigned from the post of Company Secretary of the w.e.f. 3<sup>rd</sup> July, 2024.
- Ms. Rupal Kalsi has been appointed as the Company Secretary of the Company w.e.f 05.08.2024

#### **11.NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:**

During the reporting period 8(Eight) meetings of the Board of Directors were held. The dates on which the said meetings were held:

- 9th May, 2024
- 25<sup>TH</sup> May, 2024
- 27th May, 2024
- 5<sup>TH</sup> August, 2024
- 6<sup>TH</sup> September, 2024



- 14<sup>th</sup> November, 2024
- 23<sup>rd</sup> December, 2024
- 5<sup>th</sup> March, 2025
- The Details of Attendance of Each Director at the Board Meetings Are as Given Below:

Name of Director	Date of Original Appointment	Date of Cessation	Number of Board Meetings eligible to attend	Number of Board Meetings attended
Ms. Divya Mojjada	01.08.2020	-	8	8
Mr. Mohammed Sadiq	27.12.2021	-	8	8
Ms. Apra Sharma	07.06.2023	-	8	8
Mr. Anil Kumar Vijay	20.04.2022	-	8	8

The intervening gap between any two Meetings was within the period prescribed under the SEBI (LODR) Regulations, 2015 and Companies Act, 2013.

## **12.COMMITTEES OF BOARD's:**

The Company has duly constituted and reconstituted the following statutory Committees in terms of the provisions of the Act read with relevant rules framed thereunder during the reporting period and up to the date of this report:

1. Audit Committee
2. Stakeholders Relationship Committee
3. Nomination and Remuneration Committee

- **Audit Committee:**

The Audit Committee of the Company is constituted/re-constituted in line with the provisions of Section 177 of the Companies Act, 2013. The Audit Committee is constituted in line to monitor and provide effective supervision of the management's financial reporting process, to ensure accurate and timely disclosures, with the highest level of transparency, integrity, and quality of Financial Reporting.

Sr. No.	Name of the Members	Designation	Nature of Directorship
1.	Anil Kumar Vijay	Chairman	Independent Director
2.	Divya Mojjada	Member	Managing Director
3.	Apra Sharma	Member	Independent Director

All the members of the Committee have accounting and financial management expertise. The Company Secretary is the secretary to the committee.

The Audit Committee has been authorized to look after the following major functions:

- i. To recommend for appointment, remuneration and terms of appointment of auditors of the company;
- ii. To review and monitor the auditor's independence and performance, and effectiveness of audit process;
- iii. To examine the financial statement and the auditors' report thereon;
- iv. To approve or any subsequent modification of transactions of the company with related parties;
- v. To conduct scrutiny of inter-corporate loans and investments;
- vi. To evaluate undertakings or assets of the company, wherever it is necessary;
- vii. To evaluate internal financial controls and risk management systems;
- viii. To monitor the end use of funds raised through public offers and related matters.
- ix. To call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and to discuss any related issues with the internal and statutory auditors and the management of the company.
- x. To investigate into any matter in relation to the items specified in or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the company.

The Audit Committee functions in accordance with the terms of reference specified by the Board of Directors and ensures the integrity of the Company's financial reporting process, compliance with legal and regulatory requirements, and the adequacy of internal control systems.

During the year, all recommendations of the audit committee were approved by the Board of Directors.

### **Meeting of Audit Committee**

During the Financial Year under review 04 (four) meetings of the Members of Audit Committee were held.

The dates on which the said meetings were held:

- 27th May, 2024
- 6<sup>TH</sup> September, 2024
- 14<sup>th</sup> November, 2024
- 5<sup>th</sup> March, 2025

- **Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee of the Company is constituted/re-constituted in line with the provisions of Section 178 of the Companies Act, 2013. The Nomination and Remuneration Committee recommends the appointment of Directors and remuneration of such Directors. The

level and structure of appointment and remuneration of all Key Managerial personnel and Senior Management Personnel of the Company, as per the Remuneration Policy, is also overseen by this Committee.

Sr. No.	Name of the Members	Designation	Nature of Directorship
1.	Apra Sharma	Chairman	Independent Director
2.	Anil Kumar Vijay	Member	Independent Director
3.	Mohammed Sadiq	Member	Non-Executive Director

The Committee has been authorized to look after following major functions:

1. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.
2. To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
3. To ensure that—
  - (a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
  - (b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
  - (c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
  - (d) The policy so framed by the said Committee shall be disclosed in Board's Report to shareholders.

#### **Meeting of Nomination and Remuneration Committee:**

During the Financial Year under review 03 (Three) meetings of the Members of Nomination and Remuneration Committee were held.

The dates on which the said meetings were held:

- 09th May, 2024
- 5<sup>TH</sup> August, 2024
- 6<sup>TH</sup> September, 2024

• **Stakeholders Relationship Committee:**

The Company has a Stakeholder Relationship Committee of Directors in compliance with provisions of the Companies Act, 2013 to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend/notices /annual reports, etc.

Sr. No.	Name of the Members	Designation	Nature of directorship
1.	Mohammed Sadiq	Chairman	Non-Executive Director
2.	Apra Sharma	Member	Independent Director
3.	Anil Kumar Vijay	Member	Independent Director

**Meeting of Stakeholders Relationship Committee:**

During the Financial Year under review 02 (two) meetings of the Members of Stakeholders Relationship Committee were held.

The dates on which the said meetings were held:

- 09<sup>th</sup> May 2024
- 6<sup>TH</sup> September, 2024

**Separate Meeting Of Independent Directors**

Independent Directors of the Company held their Separate meeting under Regulation 25(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of Companies Act, 2013 on Friday, 6<sup>th</sup> September, 2024 at Registered office of the Company at SH-B/09, New Heera Panna CHS Ltd, Gokul Village Shanti Park, Mira Road East, Thane, Maharashtra, India - 401107 to evaluate their performance.

**13. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY**

Healthy Life Agritec Limited has announced a significant expansion in its business operations through the establishment of a fully integrated, modern, and fully automatic manufacturing facility at Obaidanahalli Industrial Area, Satellite Ring Road, Bangalore, Karnataka on 23<sup>RD</sup> December 2024. This new facility will produce over 50 international standard food products under the brand name "Magic Flavours", including pasta and pizza sauces, salad dressings, desi chutneys, mayonnaise, sweet syrups, and tomato puree, along with offering canning services for export. Targeting the retail, institutional, and export markets, this strategic move marks a major milestone in the Company's growth, with a strong focus on sustainability, innovation, and high-quality production, the Company anticipates significant export opportunities and revenue growth, aligning with its vision to become a leading player in the food processing industry with commercial production yet to be commenced.

However, the following statutory licenses have been received by the company pursuant to the new manufacturing unit in Bangalore:

1.Factory License

Issuing Authority: Department of Factories, Boilers, Industrial Safety and Health, Government of Karnataka which was issued on dated 09/07/2025 vide Licence Registration No. JDF-01/FPL-

04/RGN/CR-63/2025-26 and received on 17/07/2025.

2. Consent to Establish (CTE)

Issuing Authority: Karnataka State Pollution Control Board (KSPCB) which was issued on dated 03/07/2025 vide Consent Order No.- CTE-349359, PCBID- 280931 and INW ID- 335532.

3. Fire Safety Certificate

Issuing Authority: Karnataka Fire and Emergency Services Department which was issued on dated 15/07/2025 vide Licence No. 502/FSR/CFO/BWZ/2025 and received on 17/07/2025.

To support this new venture, the Company has filed applications for trademark registration under the brand name "**Magic Flavours, Chef's Magic and Magic Wok**" under **Classes 29 and 30**

**14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE U/S 186 OF THE COMPANIES ACT, 2013:**

Particulars of loan given, investment made, guarantees given and security provided under Section 186 of the Companies Act, 2013, if any, are provided in the notes of financial statement.

**15. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

According to Section 134(5) (e) of the Companies Act, 2013, the term "Internal Financial Control (IFC)" means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information. The company has a well-placed, proper and adequate Internal Financial Control System which ensures that all the assets are safeguarded and protected and that the transactions are authorized recorded and reported correctly. To further strengthen the internal control process, the company has developed the very comprehensive compliance management tool to drill down the responsibility of the compliance from the top management to executive level.

The compliance relating to Internal Financial controls have been duly certified by the statutory auditors.

**16. CORPORATE SOCIAL RESPONSIBILITY:**

Provisions of Corporate Social Responsibility are not applicable on the Company. Therefore, Company has not developed and implemented any Corporate Social Responsibility Initiatives as provisions of Section 135(1) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014.

**17. CORPORATE GOVERNANCE:**

Provisions of Para C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 are not applicable to the Company. Hence, report on Corporate

Governance is not annexed.

## **18. BOARD EVALUATION:**

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (“SEBI Listing Regulations”).

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual Director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

The Board evaluated the performance of Independent Directors and Individual Directors considering various parameters such as their familiarity with the Company's vision, policies, values, code of conduct, their attendance at Board and Committee Meetings, whether they participate in the meetings constructively by providing inputs and provide suggestions to the Management/Board in areas of domain expertise, whether they seek clarifications by raising appropriate issues on the presentations made by the Management/reports placed before the Board, practice confidentiality, etc. It was observed that the Directors discharged their responsibilities in an effective manner. The Directors possess integrity, expertise and experience in their respective fields.

## **19. PARTICULARS OF EMPLOYEES PURSUANT TO THE SECTION 197 (12) OF COMPANIES ACT AND RULE 5(1), 5(2) AND 5(3) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of the Company and

Directors is furnished hereunder:

Sr. No.	PARTICULARS	REMARKS
1	The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.	Ms. Divya Mojjada: INR 7.20 Lakh/- Mr. Sandeep Ramkrit Gaud: 4.20 Lakh/-
2	The percentage increase in the median remuneration of employees in the financial year.	20.00%
3	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 in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	20.32%
4	Affirmation that the remuneration is as per the remuneration policy of the Company	The Directors affirm that the remuneration paid to Directors, KMPs and employees is as per the Remuneration Policy of the Company.

**Statement of Particulars of Employees pursuant to the Section 197 (12) of Companies Act and Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

- (a) Details of the employees employed throughout the Financial Year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore rupees and two lakh rupees - **Nil**
- (b) Details of the employees employed for a part of the Financial Year and was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month - **Nil**
- (c) If employed throughout the Financial Year or part thereof and was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the Managing Director or Whole-time Director or Manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company - **Nil**

**20. RATIO OF REMUNERATION TO EACH DIRECTOR:**

During the year Company has given remuneration to Director of the Company, mentioned below:



Sr. No.	Name of the Director	Designation	Amount in Lakhs
1	Divya Mojjada	Managing Director	7.20
2	Sandeep Ramkrit Gaud	CFO	4.20

## 21. POLICIES

Company has the following policies:

- Policy on Preservation of Documents and Archives Management as per Regulation 9 and 30(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Policy for Disclosure of events/ information and Determination of materiality as per Regulation 30(4)(ii) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Policy on Materiality of Related Party Transactions as per Regulation 23(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Policy for determining material subsidiary as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## 22. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

During the year, there is no transaction entered with related parties referred to in Section 188(1) of the Companies Act, 2013 read with Rule 8(2) of Companies (Accounts) Rules, 2014. Therefore, there is no requirement to attached Form **AOC-2 in Annexure 'II'** Related party transactions if any, are disclosed in the notes to financial statements.

## 23. NO FRAUDS REPORTED BY STATUTORY AUDITORS

During the Financial Year 2024-25, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3) (ca) of the Companies Act, 2013.

## 24. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairman of the Audit Committee in exceptional cases.

## 25. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:



During the period under review no material orders have been passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

## **26. DIRECTORS' RESPONSIBILITY STATEMENT:**

- (a) Pursuant to the requirement under Section 134 (5) of the Companies Act, 2013, with respect to Directors Responsibilities Statement, it is hereby confirmed:
- (b) That in the preparation of the annual accounts for the financial year ended 31st March, 2025 the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (c) That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for the year review;
- (d) That the directors had 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;
- (e) That the directors had prepared the annual accounts for the financial year ended 31st March, 2025 on a going concern basis;
- (f) That 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
- (g) That the directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

## **27. AUDITORS & AUDITOR'S REPORT:**

### **STATUTORY AUDITOR:**

Pursuant to the provisions of section 139(8) of the Companies Act, 2013 and rules frame thereunder M/s. NYS & Co., Chartered Accountants (ICAI Firm Registration No. 017007N), is appointed during the FY 2023-24 as Statutory Auditors of the Company for a continuous period of five years commencing from the conclusion of the 5th Annual General Meeting of the Company till the conclusion of 10<sup>th</sup> Annual General Meeting of the Company to be held in the Year 2029. (For the FY 2024-25 to FY 2028-29).

Further the report of the Statutory Auditors along with notes to Schedules is enclosed to this report. The Auditor's Report for financial year ended March 31, 2025, does not contain any qualification, reservation or adverse remarks. And also, there is no incident of fraud requiring reporting by the auditors under section 143(12) of the Companies Act, 2013 during the year.

### **SECRETARIAL AUDITOR:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s **Prachi Bansal & Associates**, Practicing Company Secretaries, to undertake the

secretarial audit of the Company for the Financial Year 2024-2025.

The Secretarial Audit Report for the financial year ended 31st March, 2025 does not contain any qualification, reservation or adverse remark. A copy of the Secretarial Audit Report (Form MR-3) as provided by the Company Secretary in Practice has been annexed to the Report. **(Annexure-III)**

#### **COST AUDITORS:**

The Company has not appointed the Cost Auditor as pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit is not applicable to the Company.

#### **INTERNAL AUDITORS:**

The Company has complied with the requirement of the section 138 of the Companies Act, 2013 read with rule 13 of the Companies (Accounts) Rules, 2014, and other applicable provisions of the Act and appointed **Mr. Sandeep Ramkirit Gaud**, as the Internal Auditor the Company for the Financial Year 2024-2025.

### **28. EXTRACT OF THE ANNUAL RETURN**

The extract of annual return under Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014 is available on the website of the Company at [www.healthylifeagritec.com](http://www.healthylifeagritec.com).

### **29. FAMILIARISATION PROGRAMMES**

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

### **30. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

The Management's Discussion and Analysis Report for the year under review, as stipulated under regulation 34 (3) and Part B of schedule V of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 is annexed to this Annual Report as "**Annexure – IV**".

### **31. CODE OF CONDUCT:**

Commitment to ethical professional conduct is a must for every employee, including Board Members and Senior Management Personnel of the Company. The Code is intended to serve as a basis for ethical decision-making in conduct of professional work. The Code of Conduct enjoins that each individual in the organization must know and respect existing laws, accept and provide appropriate professional views, and be upright in his conduct and observe corporate discipline. The duties of Directors including duties as an Independent Director as laid down in the Companies Act, 2013 also forms part of the Code of Conduct. All Board Members and Senior Management Personnel affirm compliance with the Code of Conduct annually.

### **32. INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:**

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. The 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 which redresses complaints received on sexual harassment. During the financial year under review, the Company has not received any complaints of sexual harassment from any of the women employees of the Company.

### **33. DETAILS OF APPLICATION MADE OR ANY PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:**

During the reporting period, no application made or any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016).

### **34. 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 REASONS THEREOF:**

During the reporting period, no application made or any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016).

### **35. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

During the reporting period the Company established a fully integrated, modern, and fully automatic manufacturing unit but production yet to be commenced, Thus, the provisions related to conservation of energy and technology absorption are not applicable on the Company. However Company makes all effort and committed to adopting best practices towards conservation of energy, protection of environment and ensuring safety.

Foreign Exchange Earnings & Outgo during the year are as under:

Earnings – Nil

Outgo- Nil

### **36. INDEPENDENT DIRECTORS' DECLARATION**

The Company has received the Declaration of Independence from its Independent Directors, Mrs. Anil Kumar Vijay (DIN: 10149103) and Ms. Apra Sharma (DIN: 10149103) confirming that they meet the criteria of independence as provided in section 149(6) of the Companies Act, 2013 read with Regulations 16 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and that they are not disqualified from continuing their appointment as Independent Director.

During the reporting period the non- executive directors of the company had no Pecuniary relationship or transactions with the Company other than sitting fees, commission, if any and reimbursement of expenses incurred for the purpose of attending the meetings of the board or committees of the company.

The Company has received requisite annual declarations/confirmations from all the aforesaid Independent Directors. The Board of Directors of the Company is of the view that Independent Directors fulfil the criteria of independence and they are independent from the management of the Company.

The Company has noted that the names of all Independent Directors have been included in the data bank maintained with the Indian Institute of Corporate Affairs, Manesar ('IICA'). Accordingly, all the Independent Directors of the Company have registered themselves with IICA for the said purpose. In terms of Section 150 of the Act read with the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended thereof, both the Independent Directors are exempted from undertaking online proficiency self-assessment test conducted by the IICA.

### **37. DISCLOSURE ON THE NOMINATION AND REMUNERATION POLICY OF THE COMPANY PURSUANT TO SECTION 134(3) (e) AND SECTION 178 (3)**

The Company's Policy on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters as provided under Section 178(3) of the Companies Act, 2013 can be accessed on the Company's website at [www.healthylifeagritec.com](http://www.healthylifeagritec.com)

The Objective of the Policy is to ensure that

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks and Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short- and long-term performance objectives appropriate to the working of the Company and its goals.

### **38. RISK MANAGEMENT POLICY**

The Board of Directors of the Company are of the view that currently no significant risk factors are present which may threaten the existence of the company. During the year, your director's have an adequate risk management infrastructure in place capable of addressing those risks. The company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Audit Committee and Board of Directors review these procedures periodically. The company's management systems, organizational structures, processes, standards, code of conduct and behaviour together form a complete and effective Risk Management System (RMS).

### **39. PREVENTION OF INSIDER TRADING**

The Company has a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and certain designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

### **40. DISCLOSURE OF RELATIONSHIP BETWEEN DIRECTOR INTER -SE**

None of the Directors are related to each other.

### **41. COMPLIANCE WITH SECRETARIAL STANDARDS**

Your Company complies with the Secretarial Standard on Meetings of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) whenever it has applicable. Your Company will comply with the other Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) as and when they are made mandatory.

### **42. CAUTIONARY NOTE**

The statements forming part of the Board's Report may contain certain forward-looking remarks within the meaning of applicable securities laws and regulations. Many factors could cause the actual results, performances or achievements of the Company to be materially different from any future results, performances or achievements that may be expressed or implied by such forward looking statements.

#### **43.STATEMENT ON OTHER COMPLIANCES**

Your director's state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items During the reporting period:

- a. Details relating to deposits covered under Chapter V of the Act.
- b. Issue of equity shares with differential voting rights as to dividend, voting or otherwise;
- c. Issue of shares (including sweat equity shares) to employees of the Company.

#### **44.WEBSITE OF THE COMPANY:**

Your Company maintains a website [www.healthylifeagritec.com](http://www.healthylifeagritec.com) where detailed information of the Company and specified details in terms of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 have been provided.

#### **ACKNOWLEDGEMENT:**

The Directors regret the loss of life are deeply grateful and have immense respect for every person. The Directors wish to convey their appreciation to all of the Company's employees for their contribution towards the Company's performance. The Directors would also like to thank the shareholders, employee unions, customers, dealers, suppliers, bankers, governments and all other business associates for their continuous support to the Company and their confidence in its management.

**For and on behalf of  
Healthy Life Agritec Limited**

**Sd/-  
Mohammed Sadiq  
Director  
DIN: 08612733**

**Sd/-  
Divya Mojjada  
Managing Director  
DIN: 07759911**

**Date: 01.09.2025**

**Place: Thane**

**Annexure- I****FORM- AOC-1**

Statement containing salient features of the financial statement of  
Subsidiaries/associate companies /joint ventures  
(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of  
Companies (Accounts) Rules, 2014)

## Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Lakhs)

Sr. No.	Particulars	Wholly-Owned Subsidiary Company 1	Wholly-Owned Subsidiary Company 2
1	Name of the subsidiary	Healthy Life Agro Limited	Healthy Life Farms Private Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	No, the reporting period is same as holding Company's reporting period	No, the reporting period is same as holding Company's reporting period
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	NA	NA
4	Share capital	206.00	124.75
5	Reserves & surplus	369.35	508.33
6	Total assets	1,319.82	1,216.31
7	Total Liabilities	744.46	583.23
8	Investments	0.00	0.00
9	Turnover	6,398.03	4,343.98
10	Profit before taxation	115.04	70.40
11	Provision for taxation	28.95	17.72
12	Profit after taxation	86.09	52.68
13	Proposed Dividend	0.00	0.00
14	% of shareholding	99.99%	99.99%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations – NA
- Names of subsidiaries which have been liquidated or sold during the year - NA

Part "B": Associates and Joint Ventures

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures: NA**

1. Names of associates or joint ventures which are yet to commence operations: NA
2. Names of associates or joint ventures which have been liquidated or sold during the year: NA

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified'

**For and on behalf of  
Healthy Life Agritech Limited**

**Sd/-  
Mohammed Sadiq  
Director  
DIN: 08612733**

**Sd/-  
Divya Mojjada  
Managing Director  
DIN: 07759911**

**Date: 01.09.2025**

**Place: Thane**



**Annexure-II****FORM NO. AOC-2**

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

Form for disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto:

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

**Healthy Life Agritech Limited** has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length basis during financial year 2024-25

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

**Healthy Life Agritech Limited** has entered into contract or arrangement or transaction with its related parties which is at arm's length basis during financial year 2024-25 are as follows:

Name of Related Party and Nature of Relationship	Nature of contracts/ arrangement/ transactions	Duration of contracts/ arrangement/ transactions	Salient terms of contracts / arrangements/ transactions including the value, if any	Date(s) of approval by the board, if any	Amount paid as
NIL	NIL	NIL	NIL	NIL	NIL

**For and on behalf of  
Healthy Life Agritech Limited**

**Sd/-  
Mohammed Sadiq  
Director  
DIN: 08612733**

**Sd/-  
Divya Mojjada  
Managing Director  
DIN: 07759911**

**Date: 01.09.2025**

**Place: Thane**

## ANNEXURE - III

**FORM MR-3**  
**SECRETARIAL AUDIT REPORT**

(For the financial year ended 31<sup>st</sup> March, 2025)

*[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]*

To,  
The Members,  
Healthy Life Agritec Limited  
SH-B/09, New Heera Panna CHS LTD,  
Gokul Village Shanti Park, Mira Road East,  
Thane, Maharashtra, India – 401107.

We have conducted the secretarial audit of the compliances with respect to the applicable statutory provisions on, **Healthy Life Agritec Limited**, here in after referred to as **(“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 books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company, during the audit period for the financial year ended on 31<sup>st</sup> Day of March, 2025, has 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 31<sup>st</sup> Day of 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; **(Not applicable to the company during the audit period).**

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

- a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- 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 (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- e. The Securities and Exchange Board of India (Share Based Employee Benefits and sweat equity) Regulations, 2021. **(Not applicable as the Company has not made & issued any stock option scheme during the period under review)**
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2021 **(Not applicable as the Company has not issued and listed any debt securities during the period under review).**
- g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable as there was no reportable event during the period under review).**
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable as there was no reportable event during the period under review).**

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

- i. Secretarial Standards SS-1 & SS-2 issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreement entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- iii. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent. In respect of Direct and Indirect Tax Laws like Income Tax Act, Goods & Service Tax Act, Excise & Custom Acts we have relied on the Reports given by the Statutory Auditor of the company.

**We further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting and Company have proof of payment of sitting fee to the directors. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

**For Prachi Bansal & Associates  
(Company Secretaries)**

**Date: 30.08.2025  
Place: Faridabad  
UDIN: A043355G001122488**

**Sd/-  
CS Prachi Bansal  
(Proprietor)  
C. P. No: 23670  
M. No.: 43355**

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

**ANNEXURE - A**

**To,  
Healthy Life Agritec Limited  
SH-B/09, New Heera Panna CHS LTD,  
Gokul Village Shanti Park, Mira Road East,  
Thane, Maharashtra, India – 401107**

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process 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 process and practices, we followed provided 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 representations about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of provisions of corporate and other applicable laws, rules, regulations & standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability nor of the efficacy of the effectiveness with which the management has conducted the affairs of the Company.

**For Prachi Bansal & Associates  
(Company Secretaries)**

**Sd/-  
CS Prachi Bansal  
(Proprietor)  
C. P. No: 23670  
M. No.: 43355**

**Date: 30.08.2025  
Place: Faridabad  
UDIN: A043355G001122488**

## ANNEXURE - IV

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

In compliance of Regulation 34(3) and 54(f) read with Schedule V of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find Management Discussion and Analysis Report forming part of Annual Report.

The Management Discussion and Analysis has been included in consonance with the Code of Corporate Governance as approved by The Securities and Exchange Board of India (SEBI). Investors are cautioned that these discussions contain certain forward-looking statements that involve risk and uncertainties including those risks which are inherent in the Company's growth and strategy. The company undertakes no obligation to publicly update or revise any of the opinions or forward-looking statements expressed in this report consequent to new information or developments, events or otherwise.

**INDUSTRY OVERVIEW**

The Indian Dairy industry is at the cusp of another revolution, moving towards increased contribution from various value-added milk products. India, in its quest to become a matured dairy industry, is aggressively transitioning from unorganized to more of an organized and branded market. These two structural shifts from unorganized to organized market and from traditional products to value-added dairy products will provide long-term growth visibility to the organized dairy sector.

The demand for value-added products will be driven by changes in macro-economic factors like increase in urbanization, nuclear families, increasing number of dual income households with working women and improved per capita spending.

**BUSINESS OVERVIEW**

At Healthy Life Agritech, we specialize in to carry on business as manufactures, importers, exporters, wholesalers, retailers and dealers in all types of Agri-inputs, like fertilizers, Micronutrients, Pesticides & insecticides, veterinary and livestock feeds and feed supplements, fish feeds and plant and machinery, implements, accessories, tools, goods or things and all types of modern agricultural implements, veterinary, livestock and poultry equipment's and also to carry on the business of poultry, farming, agricultural farming, fish rearing and allied activities.

To carry on the business of process, produce, mix, pack, preserve, freeze, extract, refine, manufacture, import, export, buy, sell, trade and deal in processed foods, health foods, protein foods, food products, Argo foods, fast foods, packed foods, poultry products, seafoods, milk foods, health and diet drinks, extruded foods, all kinds and in particular milk, cream, butter, ghee, cheese, poultry eggs, fruits, vegetable oils, vegetable ghee, artificial ghee, sausages, brawn patted meat, table delicacies; loaves, bread manures etc., and any other food products in and outside India.

To undertake and carry on poultry farms, fishery, piggery and dairy farming and for the purpose to prepare stables, dens, sheds, kennels, nests, burrows, dwelling places and grazing pastures,

veterinary hospitals for keeping and rearing animals, livestock for safe custody and for improving their breed by cross breeding or otherwise deal in all kinds and classes of animal products including meat, ham, pork, steak, beef, chicken, oils, fats, skins, nails, teeth, hair, hooves, horns, etc.

**Expansion of Business Operations:** Company has taken a significant step forward in its business expansion by establishing a state-of-the-art, fully integrated, and automated manufacturing facility. The facility, commissioned on 23rd December 2024, marks a strategic milestone in the Company's growth journey. Under the new brand "Magic Flavours", the facility is set to produce over 50 high-quality, international-standard food products, including pasta and pizza sauces, salad dressings, desi chutneys, mayonnaise, sweet syrups, and tomato puree. Additionally, the unit offers canning services aimed at the export market.

This expansion is aligned with the Company's long-term vision to become a leading player in the food processing industry. By targeting retail, institutional, and export segments, the Company expects to capitalize on emerging opportunities in domestic and global markets. Emphasis on sustainability, innovation, and quality production is expected to drive revenue growth and enhance the Company's brand positioning in the highly competitive food processing sector.

### **Opportunities and Threats**

The long-term outlook of Indian dairy sector is favorable on account of increasing population, increase in per capita consumption, increase in expenditure on package food, brand awareness, urbanization & increase in nuclear families and government support. The growth would be primarily driven by increase in the demand for value-added milk products, which is also margin improver for the players. We believe that the principal factors affecting competition in our business include client relationships reputation, the abilities of employees, market focus and the liquidity on the Balance Sheet.

Anticipating and responding to the changing consumer preferences in a timely manner helps building a strong consumer demand for the brand. Therefore, continuous investments in research and development as well as introduction of new products with different variants of existing products becomes very important for the industry.

### **Risk and Concerns**

Climate change and scarcity of water are the major threats to the dairy industry. A drought or a rainfall deficit results in increased cost of cattle feed and reduced availability of green fodder for cattle thereby constraining milk supply. Such adverse weather and seasonal conditions may lead to a decline in supply and a spike in raw milk prices.

### **Adequacy of Internal Control System**

To provide reasonable assurance that assets are safeguarded against loss or damage and that accounting records are reliable for preparing financial statements, management maintains a system of accounting and controls including an internal audit process. Internal controls are supported by management reviews.



The Board of Directors have an Audit Committee that is chaired by an Independent Director. The Committee meets periodically with Management, Internal Auditor, Statutory Auditors to review the Company's program of internal controls, audit plans and results, recommendations of the auditors and managements responses to those recommendations.

### **Human Resources Development/Industrial Relations**

Human resources are valuable assets for any organization. The employees of the Company have extended a very productive cooperation in the efforts of the management to carrying the Company to greater heights. The Company is giving emphasis to upgrade the skills of its human resources and continuous training down the line is a normal feature in the Company to upgrade the skills and knowledge of the employees of the Company.

### **Risk Management**

In the dairy industry, managing risks effectively is crucial to ensuring product quality, supply chain stability, and financial performance. The Company has implemented a structured risk management framework to identify and mitigate risks across procurement, production, distribution, and compliance functions. Key risks include fluctuations in raw milk prices, seasonal variations in milk supply, livestock health issues, regulatory changes, and quality control challenges. To address these, the Company engages in strategic sourcing, works closely with farmers to ensure sustainable milk production, and maintains stringent quality assurance systems. Investments in cold chain logistics and automation further reduce operational disruptions. Regular internal audits and monitoring of food safety standards ensure compliance with FSSAI and other regulatory bodies. This proactive approach allows the Company to respond swiftly to emerging risks and maintain consumer trust.

### **Competition**

The dairy industry in India is highly competitive and fragmented, with the presence of large national players, regional cooperatives, and a vast unorganized sector. The Company operates in an environment where competition is driven by factors such as product quality, pricing, brand trust, distribution reach, and innovation. Growing consumer preference for value-added products like flavored milk, curd, paneer, and probiotics has intensified the race for differentiation and market share. Additionally, increasing entry of private labels and multinational brands into the dairy segment has further heightened competitive pressures. To stay ahead, the Company continues to focus on product innovation, expanding its rural and urban distribution network, maintaining stringent quality standards, and strengthening its brand positioning. By leveraging its deep farmer relationships and integrated supply chain, the Company is well-equipped to compete effectively and sustain its leadership in key markets.

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

The details of the financial performance of your Company are reflected in the Balance Sheet, Profit

& Loss Account and other Financial Statements, appearing separately. Highlights are provided below:

Particulars	(Amount in Lacs)	
	Standalone 2025	Consolidated 2025
Revenue from Operations	6,445.06	17,187.06
Other Income	-	-
Total Income	6,445.06	17,187.06
Profit/(Loss) Before Tax	2 49.79	435.25

The financial performance of your Company has been further explained in the Directors' Report of your Company for the year 2025, appearing separately.

### **Cautionary Statement**

This Management Discussion and Analysis contain certain forward-looking statements relating to the Company's expectations, objectives, projections, and outlook for the industry and its operations, which are based on current estimates and assumptions in accordance with applicable laws and regulations.

These statements are subject to inherent risks and uncertainties. Actual results may differ materially from those expressed or implied due to various factors including, but not limited to, fluctuations in market demand and supply, changes in input costs and availability, regulatory changes, taxation policies, judicial or governmental decisions, industrial relations, and broader economic and political developments.

The Company advises investors and stakeholders to exercise caution in interpreting and relying on these forward-looking statements, as they are not guarantees of future performance.

**For and on behalf of  
Healthy Life Agritech Limited**

**Sd/-  
Mohammed Sadiq  
Director  
DIN: 08612733**

**Sd/-  
Divya Mojjada  
Managing Director  
DIN: 07759911**

**Date: 01.09.2025**

**Place: Thane**

**Managing Director's Declaration on Code of Conduct**

To,

**The Members of  
Healthy Life Agritec Limited  
SH-B/09, New Heera Panna CHS LTD,  
Gokul Village Shanti Park, Mira Road,  
Thane, Maharashtra - 401107 India**

This is to certify that the Company has laid down a Code of Conduct (the Code) for all Board Members and Senior Management Personnel of the Company and a copy of the Code is put on the website of the Company viz [www.healthylifeagritec.com](http://www.healthylifeagritec.com).

It is further confirmed that all Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for Board of Directors and Senior Management Personnel, as approved by the Board, for the financial year ended on March 31, 2025.

**For and on behalf of  
Healthy Life Agritec Limited**

**Sd/-  
Divya Mojjada  
Managing Director  
DIN: 07759911**

**Date: 01.09.2025  
Place: Thane**

**CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION**

To,

**The Members of  
Healthy Life Agritec Limited  
SH-B/09, New Heera Panna CHS LTD,  
Gokul Village Shanti Park, Mira Road,  
Thane, Maharashtra - 401107 India.**

Dear Members of the Board

I, **Sandeep Ramkirit Gaud**, Chief Financial Officer of **Healthy Life Agritec Limited**, to the best of my knowledge and belief hereby certify that:

- a) We have reviewed financial statements and the cash flow statements for the year ended 31<sup>st</sup> March, 2025 and that to the best of my knowledge and belief;
  - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are no transactions entered into by the Company during the year that are fraudulent, illegal or violative of the Company's Code of Conduct;
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design and operations of such internal controls, if any, of which I am aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the auditors and the Audit Committee:
  - (i) Significant changes in the internal control over financial reporting during the year under reference;
  - (ii) Significant changes in the accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
  - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For & On Behalf Of  
Healthy Life Agritec Limited**

**Date: 01.09.2025  
Place: Thane**

**Sd/-  
Sandeep Ramkirit Gaud  
(Chief financial officer)**

## INDEPENDENT AUDITORS' REPORT

**TO THE MEMBERS OF**

**Healthy Life Agritec Limited**

**(Formerly Known As Healthy Life Agritec Private Limited)**

### **Report on the Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying standalone financial statements of **M/s Healthy Life Agritec Limited (Formerly Known As Healthy Life Agritec Private Limited)** ("the company") which comprises the Balance Sheet as at March 31, 2025, the statement of Profit and Loss account and statement of cash flows for the year the ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, except to the effects of the matters described in the Paragraphs mentioned below, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit and its cash flows for the year ended on that date.

#### **Basis of Opinion**

We conducted our audit in accordance with the Standards on Auditing (SA's) specified under Section 143(10) of the Companies Act, 2013. 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key of Matter**

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

- a) The company has not been regular in compliance of TDS and further no provisions had been made for the late payment charges and interest for delayed payments and non-compliance.
- b) Inventory, balance of debtors, creditors, Balance of Security Deposit and valuation of Intangible Assets and their amortisation there off reported in Financial Statements is as certified by the management.

**How the emphasis of matters is addressed in our Audit**

Our audit procedures on key matters includes the following:

- a) Obtained the outstanding litigations list as compared to the previous year. Enquired and obtained explanations for movement in litigations during the year.
- b) Inquired with management regarding the status of significant litigations and claims including obtaining legal team views on the likely outcome of each litigations and claims and the magnitude of potential exposure.
- c) Examined the Company's legal expenses and read the minutes if Board meetings, to evaluate the completeness if list of the open litigations.
- d) Read the latest correspondence between the Company and tax/legal authorities and reviewed legal opinions obtained by management, where applicable, for significant matters and considered the same in evaluating the appropriateness of the Company's provisions or disclosure of contingent liabilities.
- e) With respect to the tax matters, we involved tax specialists to evaluate the significant cases and the technical grounds for Management's conclusions on the provisions or disclosures of contingent liabilities.
- f) For non-tax matters, we evaluated Management's decisions and rationale for provisions established or disclosure made for contingent liabilities.

**Information other than the financial statements and auditors' report thereon**

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon. The Board Report is expected to be made available to us after the date of this Audit Report.

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

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

If, based on the work we have performed, we conclude that there is a no material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

**Responsibility of Management for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate **internal financial controls**, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

That Board of Directors are also responsible for overseeing the company's financial reporting process.

**Auditors' 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 judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

- A. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

B. As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Account) Rules, 2014;
- e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in '**Annexure A**'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - I. The Company has certain pending litigations, including matters related to Income Tax and Tax Deducted at Source (TDS), which may impact its financial position.
  - II. The Company did not have any long term contracts including derivatives contracts for which there were any material foreseeable losses.
  - III. There were no amount which required to be transferred by the company to the Investor Education and Protection Fund.
  - IV. i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entities ("intermediaries") with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or behalf of the company ("ultimate beneficiaries") or provide any

guarantee, security or the like on behalf of the Ultimate beneficiaries.

ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any person or entity including foreign entities("Funding Parties") with the understanding, whether recorded in writing or otherwise, that the company shall, whether directly or indirectly, lend or invest in other person or entity identified in any manner whatsoever by or behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate beneficiaries; and

iii) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that representations under sub clause (i) and (ii) contain any material mis-statement.

V. The Company has neither declared nor paid any dividend during the year.

VI. Based on our examination which included test checks, the company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

C. With respect to the matter to be included in the Auditors' Report under section 197(16):

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

**For NYS & Company**  
**Chartered Accountants**  
**FRN – 017007N**

Sd/-

**CA Nitesh Agrawal**  
**Partner**  
**M. No. 527125**  
**Place: New Delhi**  
**Date: 12-05-2025**

**UDIN: 25527125BMONPP8103**

**ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT**

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

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

We have audited the internal financial controls over financial reporting of M/s Healthy Life Agritec Limited (Formerly Known As Healthy Life Agritec Private Limited) ('the Company') as of March 31, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended and as 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 over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial Information, as required under the Act.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Standards on Auditing prescribed under Section 143(10) of the Act and the Guidance Note, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note, require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the standalone 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 over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the

transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

According to the information and explanations given to us and based on our audit, no material weakness have been identified as at 31<sup>st</sup> March, 2025 relating to Financial Controls over Financial Reporting.

- a) The management of the Company needs to improve internal financial controls system over financial reporting after taking into account risk assessment, which is one of the essential components of Internal Control, with regard to the potential for fraud when performing risk assessment.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on timely basis.

In our opinion, except for the effects/ possible effects of the material weaknesses describe above on the achievement of the objective of the control criteria, 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 internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

**For NYS & Company**  
**Chartered Accountants**  
**FRN – 017007N**

**Sd/-**  
**CA Nitesh Agrawal**  
**Partner**  
**M No. 527125**

**Place: New Delhi**  
**Date: 12-05-2025**

**UDIN: 25527125BMONPP8103**

**Annexure 'B' referred to in paragraph under the heading “Report on other legal and regulatory requirement” of our report of even date**

We based on the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
  
(B) The Company has no Intangible assets.
- (b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us, and based on the examination of the conveyance deed provided to us, we report that the title deed in respect of the freehold immovable property of land and building is held in the name of the Company as at the balance sheet date.
- (d) According to the information and explanations given to us and the records examined by us, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year. Accordingly, the provisions of clause 3(i)(d) of the Order are not applicable.
- (e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, the provisions of clause 3(i)(e) of the Order are not applicable.
- (ii) (a) As explained to us, proper record of inventory is being maintained by the company. We have relied on the information as certified by the management.
- (b) According to the information and explanations given to us and the records examined by us, during the year, the Company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, the provisions of clause 3(ii)(b) of the Order are not applicable. However, subsidiary company has availed loan during the year in which the company has given corporate guarantee.

(iii) (a) (A) According to the information and explanation given to us and on the basis of our examination of records, the company has 2 subsidiary companies namely Healthy Life Agro Limited (Formerly Known as Healthy Life Agro Private Limited) and Healthy Life Farms Private Limited and one associate company, namely Cronosglobal Investments & Holdings Private Limited. There are no joint ventures as on the reporting date.

(B) During the year, Subsidiary company namely Healthy Life Agro Limited (Formerly Known as Healthy Life Agro Private Limited) has availed a cash credit facility of Rs. 4.90 Crore from State Bank of India. Wherein the holding company namely Healthy Life Agritech Limited (Formerly Known as Healthy Life Agritech Private Limited) has provided corporate guarantee.

- (b) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in nature of loans and guarantees provided are not prejudicial to the company's interest. However, the company does not charge any interest on loans given to its subsidiaries.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, no repayment of principal and payment of interest has been stipulated.
- (d) According to the information and explanations given to us and based on the audit procedures performed by us, there is no overdue amount for more than 90 days in respect of loans given. However, the loan given to subsidiaries which is repayable on demand.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdue of existing loans given to the same party.
- (f) According to the information and explanations given to us and based on the audit procedures performed by us, the company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment except as follows:

Loan to Subsidiaries are as Follows:

S.NO.	PARTICULARS	LOAN AMOUNT
1.	Healthy Life Agro Limited (Formerly Known as Healthy Life Agro Private Limited)	Rs. 16,22,450
2.	Healthy Life Farms Private Limited	Rs. 21,00,000



- (iv) In our opinion and according to the information and explanations given to us, during the year the Company has not advanced loans to directors / to a company in which the director's are interested to which provisions of section 185 of the Companies Act, 2013 apply and therefore, provisions of clause 3(iv) of the order is not applicable.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits or amounts which are deemed to be deposits during the year and had no unclaimed deposits at the beginning of the year within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order is not applicable. However, It does not include Unsecured Loans & Advance received from directors, director's relatives, ex-directors and their associates entities which exist in Company for more than 365 days and as per Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014 any money received as advance in the course of ordinary business shall be treated as Deposit if goods or services are not provided within 365 days of receipts. As explained to us, most of the borrowings pertains to earlier years.
- (vi) On the basis of available information and explanation provided to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2014 dated December 31, 2014 (as amended from time to time) to the current operations carried out by the Company. Accordingly, the provisions of clause 3(vi) Order are not applicable.
- (vii) In respect to statutory dues:
- a) According to the information and explanations given to us, in respect of statutory dues, the Company has not paid certain statutory dues as on date of audit report, details provided below:

S.NO.	PARTICULARS	AMOUNT
1.	INCOME TAX	Rs. 108,96,588
2.	TDS	Rs. 15,85,811

- b) According to the information and explanations given to us, there are no dues in respect of statutory dues referred to in sub-clause (a) that have not been deposited with the appropriate authorities on account of any dispute *except the following*, which have not been deposited on account of dispute: Nil
- (viii) According to the information and explanations given to us and the records examined by us, there are no unrecorded transactions that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable.

(ix)

- a) In our opinion and according to the information and explanations given to us, the Company have no loans or borrowings from financial institution, banks, government or debenture holders during the year. However, the company has sanctioned cash credit limit of Rs. 85 Lakh from Federal Bank, which was sanctioned in FY 2021-22.
- b) According to the information and explanations given to us and on the basis of representation received from the management, we report that the company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- c) According to the information and explanations given to us and on the basis of representation received from the management, the company has not availed any term loan facility availed from any banks or financial institutions.
- d) The company has not raised any short term funds from bank or financial institutions, therefore, the provisions of clause 3(ix)(d) are not applicable.
- e) According to the information and explanations given to us and on an overall examination of the financial statements of the company, we report that the company has 2 subsidiary companies namely Healthy Life Agro Limited (Formerly Known as Healthy Life Agro Private Limited) and Healthy Life Farms Private Limited but the company has not taken any funds from above mentioned subsidiary companies during the year. Accordingly, the provisions of clause 3(ix)(e) of the Order are not applicable.
- f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, the provisions of clause 3(ix)(f) of the Order are not applicable.

(x) According to the records produced before us, the company is a limited company entitled to offer securities to general public by way of public issue. During the period the company has made preferential allotment of 28,00,000 lakh equity shares of face value Rs. 10 each at a premium of Rs. 5 each. The funds raised were utilized for the purpose of working capital requirement of the company.

(xi)

- a) No frauds by the Company or no fraud on the company has been noticed or reported during the year.
- b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by any auditor including us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

- c) As represented to us by the management, there were no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company as per the provisions of the Companies Act 2013. Accordingly, provisions of clause 3(xii)(a) to (c) of the Order are not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- (xiv) The Company is required to have an internal audit system u/s 138 of the Companies Act, 2013, the same has been conducted by Mr. Sandeep Kumar Gaud. The internal audit report dated 08/05/2025, was provided by the management.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act. Accordingly, provisions of clause 3 (xv) of the Order are not applicable.
- (xvi)
  - a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
  - b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
  - c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
  - d) No Core Investment Company is part of the Group, hence, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (xvii) According to the information and explanations given to us, the Company has not incurred cash losses during the current financial year.
- (xviii) During the year, there has been no change in the statutory auditor of the company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and

management plans and based on our examination of the evidence supporting the assumptions, we report that no material uncertainty exists as on the date of the audit report that company is 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) The Company is not required to spent any expenditure by way of corporate social responsibilities u/s 135 of the Companies Act, 2013. Accordingly, the provisions of the clause 3 (xx) (a) & (b) of the order is not applicable to the Company.

**For NYS & Company**  
**Chartered Accountants**  
**FRN – 017007N**

**Sd/-**

**CA Nitesh Agrawal**  
**Partner**  
**M. No. 527125**  
**Place: New Delhi**  
**Date: 12-05-2025**

**UDIN: 25527125BMONPP8103**

**HEALTHY LIFE AGRITEC LIMITED**

CIN: L52520MH2019PLC332778

(Formerly known as Healthy Life Agritec Private Limited)

**STANDALONE BALANCE SHEET AS AT 31 MARCH 2025**

(All amounts in ₹ in lacs, unless otherwise stated)

Particulars	Note No.	As at 31st March, 2025	As at 31st March, 2024
<b>I. Equity &amp; Liabilities</b>			
<b>1. Shareholders Fund</b>			
a) Share Capital	3	2,481.20	2,201.20
b) Reserves and Surplus	4	655.16	328.38
<b>Total Shareholder's Fund</b>		<b>3,136.36</b>	<b>2,529.58</b>
<b>2. Non Current Liabilities</b>			
a) Long Term Borrowings	5	175.75	160.41
b) Deferred Tax Liability	6	4.64	4.04
c) Other Non Current Liabilities		-	-
d) Long Term Provisions		-	-
<b>Total Non Current Liabilities</b>		<b>180.39</b>	<b>164.45</b>
<b>3. Current Liabilities</b>			
a) Short Term Borrowings	7	94.02	91.07
b) Trade Payables	8		
i.) total outstanding dues of micro enterprises and small enterprises		-	-
ii.) total outstanding dues other than micro and small enterprises		50.97	121.20
c) Other Current Liabilities	9	64.86	5.71
d) Short Term Provisions	10	108.97	82.17
<b>Total Current Liabilities</b>		<b>318.82</b>	<b>300.15</b>
<b>Total Equity &amp; Liability</b>		<b>3,635.57</b>	<b>2,994.18</b>
<b>II. ASSETS</b>			
<b>1. Non-Current Assets</b>			
a) Property, Plant and Equipment and Intangible Assets	11		
- Property, Plant and Equipment		236.61	217.52
- Intangible Assets		-	-
- Capital Work-In-Progress		316.39	-
b) Non - current Investments	12	906.97	906.97
c) Deferred Tax Assets (Net)	6	-	-
d) Long Term Loans and Advances	13	79.90	79.90
e) Other Non- current Assets	14	15.07	2.10
<b>Total Non Current Assets</b>		<b>1,554.94</b>	<b>1,206.49</b>
<b>2. Current assets</b>			
a) Current Investments		-	-
b) Inventories	15	306.54	177.87
c) Trade Receivables	16	1,571.01	1,449.27
d) Cash and bank balances	17	13.22	19.38
e) Short Term Loans and advances	18	149.90	132.97
f) Other Current Assets	19	39.96	8.19
<b>Total Current Assets</b>		<b>2,080.63</b>	<b>1,787.69</b>
<b>Total Assets</b>		<b>3,635.57</b>	<b>2,994.18</b>

The accompanying notes are an integral part of these financial statements.  
This is the Statement of Balance sheet referred to in our report of even date.

**For NYS & Company**  
Chartered Accountants  
Firm Registration No.: 017007N

**For and Behalf of Board of Directors**  
**HEALTHY LIFE AGRITEC LIMITED**

Sd/-  
**CA Nitesh N Agrawal**  
Partner  
Membership No.: 527125  
Place: New Delhi  
Date: 12-05-2025  
UDIN: 25527125BMONPP8103

Sd/-  
**Divya Mojjada**  
( Managing Director)  
DIN-07759911

Sd/-  
**Mohammad Sadiq**  
(Director)  
DIN-08612733

Sd/-  
**Rupal Kalsi**  
Company Secretary  
M No.: A74021

Sd/-  
**Sandeep Ramkrit Gaud**  
Chief Financial Officer  
PAN: BCHPG3290C

**HEALTHY LIFE AGRITEC LIMITED**

CIN: L52520MH2019PLC332778

(Formerly known as Healthy Life Agritec Private Limited)

**STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ lacs, unless otherwise stated)

Particulars	Note No.	For the year ended 31st March, 2025	For the year ended 31st March, 2024
I Revenue from Operations	20	6,445.06	5,236.95
II Other Income	21	-	-
<b>III Total Income (I+II)</b>		<b>6,445.06</b>	<b>5,236.95</b>
<b>IV Expenditure</b>			
(a) Purchases of Stock-in-Trade	22	6,089.58	4,884.01
(b) Changes in inventories of finished goods	23	(128.67)	(67.27)
(c) Employee Benefits expense	24	40.31	33.89
(d) Finance costs	25	13.68	11.76
(e) Depreciation and amortization expense	26	15.74	14.70
(f) Other Expenses	27	164.63	161.01
<b>Total Expenses</b>		<b>6,195.27</b>	<b>5,038.10</b>
<b>V. Profit before exceptional items and tax (III-IV)</b>		<b>249.79</b>	<b>198.85</b>
<b>VI. Exception Items</b>		-	-
<b>VII. Profit before tax (V-VI)</b>		<b>249.79</b>	<b>198.85</b>
<b>VIII. Tax Expenses</b>	27		
Current tax		62.41	49.47
Current tax for earlier year		-	-
Deferred tax charge/ (benefit)		0.60	0.51
<b>Total tax Expenses</b>		<b>63.01</b>	<b>49.98</b>
<b>IX. Profit / (Loss) for the Year (VII-VIII)</b>		<b>186.78</b>	<b>148.88</b>
Earnings per equity share	28		
[Nominal value per share: ₹10 (previous year: ₹10)]		10.00	10.00
Basic (in ₹)		0.75	0.68
Diluted (in ₹)		0.77	0.68

The accompanying notes are an integral part of these financial statements.  
This is the Statement of Profit and Loss referred to in our report of even date.

**For NYS & Company**  
Chartered Accountants  
Firm Registration No.: 017007N

Sd/-  
**CA Nitesh N Agrawal**  
Partner  
Membership No.: 527125  
Place: New Delhi  
Date: 12-05-2025  
UDIN: 25527125BMONPP8103

**For and Behalf of Board of Directors**  
**HEALTHY LIFE AGRITEC LIMITED**

Sd/-  
**Divya Mojada**  
(Managing Director)  
DIN-07759911

Sd/-  
**Mohammad Sadiq**  
(Director)  
DIN-08612733

Sd/-  
**Rupal Kalsi**  
Company Secretary  
M No.: A74021

Sd/-  
**Sandeep Ramkrit Gaud**  
Chief Financial Officer  
PAN: BCHPG3290C

**HEALTHY LIFE AGRITEC LIMITED****CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

**STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ lacs, unless otherwise stated)

PARTICULARS	Annexure No.	April 1, 2024 To March 31, 2025	April 1, 2023 To March 31, 2024
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>			
Profit before tax as per Profit & Loss A/c		<b>249.79</b>	<b>198.85</b>
Adjusted for :			
a. Depreciation		15.74	14.70
b. Interest Expenses & Finance Cost		13.68	11.76
c. Profit in sale of FA		-	-
d. Interest & Other Income		-	-
<b>Operating profit before working capital changes</b>		<b>279.21</b>	<b>225.31</b>
Adjusted for :			
a. Decrease /(Increase) in Inventories		(128.67)	565.22
b. Decrease / ( Increase ) in Trade receivable		(121.74)	(1,338.67)
c. Decrease / ( Increase ) in Short term loans and advances		(16.93)	(99.42)
d. Decrease / ( Increase ) in Long term loans and advances		-	(79.90)
e. Decrease / ( Increase ) in Other current assets		(31.77)	4.54
f. Decrease / ( Increase ) in non current assets		(12.97)	(2.10)
h. Increase / ( Decrease ) in Trade payables		(70.23)	87.75
i. Increase / ( Decrease ) in Other Liabilities		59.15	(10.22)
j. Increase / (Decrease) in Short Term Provisions		26.81	46.59
<b>Cash generated from operations</b>		<b>(17.14)</b>	<b>(600.90)</b>
Net Income Tax (Paid)/Refund		(62.41)	(49.47)
<b>Net Cash Generated/(Used) From Operating Activities (A)</b>		<b>(79.55)</b>	<b>(650.37)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>			
a. (Purchase) Sale of Fixed Assets		(34.83)	-
b. Investment in work in progress		(316.39)	-
c. Investment in subsidiary companies		-	-
e. Interest & Other Income		-	-
<b>Net Cash Generated/(Used) From Investing Activities (B)</b>		<b>(351.22)</b>	<b>-</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>			
a. Proceeds/ Repayment of share capital		420.00	-
b. ( Repayments ) / proceeds of long term borrowings		15.34	125.43
c. ( Repayments ) / proceeds of short term borrowings		2.95	0.19
d. Interest & Finance Cost		(13.68)	(11.76)
<b>Net Cash Generated/(Used) From Financing Activities (C)</b>		<b>424.61</b>	<b>113.86</b>
<b>Net Increase / ( Decrease ) in cash and cash equivalents</b>		<b>(6.16)</b>	<b>(536.51)</b>
<b>Cash and cash equivalents at the beginning of the year</b>		<b>19.38</b>	<b>555.89</b>
<b>Cash and cash equivalents at the end of the year</b>		<b>13.22</b>	<b>19.38</b>

## Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard -3 'Cash Flow Statement'. Previous year's figures have been regrouped / rearranged / recasted wherever necessary to make them comparable with those of current year.

2. The above statement should be read with the Significant Accounting Policies and Notes on Financial Statements.

**For NYS & Company**

Chartered Accountants

Firm Registration No.: 017007N

Sd/-

**CA Niitesh N Agrawal**

Partner

Membership No.: 527125

Place: New Delhi

Date: 12-05-2025

UDIN: 25527125BMONPP8103

**For and Behalf of Board of Directors****HEALTHY LIFE AGRITEC LIMITED**

Sd/-

**Divya Mojada**

( Managing Director)

DIN-07759911

Sd/-

**Mohammad Sadiq**

(Director)

DIN-08612733

Sd/-

**Rupal Kalsi**

Company Secretary

M No.: A74021

Sd/-

**Sandeep Ramkrit Gaud**

Chief Financial Officer

PAN: BCHPG3290C



**HEALTHY LIFE AGRITEC LIMITED****CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

(All amounts in ₹ lacs, unless otherwise stated)

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025****1 Background**

M/s **Healthy Life Agritec Limited** having its registered office at SH-B/09, New Heera Panna CHS LTD, Gokul Village Shanti Park, Mira Road East Thane, Thane, Maharashtra, India, 401107, was originally incorporated under the provisions of the Companies Act, 2013, on 08th November 2019. The name of the company has been changed to Healthy Life Agritec Private Limited on April 22, 2020. The company was thereafter converted from a private limited company to public limited company under Part I chapter XXI of the companies Act, 2013 with the name of Healthy Life Agritec Limited and received a fresh certificate of corporation from the registrar of Companies, Maharashtra on 8 March 2022.

The corporate identification number of the company is L52520MH2019PLC332778. The company is in the business of trading of milk, live poultry and fresh meat products.

**2 Summary of Material accounting policies****i Basis of Preparation**

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under Section 133 of the Companies Act, 2013 read together with paragraph 7 of the companies (Accounts) rules 2014 and companies (accounting standards) Rules, 2021 (as amended from time to time). The financial statements have been prepared on going concern on an accrual basis and under the historical cost convention. The financial statements are presented in Indian rupees and rounded off to the nearest lacs. The accounting policies adopted in preparation of the financial statements are consistent with those of the previous year. All assets and liabilities have been classified as current or non – current as per the Company's normal operating cycle and other criteria set out in Schedule III of the 2013 Act.

**ii Use of estimates**

The presentation of the financial statements, in conformity with Indian GAAP, requires the Management to make estimates and assumptions that effect the reported amounts of assets and liabilities, revenues and expenses and disclosure of contingent liabilities. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable, future results could differ, the difference between the actual results are known / materialise.

**iii Property, Plant and Equipment and Intangible assets****Property, Plant and Equipment**

Property, plant and equipment is stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises of the purchase price including import duties and non – refundable taxes, and directly attributable expenses incurred to bring the asset to the location and condition necessary for it to be capable of being operated in the manner intended by managements. Capital expenditure incurred on rented properties is classified as 'Leasehold improvements' under property, plant and equipment.

a. Subsequent costs related to an item of Property, Plant, and Equipment are recognised in the carrying amount of the item if the recognition criteria are met. Items of Property, Plant and Equipment that have been retired from active use and are held for disposal are stated at the lower of their net carrying amount and net realisable value and are shown separately in the financial statements under the head 'Other current assets. Any write – down in this regard is recognised immediately in the statement of Profit and Loss. An item of Property, Plant and Equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal.

b. Gains or losses that arise on disposal or retirement of an asset are measured as the difference between net disposal proceeds and the carrying value of property, plant and equipment and are recognized in the statement of profit and loss when the same is derecognized.

c. Depreciation on tangible asset is recognised on a straight-line basis based on a useful life of the assets prescribed in Schedule II to the Act. If the management's estimates of the useful life of an asset at the time of acquisition of assets or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate owing to their risk of higher obsolescence / wear & tear. The useful life of the assets has been reassessed based on the number of years for which the assets have already been put to use and the estimated minimum balance period for which the assets can be used in the company. The estimated life of property, plant and equipment has been determined as follows.

Estimated useful life has been tabulated below:

Nature of Assets	Useful Life (In Years)
Office Equipment	5
Furniture & Fixtures	10
Computers	3
Building	30
Vehicle	8

No further depreciation is provided in respect of assets that are fully written down but are still in use. Leasehold land in the nature of perpetual lease is not amortised. Other leasehold land is amortised over the period of the lease. All property, plant and equipment individually costing less than Rs. 5,000/- are fully depreciated in the year of purchase.

**HEALTHY LIFE AGRITEC LIMITED****CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

(All amounts in ₹ lacs, unless otherwise stated)

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025****Intangible assets**

Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised on a straight-line basis over their estimated useful lives. A rebuttable presumption that the useful life of an intangible asset will not exceed fifteen years from the date of when the asset is available for use is considered by the management. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly. Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the statement of Profit & Loss.

**iv Impairment of Assets**

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets' net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

After impairment, depreciation/amortization is provided on the revised carrying amount of the asset over its remaining useful life.

**v Revenue recognition****Revenue from Operations:**

(i) The Company recognizes revenue for the services rendered on the basis of time and material contracts. Revenue from time and material contracts is recognised as the services are rendered by the Company in accordance with the terms of agreement with the

**Other Operational Revenue:**

(i) All other revenues are recognized only when collectability of the resulting receivable is reasonably assured and related goods / services are transferred to the customer.

ii) Revenue is reported net of discounts, if any.

**Other Income:**

i) Interest income is accounted on accrual basis as per applicable interest rates and on time proportion basis taking into account the amount outstanding.

ii) Dividend income is accounted in the year in which the right to receive the same is established.

iii) Insurance claims are accounted for on cash basis.

**vi Employee Benefits****1) Gratuity**

Gratuity is calculated in the manner prescribed under Income Tax Act, 1961 and is Recognized as expense on actual payment basis.

**2) Other Short-Term Benefits**

Other short-term benefits are recognized as expenses on actual payment basis for the period during which services are rendered by the employee.

**vii Investment****Non-Current Investment**

Non-current investments are investments intended to be held for a period of more than a year. Non-current investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investments.

**Current Investment**

Current investments are investments intended to be held for a period of less than a year. Current investments are stated at the lower of cost and market value, determined on an individual investment basis.

**Inventories**

The figure of closing stock is taken on the basis of physical count of stock by the management at the end of the year.

Inventories are valued at lower of historical cost and net realizable value.

Cost of inventories have been computed to include all costs of purchases, cost of conversion all non- refundable duties & taxes and other costs incurred in bringing the inventories to their present location and condition.

Stock -in-trade are based on weighted average cost basis. Obsolete, slow moving and defective inventories are valued at net realizable value i.e., scrap rate. Goods in transit are stated at actual cost incurred up to the date of Balance Sheet.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated cost necessary to make the sale. Necessary adjustment for shortage / excess stock is given based on the available evidence and past experience of the company.

**viii Cash and cash equivalents**

Cash and cash equivalents include cash in hand, demand deposits with banks. Bank overdrafts are shown within borrowings in current liabilities in balance sheet.

**HEALTHY LIFE AGRITEC LIMITED****CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

*(All amounts in ₹ lacs, unless otherwise stated)***NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025****ix Income taxes**

Tax expense for the period comprises of current tax, deferred tax and Minimum alternate tax credit considered in determining the net profit or loss for the year.

**Current tax**

Provision for current tax is recognized on the basis of estimated taxable income for the current accounting year in accordance with the Income-tax Act, 1961.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts, and there is an intention to settle the asset and the liability on a net basis.

**Deferred tax**

The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the reporting date.

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date and are written-down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

At each reporting date, the Company reassesses the unrecognized deferred tax assets, if any.

**Minimum alternate tax**

Minimum alternate tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the Statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

**x Leases****Operating leases - As a lessee**

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to Statement of Profit and Loss on a straight-line basis over the period of lease.

**xi Provisions, Contingent Liability and Contingent Asset****Provisions**

Provisions are recognized in terms of Accounting Standard 29 Provisions, Contingent Liabilities and Contingent Assets (AS-29), notified by the Companies (Accounting Standards) Rules, 2006, when there is a present legal or statutory obligation as a result of past events, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

**Contingent liabilities**

Contingent Liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

**Contingent assets**

Contingent Assets are not recognized in the financial statements. Involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of economic resources and a reliable estimate can be made of the amount of the obligation. These are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

**HEALTHY LIFE AGRITEC LIMITED****CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

*(All amounts in ₹ lacs, unless otherwise stated)***NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025****xii Statement of Cash Flows**

Statement of Cash Flows is prepared segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using indirect method. Under the indirect method, the net profit is adjusted for the effects of:

i. transactions of a non-cash nature;

ii. any deferrals or accruals of past or future operating cash receipts or payments;

iii. items of income or expense associated from investing or financing cash flows; and

Cash and cash equivalents (including bank balances) are reflected as such in the Statement of Cash Flows.

**xiii Borrowing Cost**

(a) Borrowing costs that are directly attributable to the acquisition of qualifying assets are capitalized for the period until the asset is ready for its intended use. A qualifying asset is an asset that necessarily takes substantial period of time to get ready for its intended use.

(b) Other Borrowing costs are recognized as expense in the period in which they are incurred.

**xiv Earnings Per Share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average numbers of equity shares are adjusted for events such as bonus issue, bonus element in the rights issue, share split and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without corresponding change in resources.

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

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**HEALTHY LIFE AGRITEC LIMITED**
**CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**
*(All amounts in ₹ lacs, unless otherwise stated)*
**3 Share Capital**

Particulars	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares	Amount	No. of Shares	Amount
<b>Authorised Share Capital</b>				
No. of equity share of Rs. 10/- each	2,50,00,000	2,500.00	2,21,00,000	2,210.00
<b>Total</b>	<b>2,50,00,000</b>	<b>2,500.00</b>	<b>2,21,00,000</b>	<b>2,210.00</b>
<b>Issued, Subscribed &amp; Fully Paid-up</b>				
Equity shares of ₹ 10 each fully paid-up	2,48,12,000	2,481.20	2,20,12,000	2,201.20
<b>Total issued, subscribed and fully paid-up share</b>	<b>2,48,12,000</b>	<b>2,481.20</b>	<b>2,20,12,000</b>	<b>2,201.20</b>

Note: The Company has one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. All shareholders are equally entitled to dividend. In the event of liquidation, the equity shareholders are entitled to receive remaining assets of the Company (after distribution of all preferential amounts, if any) in the proportion of equity shares held by the shareholders.

During the financial year 2024-25, the company has raised Rs. 4.20 Crores Via Issuance of equity shares through preferential issue by issuing 28,00,000/- equity shares at issue price of Rs. 15/- equity shares.

**Reconciliation of No. of Shares Outstanding at the end of the year**
*(No. of Equity Shares)*

Particulars	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	2,20,12,000	2,201.20	2,20,12,000	2,201.20
Preferential issue during the year	28,00,000	280.00	-	-
Right share issued during the year	-	-	-	-
Bonus share issued during the year	-	-	-	-
<b>Share outstanding at the end of the year</b>	<b>2,48,12,000</b>	<b>2,481.20</b>	<b>2,20,12,000</b>	<b>2,201.20</b>

**Details of Shareholders holding more than 5% of the aggregate shares in the company**

Name of shareholders	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
Cronos Global Investments & Holdings Private Limited	45,07,100	18.17%	45,07,100	20.48%
Divya Mojada	28,84,895	11.63%	15,04,895	6.84%
	<b>73,91,995</b>	<b>29.79%</b>	<b>60,11,995</b>	<b>27.31%</b>

**Details of The Shareholding pattern of the promoters at the Year end as follows:**

Name of the Promoters	As at 31st March, 2025		As at 31st March, 2024		% Change during the year
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding	
Cronos Global Investments & Holdings Private Limited	45,07,100	18.17%	45,07,100	20.48%	-2.31%
Divya Mojada	28,84,895	11.63%	15,04,895	6.84%	4.79%
Mojada Deepthi	1	0.00%	1	0.00%	0.00%
Bangi Muhammad Shuaib	1	0.00%	1	0.00%	0.00%
Mojada Sugunavathi	1	0.00%	1	0.00%	0.00%
Mohammad Sadiq	1	0.00%	1	0.00%	0.00%
	<b>73,91,999</b>	<b>29.79%</b>	<b>60,11,999</b>	<b>27.31%</b>	<b>2.48%</b>

**4 Reserve & Surplus**

Particulars	As at	
	31st March, 2025	31st March, 2024
<b>Statement of Profit &amp; Loss</b>		
Opening balance	328.38	179.50
Add: Profit/(Loss) for the year	186.78	148.88
Less: Bonus shares issued during the year	-	-
<b>Balance at the end of the year</b>	<b>515.16</b>	<b>328.38</b>
<b>Security Premium</b>		
Balance at the beginning of the year	140.00	-
Additions during the year	-	-
Balance at the end of the year	140.00	-
<b>Total Reserve &amp; Surplus</b>	<b>655.16</b>	<b>328.38</b>

**5 Long Term Borrowings**

Particulars	31st March, 2025		31st March, 2024	
	Current	Non Current	Current	Non Current
<b>Secured Borrowings</b>				
Banks*	10.41	20.39	6.22	8.46
From NBFC	-	-	-	-
<b>Unsecured Borrowings</b>				
Loan from related parties	-	155.36	-	151.95
Loan from others	-	-	-	-
<b>Total</b>	<b>10.41</b>	<b>175.75</b>	<b>6.22</b>	<b>160.41</b>

**HEALTHY LIFE AGRITEC LIMITED**

CIN: L52520MH2019PLC332778

(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ lacs, unless otherwise stated)

**6 Deferred Tax Liabilities/(Assets)**

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Deferred Tax Liability</b>		
Depreciation for Fixed Assets	4.64	4.04
<b>DTL</b>	<b>4.64</b>	<b>4.04</b>
<b>Deferred Tax Assets</b>		
Provision for employee benefits	-	-
Brought forward losses and unabsorbed depreciation	-	-
<b>Closing Balance of (DTA)/DTL</b>	<b>4.64</b>	<b>4.04</b>

**7 Short Term Borrowings**

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Secured Borrowings</b>		
Credit facilities from banks	83.60	84.85
Current Maturity of long term borrowings	10.41	6.22
<b>Unsecured Borrowings</b>		
From NBFC	-	-
Loans from Directors & Relatives	-	-
<b>Total</b>	<b>94.02</b>	<b>91.07</b>

**Long & Short Term Borrowings Schedule**

S. No.	Name of Lender	Purpose	Sanction Date	Sanction Amount	Rate of Interest	Primary and Collectral Security	Repayment Schedule	Monatarium	31st March, 2025
1	ICICI Bank	Vechicle	30-05-2022	24.50	7.5	Exclusive charge by way of Hypothentication on respective Vechicle	48 Months	NA	8.46
2	Kotak Mahindra Bank	Vechicle	13-02-2025	22.50	10.2		60 Months	NA	22.34
3	Federal Bank	Working Capital	31-03-2022	85.00	10.5	1. Exculsive charge by way of Stock. 2. Exclusive charge on property at Thane, Mumbai	On Demand	NA	83.60
4	Mohammed Sadiq	Working Capital	NA	NA	NA	NA	On Demand	NA	3.41
5	Cronos Global Investments & Holdings Private Limited	Working Capital	NA	NA	NA	NA	On Demand	NA	151.95

  

S. No.	Name of Lender	Purpose	Sanction Date	Sanction Amount	Rate of Interest	Primary and Collectral Security	Repayment Schedule	Monatarium	31st March, 2024
1	ICICI Bank	Vechicle	30-05-2022	24.50	7.5	Exclusive charge by way of Hypothentication on respective Vechicle	48 Months	NA	14.68
2	Kotak Mahindra Bank	Vechicle	13-02-2025	22.50	10.2		60 Months	NA	-
3	Federal Bank	Working Capital	31-03-2022	85.00	10.5	1. Exculsive charge by way of Stock. 2. Exclusive charge on property at Thane, Mumbai	On Demand	NA	84.85
4	Mohammed Sadiq	Working Capital	NA	NA	NA	NA	On Demand	NA	-
5	Cronos Global Investments & Holdings Private Limited	Working Capital	NA	NA	NA	NA	On Demand	NA	151.95

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**HEALTHY LIFE AGRITEC LIMITED**

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(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ lacs, unless otherwise stated)

**8 Trade Payables**

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Trade Payables</b>		
- MSME*	-	-
- Others	50.97	121.20
- Disputed dues - MSME*	-	-
- Disputed dues - Others	-	-
<b>Total</b>	<b>50.97</b>	<b>121.20</b>

\*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006.

**Ageing analysis of Trade Payables as on 31 March 2025**

Particulars	Outstanding for following periods from due date of payment As at 31st Mar, 2025				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	50.97	-	-	-	50.97
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

**Ageing analysis of Trade Payables as on 31 March 2024**

Particulars	Outstanding for following periods from due date of payment As at 31st March 2024				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	121.20	-	-	-	121.20
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

**9 Other Current Liabilities**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Advance from customer	-	-
Salary Payable	11.06	1.50
Expenses Payable	3.39	2.65
Duties & Taxes payable	15.86	1.57
Unclaimed GST	34.55	-
<b>Total</b>	<b>64.86</b>	<b>5.71</b>

**10 Short Term Provision**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Provision for Income Tax (net of TDS recoverable and advance tax)	108.96	82.17
Provision for Expenses	-	-
<b>Total</b>	<b>108.96</b>	<b>82.17</b>

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**HEALTHY LIFE AGRITEC LIMITED**

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**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ lacs, unless otherwise stated)

**11. Property, plant and equipment**

Particulars	Gross Block				Accumulated Depreciation				Net Block
	1 April 2024	Additions	Disposals	31 March 2025	1 April 2024	For the year	Disposals	31 March 2025	31 March 2025
Office Equipment	6.19	-	-	6.19	2.36	1.01	-	3.37	2.82
Furniture & Fixtures	48.01	-	-	48.01	7.00	4.34	-	11.34	36.67
Computers	3.08	-	-	3.08	1.81	0.66	-	2.47	0.61
Building	160.13	-	-	160.13	16.77	4.92	-	21.69	138.44
Vehicle	35.44	-	-	35.44	7.39	3.77	-	11.16	24.28
Bangalore Unit-Computer	-	1.50	-	1.50	-	0.12	-	0.12	1.38
Bangalore Unit-Office Equipment	-	6.20	-	6.20	-	0.38	-	0.38	5.82
Bangalore Unit-Vehicle	-	27.13	-	27.13	-	0.54	-	0.54	26.59
	<b>252.85</b>	<b>34.83</b>	-	<b>287.68</b>	<b>35.33</b>	<b>15.74</b>	-	<b>51.07</b>	<b>236.61</b>

**11. Work In Progress**

Particulars	Gross Block				Accumulated Depreciation				Net Block
	1 April 2024	Additions	Disposals	31 March 2025	1 April 2024	For the year	Disposals	31 March 2025	31 March 2025
Bangalore Unit-Electric Fittings	-	8.47	-	8.47	-	-	-	-	8.47
Bangalore Unit-Furniture and Fixtures	-	18.52	-	18.52	-	-	-	-	18.52
Bangalore Unit-Plant and Machinery	-	289.39	-	289.39	-	-	-	-	289.39
	-	<b>316.39</b>	-	<b>316.39</b>	-	-	-	-	<b>316.39</b>

**11. Property, plant and equipment**

Particulars	Gross Block				Accumulated Depreciation				Net Block
	1 April 2023	Additions	Disposals	31 March 2024	1 April 2023	For the year	Disposals	31 March 2024	31 March 2024
Office Equipment	6.19	-	-	6.19	1.35	1.01	-	2.36	3.83
Furniture & Fixtures	48.01	-	-	48.01	2.66	4.34	-	7.00	41.01
Computers	3.08	-	-	3.08	1.15	0.66	-	1.81	1.27
Building	160.13	-	-	160.13	11.85	4.92	-	16.77	143.36
Vehicle	35.44	-	-	35.44	3.62	3.77	-	7.39	28.05
	<b>252.85</b>	-	-	<b>252.85</b>	<b>20.63</b>	<b>14.70</b>	-	<b>35.33</b>	<b>217.52</b>

**HEALTHY LIFE AGRITEC LIMITED**

CIN: L52520MH2019PLC332778

(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ lacs, unless otherwise stated)

**12 Non Current Investment**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Healthy Life Agro Private Limited	410.98	410.98
Healthy Life Farm Private Limited	495.99	495.99
<b>Total</b>	<b>906.97</b>	<b>906.97</b>

**13 Long Term Loans and Advances**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Other Advances	79.90	79.90
<b>Total</b>	<b>79.90</b>	<b>79.90</b>

**14 Other Non Current Assets**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Security Deposit-Rent	15.07	2.10
<b>Total</b>	<b>15.07</b>	<b>2.10</b>

**15 Closing Stock**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Stock of finished goods	306.54	177.87
<b>Total</b>	<b>306.54</b>	<b>177.87</b>

**16 Trade Receivables**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Secured & Considered Good	-	-
Unsecured & Considered Good	1,571.01	1,449.27
Doubtful	-	-
<b>Total</b>	<b>1,571.01</b>	<b>1,449.27</b>

**Ageing analysis of Trade Receivables as on 31 March 2025**

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	1,571.01	-	-	-	-	1,571.01
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

**Ageing analysis of Trade Receivables as on 31 March 2024**

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	1,449.27	-	-	-	-	1,449.27
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

**17 Cash and Cash Equivalents**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Cash in hand	7.38	12.05
Balance With Bank (in Current Accounts)	5.84	7.33
<b>Total</b>	<b>13.22</b>	<b>19.38</b>

**18 Short Term Loans and Advances**

Particulars	As at 31st March, 2025	As at 31st March, 2024
<i>Unsecured, considered good;</i>		
Advances to Subsidiaries	37.22	37.22
Advances to Suppliers	32.67	-
Advances Recoverable in Cash or Kind	80.00	95.75
<b>Total</b>	<b>149.90</b>	<b>132.97</b>

**19 Other Current Assets**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Preliminary Expenses	3.83	5.74
GST Recoverable	34.55	-
Other Recoverable	1.32	0.18
Prepaid Tax	0.27	2.27
<b>Total</b>	<b>39.96</b>	<b>8.19</b>

**HEALTHY LIFE AGRITEC LIMITED****CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025***(All amounts in ₹ lacs, unless otherwise stated)***20 Revenue from operations**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Sale of Goods		
Sale of Goods-Exempted	6,445.06	5,236.95
<b>Total</b>	<b>6,445.06</b>	<b>5,236.95</b>

**21 Other Income**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Interest on fixed deposits	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**22 Purchase of Stock- in- trade**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Purchase of Stock-in-trade during the year	6,089.58	4,884.01
<b>Total</b>	<b>6,089.58</b>	<b>4,884.01</b>

**23 Changes in inventories of finished goods**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Opening Stock of finished goods	177.87	110.60
Closing Stock of finished goods	306.54	177.87
<b>Total</b>	<b>(128.67)</b>	<b>(67.27)</b>

**24 Employees benefits expense**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Salaries, Wages & Bonus	37.21	31.70
Staff Welfare	3.10	2.19
<b>Total</b>	<b>40.31</b>	<b>33.89</b>

**25 Finance costs**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Interest on overdraft facility	12.38	10.42
Interest charges on vehicle loan	1.21	1.34
Loan processing charges	0.09	-
<b>Total</b>	<b>13.68</b>	<b>11.76</b>

**26 Depreciation and amortization expense**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Depreciation on PPE	15.74	14.70
<b>Total</b>	<b>15.74</b>	<b>14.70</b>

**27 Other Expenses**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Audit Fees	2.35	1.00
Communication	0.11	0.04
Directors Remuneration	7.20	6.00
Travelling & Conveyance	10.37	6.70
Preliminary Expenses Written Off	1.91	1.91
Business Promotion	3.47	15.05
Legal & Professional	7.27	9.72
Electricity and Water	2.97	2.35
Printing & Stationary	0.31	0.76
Office Expenses	9.73	3.90
Rates & Taxes	3.92	3.35
Freight Charges	57.69	44.61
Repair & Maintenance	31.77	23.92
Website expenses	5.61	1.77
Rent Expense	14.42	36.71
Bank Charges	3.11	1.10
Security Expenses	2.40	2.12
<b>Total</b>	<b>164.63</b>	<b>161.01</b>

**28 Tax Expenses**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Current Tax	62.41	49.47
Deferred tax charge/ (benefit)	0.60	0.51
<b>Total</b>	<b>63.01</b>	<b>49.97</b>

**29 Earnings per equity share (EPS)**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Net Profit/(Loss) after tax available for equity shareholders (A)	186.78	148.88
Weighted average number of equity shares (B)	2,41,90,630	2,20,12,000
Basic EPS (A/B) (₹)	0.75	0.68
Diluted EPS (A/B) (₹)	0.77	0.68
Nominal value per equity share (₹)	10.00	10.00

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**HEALTHY LIFE AGRITEC LIMITED****CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025***(All amounts in ₹ lacs, unless otherwise stated)*

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
<b>Profit Before Tax as per books of accounts (A)</b>	<b>249.79</b>	<b>198.85</b>
-- Normal Tax rate	25.17%	25.17%
-- Minimum Alternative Tax rate	16.69%	16.69%
<b>Permanent differences</b>		
Expenses Disallowances		-
Other Adjustments	-	-
<b>Total (B)</b>	<b>-</b>	<b>-</b>
<b>Timing Differences</b>		
Depreciation as per Books of Accounts	15.74	14.70
Depreciation as per Income Tax	18.13	17.16
Difference between tax depreciation and book depreciation	(2.39)	(2.46)
Other adjustments	-	-
<b>Total (C)</b>	<b>(2.39)</b>	<b>(2.46)</b>
<b>Net Adjustments (D = B+C)</b>	<b>(2.39)</b>	<b>(2.46)</b>
<b>Total Income (E = A+D)</b>	<b>247.39</b>	<b>196.39</b>
Brought forward losses set off /Unabsorbed Depreciation (F)	-	-
<b>Taxable Income/ (Loss) for the year (E+F)</b>	<b>247.39</b>	<b>196.39</b>
Tax Payable for the year	62.41	49.43
Tax payable as per MAT	41.69	33.19
Tax expense recognized	<b>62.41</b>	<b>49.43</b>
Tax payable as per normal rates or MAT (whichever is higher)	<b>Income Tax</b>	<b>Income Tax</b>

**Notes:-**The Company has opted for taxation as per section 115 BAA of the income tax act 1961, and has calculated the tax @ 22% plus surcharge @ 10% and cess @ 4%. The effective tax rate being 25.168 %.

**HEALTHY LIFE AGRITEC LIMITED**

CIN: L52520MH2019PLC332778

(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ in lacs, unless otherwise stated)

**30 Contingent liabilities and capital commitments**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
(i) Contingent liabilities	-	-
Outstanding Bank Guarantees	-	-
Claim received but not acknowledged by the company	-	-
(ii) Estimated amount of contacts remaining to be excused on capital account and not provided for (net of advance)	-	-
(iii) The company has commitments for services, purchase of goods and employee benefits, in normal course of business. The company does not have any long-term commitments / contracts including derivative contracts for which there will be any material foreseeable losses.		
(iv) The company has not been registered under PF Act, ESIC Act and Professional Tax Act. The impact of the same cannot be ascertained.		

**31 Related party disclosures****(i) Enterprises exercising significant control:****Associate Company**

Cronos Global Investment &amp; Holding Private Limited

(Till March 2024; Cronosglobal Investments & Holdings Private Limited was holding 20.48% shares of Healthy Life Agritec Limited, which during the year 2024-25 reduced to 18.34%, due to preferential issue of shares done by the company. Thus now Cronosglobal Investments & Holdings Private Limited is not an associate concern.

**Subsidiary company**

Healthy Life Farms Private Limited

Healthy Life Agro Limited

**(ii) Name of the key managerial personnel/Entity/Relative of KMPs**

Divya Mojjada

Mohammad Sadiq

Anil Kumar Vijay

Apra Sharma

Sandeep Ramkrit Gaud

Rupal Kalsi

**Relationship**

Managing Director

Director

Independent Director

Independent Director

Chief Financial Officer

Company Secretary

**Statement of Related Parties & Transactions**

The Company has entered into following related party transactions for the periods covered under audit. Such parties and transactions are identified as per accounting standard 18 issued by Institute of Chartered Accountants of India.

**Transactions with Related Parties:**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
<b>Share capital issued (including security premium)</b>		
Cronos Global Investment & Holding Private Limited	-	-
Divya Mojjada	207.00	-
<b>Remuneration</b>		
Divya Mojjada	7.20	6.00
Mohammad Sadiq	-	-
Sandeep Ramkrit Gaud	4.20	4.20
<b>Unsecured borrowings taken during the year</b>		
Divya Mojjada	-	-
Mohammad Sadiq	3.41	-
<b>Loan repaid during the year</b>		
Divya Mojjada	-	-
Mohammad Sadiq	-	-

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**Balance outstanding at year end**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
<b>Unsecured loan payable</b>		
Mohammad Sadiq	3.41	-
Cronos Global Investment & Holding Private Limited	151.95	151.95
<b>Unsecured loan receivable</b>		
Healthy Life Agro Private Limited	16.22	16.22
Healthy Life Farms Private Limited	21.00	21.00
<b>Investment made in</b>		
Healthy Life Agro Private Limited	410.98	410.98
Healthy Life Farms Private Limited	495.99	495.99
<b>Remuneration Payable</b>		
Divya Mojjada	8.70	1.50
Sandeep Ramkrit Gaud	0.35	0.35

- 32 Consequent to the Accounting Standard (AS) 22 - "Accounting for Taxes on Income" issued by The Institute of Chartered Accountants of India being mandatory, the Company has recorded the effects for deferred taxes.

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Net deferred tax expenses has been shown in the statement of profit & loss	0.60	0.51

33 **Taxes on Income**

The Break-up of Deferred Tax Assets and Liability into major components are as under:

Particulars	For the year ended 31st March, 2025	Changes during the year	For the year ended 31st March, 2024
<b>Deferred Tax Assets on account of</b>			
Disallowance as per IT Act	-	-	-
Accumulated Losses	-	-	-
<b>Total</b>	-	-	-
<b>Less: Deferred Tax Liability for</b>			
Depreciation	4.64	0.60	4.04
<b>Total</b>	<b>4.64</b>	<b>0.60</b>	<b>4.04</b>
<b>Net Deferred Tax Assets</b>	<b>4.64</b>	<b>0.60</b>	<b>4.04</b>

34 **Dues to small and micro enterprises pursuant to section 22 of the micro, small and medium enterprises development ('MSMED') act, 2006 #:**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	-	-
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year.	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	-	-
Interest accrued and remaining unpaid as at the end of year.	-	-
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	-	-

# The details of amounts outstanding to micro and small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 are as per available information with the Company.

- 35 In opinion of the Board, the loans & advances and other current assets have a value, which if realized in the ordinary course of business, will not be less than the value stated in the Balance Sheet.

- 36 Balance appearing under loans & advances, trade receivables, trade payables, current assets and current liabilities are subject to confirmations in certain cases.



**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ in lacs, unless otherwise stated)

**37 Additional regulatory information**

- (i) There are no proceedings that have been initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended from time to time) (earlier Benami Transactions (Prohibition) Act, 1988) and the rules made thereunder.
- (ii) The Company has not been declared willful defaulter by any bank or financial institution or other lender.
- (iii) There are no transactions / relationship with struck off companies.
- (iv) The Company does not have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act, 1961). Further, there was no previously unrecorded income and no additional assets were required to be recorded in the books of account during the year.
- (v) The Company has neither traded nor invested in Crypto currency or Virtual Currency during the year ended March 31, 2024. Further, the Company has also not received any deposits or advances from any person for the purpose of trading or investing in Crypto Currency or Virtual Currency.
- (vi) Valuation of PP&E, intangible asset and investment property: The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current year.
- (vii) The Company does not have any charges or satisfaction of charges which are yet to be registered with the Registrar of Companies beyond the statutory period.
- (viii) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities ("Intermediaries") with the understanding (whether recorded in writing or otherwise) that the Intermediary shall, whether directly or indirectly lend or invest in other persons/ entities identified in any other 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.
- (ix) The Company has not received any fund from any person(s) or entity(ies), including foreign entities ("Funding party") with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (ultimate beneficiaries); or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
- (x) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017, and there are no companies beyond the specified layers.

**(xi) Analytical Ratios**

	Ratio	Numerator	Denominator	For the year ended 31st March, 2025	For the year ended 31st March, 2024	% change during the year	Reason for change more than 25%
-	Current ratio (in times)	Total current assets	Total current liabilities	6.53	5.96	10%	
-	Debt equity ratio (in times)	Total debts	Shareholders' Equity	0.09	0.10	-13%	
-	Debt service coverage ratio (in times)	Earnings available for debt service (Net profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other non cash adjustments)	Debt service (Interest & lease payments + principal repayments)	2.54	2.13	19%	
-	Return on equity ratio (in %)	Profits for the year less preference dividend (if any)	Average shareholder's equity	5.96%	5.89%	1%	
-	Inventory turnover ratio (in times)	Revenue from operations	Average inventory	26.61	36.31	-27%	Decrease due to increase in closing stock during the year.
-	Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivable	4.10	3.61	14%	
-	Trade payables turnover ratio (in times)	Purchase during the year	Average trade payables	119.47	40.30	196%	Increase due to decrease in trade payables during the year
-	Net capital turnover ratio (in times)	Revenue from operations	Average working capital	3.66	3.52	4%	
-	Net profit ratio (in %)	Profit for the year	Revenue from operations	2.90%	2.84%	2%	
-	Return on capital employed (in %)	Profit before tax and finance costs	Capital employed	0.08	0.08	2%	
-	Return on investment (in %)	PAT	Average Shareholders funds	5.96%	5.89%	1%	

**38** Figures for the previous year have been regrouped/reclassified/reinstated, wherever considered necessary.

This is the summary of material accounting policies and other explanatory information referred to in our report of even date.

**For NYS & Company**

Chartered Accountants  
Firm Registration No.: 017007N

Sd/-  
**CA Nitesh N Agrawal**  
Partner  
Membership No.: 527125  
Place: New Delhi  
Date: 12-05-2025  
UDIN: 25527125BMONPP8103

**For and Behalf of Board of Directors  
HEALTHY LIFE AGRITEC LIMITED**

Sd/-  
**Divya Mojada**  
( Managing Director)  
DIN-07759911

Sd/-  
**Mohammad Sadiq**  
(Director)  
DIN-08612733

Sd/-  
**Rupal Kalsi**  
Company Secretary  
M No.: A74021

Sd/-  
**Sandeep Ramkrit Gaud**  
Chief Financial Officer  
PAN: BCHPG3290C

**INDEPENDENT AUDITORS' REPORT**

**TO THE MEMBERS OF  
Healthy Life Agritec Limited  
(Formerly Known As Healthy Life Agritec Private Limited)**

**Report on the Consolidated Financial Statements**

**Opinion**

We have audited the accompanying consolidated financial statements of **M/s Healthy Life Agritec Limited (Formerly Known As Healthy Life Agritec Private Limited)** (“the company”) and its subsidiaries (Holding Company and its subsidiaries together referred to as “the Group”) which comprises the Balance Sheet as at March 31, 2025, the statement of Profit and Loss account and statement of cash flows for the year the ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein 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 consolidated annual financial statement, includes the financial statements of the following entities:

- i. Healthy Life Agro Limited (Formerly Known as Healthy Life Agro Private Limited)
- ii. Healthy Life Farms Private Limited

In our opinion and to the best of our information and according to the explanations given to us, except to the effects of the matters described in the Paragraphs mentioned below, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit and its cash flows for the year ended on that date.

**Basis of Opinion**

We conducted our audit in accordance with the Standards on Auditing (SA's) specified under Section 143(10) of the Companies Act, 2013. 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Key Audit Matter**

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

- a) The company has not been regular in compliance of TDS and further no provisions had been made for the late payment charges and interest for delayed payments and non-compliance.
- b) Inventory, balance of debtors and creditors there off reported in Financial Statements is as certified by the management.

**How the emphasis of matters is addressed in our Audit**

Our audit procedures on key matters includes the following:

- a) Obtained the outstanding litigations list as compared to the previous year. Enquired and obtained explanations for movement in litigations during the year.
- b) Inquired with management regarding the status of significant litigations and claimes including obtaining legal team views on the likely outcome of each litigations and claims and the magnitude of potential exposure.
- c) Examined the Company's legal expenses and read the minutes if Board meetings, to evaluate the completeness if list of the open litigations.
- d) Read the latest correspondence between the Company and tax/legal authorities and reviewed legal opinions obtained by management, where applicable, for significant matters and considered the same in evaluating the appropriateness of the Company's provisions or disclosure of contingent liabilities.
- e) With respect to the tax and non-tax matters, we evaluated Management's decisions and rationale for provisions established or disclosure made for contingent liabilities.

**Information other than the financial statements and auditors' report thereon**

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon. The Board Report is expected to be made available to us after the date of this Audit Report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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 no material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

**Responsibility of Management for the Consolidated Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate **internal financial controls**, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

That Board of Directors are also responsible for overseeing the company's financial reporting process.

**Auditors' 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 judgment and maintain professional skepticism throughout the audit. We also:

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Account) Rules, 2014;
  - e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in '**Annexure A**'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
    - 1) The Company has certain pending litigations, including matters related to Income Tax and Tax Deducted at Source (TDS), which may impact its financial position.
    - 2) The Company did not have any long term contracts including derivatives contracts for which there were any material foreseeable losses.
    - 3) There were no amount which required to be transferred by the company to the Investor Education and Protection Fund.
    - 4) i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entities ("intermediaries") with the understanding, whether recorded in

writing or otherwise, that the intermediary shall, whether directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or behalf of the company (“ultimate beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate beneficiaries.

ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any person or entity including foreign entities (“Funding Parties”) with the understanding, whether recorded in writing or otherwise, that the company shall, whether directly or indirectly, lend or invest in other person or entity identified in any manner whatsoever by or behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries; and

iii) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that representations under sub clause (i) and (ii) contain any material mis-statement.

5) The Company has neither declared nor paid any dividend during the year.

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

3. With respect to the matter to be included in the Auditors’ Report under section 197(16):

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

**For NYS & Company**  
**Chartered Accountants**  
**FRN – 017007N**

**Sd/-**  
**CA Nitesh Agrawal**  
**Partner**  
**M. No. 527125**  
**Place: New Delhi**  
**Date: 12-05-2025**

**UDIN: 25527125BMONPQ6824**



**ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT**

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

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

We have audited the internal financial controls over financial reporting of M/s Healthy Life Agritec Limited (Formerly Known As Healthy Life Agritec Private Limited) ('the Company') as of March 31, 2025 in conjunction with our audit of the consolidated financial statements of the Company for the year ended and as 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 over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial Information, as required under the Act.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Standards on Auditing prescribed under Section 143(10) of the Act and the Guidance Note, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note, require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the standalone 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 over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

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

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

According to the information and explanations given to us and based on our audit, no material weakness have been identified as at 31<sup>st</sup> March, 2025 relating to Financial Controls over Financial Reporting.

- a) The management of the Company needs to improve internal financial controls system over financial reporting after taking into account risk assessment, which is one of the essential components of Internal Control, with regard to the potential for fraud when performing risk assessment.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on timely basis.

In our opinion, except for the effects/ possible effects of the material weaknesses describe above on the achievement of the objective of the control criteria, 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 internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

**For NYS & Company**  
**Chartered Accountants**  
**FRN – 017007N**

Sd/-

**CA Nitesh Agrawal**  
**Partner**  
**M No. 527125**  
**Place: New Delhi**  
**Date: 12-05-2025**

**UDIN: 25527125BMONPQ6824**

**Annexure 'B' referred to in paragraph under the heading “Report on other legal and regulatory requirement” of our report of even date**

We based on the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
  
(B) The Company has no Intangible assets.
- (b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us and based on the examination of the conveyance deed provided to us, we report that, there are no title deeds in respect of free hold immovable properties of land and buildings held in the name of the Company as at the balance sheet date.
- (d) According to the information and explanations given to us and the records examined by us, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year. Accordingly, the provisions of clause 3(i)(d) of the Order are not applicable.
- (e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, the provisions of clause 3(i)(e) of the Order are not applicable.
- (ii) (a) As explained to us, proper record of inventory is being maintained by the company. We have relied on the information as certified by the management.
- (b) According to the information and explanations given to us and the records examined by us, during the year, the Company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, the provisions of clause 3(ii)(b) of the Order are not applicable. However, subsidiary company has availed loan during the year in which the holding company has given corporate guarantee.

(iii) a) (A) According to the information and explanation given to us and on the basis of our examination of records, the company has 2 subsidiary companies namely Healthy Life Agro Limited (Formerly Known as Healthy Life Agro Private Limited) and Healthy Life Farms Private Limited and there is no joint ventures or associates as on the reporting date.

(B) During the year, Subsidiary company namely Healthy Life Agro Limited (Formerly Known as Healthy Life Agro Private Limited) has availed a cash credit facility of Rs. 4.90 Crore from State Bank of India. Wherein the holding company namely Healthy Life Agritech Limited (Formerly Known as Healthy Life Agritech Private Limited) has provided corporate guarantee.

(b) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in nature of loans and guarantees provided are not prejudicial to the company's interest.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.

(d) According to the information and explanations given to us and based on the audit procedures performed by us, there is no overdue amount for more than 90 days in respect of loans given. However, the loan given by the holding company to its subsidiaries is repayable on demand.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdue of existing loans given to the same party.

(f) According to the information and explanations given to us and based on the audit procedures performed by us, the company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment except as follows:  
Nil

(iv) In our opinion and according to the information and explanations given to us, during the year the Company has not advanced loans to directors / to a company in which the director's are interested to which provisions of section 185 of the Companies Act, 2013 apply and therefore, provisions of clause 3(iv) of the order is not applicable.

(v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits or amounts which are deemed to be deposits during the year and had no unclaimed deposits at the beginning of the year within the meaning of Sections 73 to 76 of the Act

and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order is not applicable. However, It does not include Unsecured Loans & Advance received from directors, director's relatives, ex-directors and their associates entities which exist in Company for more than 365 days and as per Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014 any money received as advance in the course of ordinary business shall be treated as Deposit if goods or services are not provided within 365 days of receipts. As explained to us, most of the borrowings pertains to earlier years.

(vi) On the basis of available information and explanation provided to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2014 dated December 31, 2014 (as amended from time to time) to the current operations carried out by the Company. Accordingly, the provisions of clause 3(vi) Order are not applicable.

(vii) In respect to statutory dues:

a) According to the information and explanations given to us, in respect of statutory dues, the Company has not paid certain statutory dues as on date of audit report, details provided below:

S.NO.	PARTICULARS	AMOUNT
1.	INCOME TAX	Rs. 2,10,81,070
2.	TDS	Rs. 39,28,625

b) According to the information and explanations given to us, there are no dues in respect of statutory dues referred to in sub-clause (a) that have not been deposited with the appropriate authorities on account of any dispute *except the following*, which have not been deposited on account of dispute: Nil

(viii) According to the information and explanations given to us and the records examined by us, there are no unrecorded transactions that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable.

(ix)

a) In our opinion and according to the information and explanations given to us, the Company have no loans or borrowings from financial institution, banks, government or debenture holders during the year. However, the holding company ,Healthy Life Agritec Limited , was sanctioned cash credit limit of ₹85 lakhs from Federal Bank in FY 2021-22, and the subsidiary, Healthy Life Agro Limited, has been sanctioned ₹490 lakhs from State Bank of India during the year.

- b) According to the information and explanations given to us and on the basis of representation received from the management, we report that the company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
  - c) According to the information and explanations given to us and on the basis of representation received from the management, the company has not availed any term loan facility availed from any banks or financial institutions.
  - d) The company has not raised any short term funds from bank or financial institutions, therefore, the provisions of clause 3(ix)(d) are not applicable.
  - e) According to the information and explanations given to us and on an overall examination of the financial statements of the company, we report that the company has 2 subsidiary companies namely Healthy Life Agro Limited (Formerly Known as Healthy Life Agro Private Limited) and Healthy Life Farms Private Limited but the company has not taken any funds from above mentioned subsidiary companies during the year. Accordingly, the provisions of clause 3(ix)(e) of the Order are not applicable.
  - f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, the provisions of clause 3(ix)(f) of the Order are not applicable.
- (x) According to the records produced before us, the company is a limited company entitled to offer securities to general public by way of public issue. During the period the company has made preferential allotment of 28,00,000 lakh equity shares of face value Rs. 10 each at a premium of Rs. 5 each. The funds raised were utilized for the purpose of working capital requirement of the company.
- (xi)
- a) No frauds by the Company or no fraud on the company has been noticed or reported during the year.
  - b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by any auditor including us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
  - c) As represented to us by the management, there were no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company as per the provisions of the Companies Act 2013. Accordingly, provisions of clause 3(xii)(a) to (c) of the Order are not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the

requisite details have been disclosed in the financial statements etc., as required by the applicable accounting standards.

- (xiv) The Company is required to have an internal audit system u/s 138 of the Companies Act, 2013, the same has been conducted by CFO Mr. Sandeep Kumar Gaud. The internal audit report dated 08/05/2025, was provided by the management.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act. Accordingly, provisions of clause 3 (xv) of the Order are not applicable.
- (xvi)
  - a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
  - b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
  - c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
  - d) No Core Investment Company is part of the Group, hence, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (xvii) According to the information and explanations given to us, the Company has not incurred cash losses during the current financial year.
- (xviii) During the year, there has been no change in the statutory auditor of the company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, we report that no material uncertainty exists as on the date of the audit report that company is 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) The Company is not required to spent any expenditure by way of corporate social responsibilities u/s 135 of the Companies Act, 2013. Accordingly, the provisions of the clause 3 (xx) (a) & (b) of the order is not applicable to the Company.
- (xxi) According to the information and explanations given to us, and based on the CARO reports of the auditors of the companies included in the consolidated financial statements, **there have been no qualifications or adverse remarks** in the CARO reports on the standalone financial statements of the **subsidiaries**:
- **Healthy Life Agro Limited** (formerly known as Healthy Life Agro Private Limited), and
  - **Healthy Life Farms Private Limited.**
- Accordingly, **no reporting under this clause is required.**

For **NYS & Company**  
Chartered Accountants,  
FRN: 017007N

Sd/-

**CA Nitesh Agrawal**

Partner

M. No: 527125

Place: Delhi

Date: 12/05/2025

UDIN: 25527125BMONPQ6824



**HEALTHY LIFE AGRITEC LIMITED**

CIN: L52520MH2019PLC332778

(Formerly known as Healthy Life Agritec Private Limited)

**CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2025**

(All amounts in ₹ in lacs, unless otherwise stated)

Particulars	Note No.	As at 31st March, 2025	As at 31st March, 2024
<b>Equity &amp; Liabilities</b>			
<b>1. Shareholders Fund</b>			
a) Share Capital	3	2,481.20	2,201.20
b) Reserves and Surplus	4	955.12	489.57
<b>Total Shareholder's Fund</b>		<b>3,436.32</b>	<b>2,690.77</b>
<b>Minority Interest</b>	5	<b>1.43</b>	<b>1.42</b>
<b>2. Non Current Liabilities</b>			
a) Long Term Borrowings	6	175.75	160.41
b) Deferred Tax Liability	7	4.64	4.04
c) Other Non Current Liabilities		-	-
d) Long Term Provisions		-	-
<b>Total Non Current Liabilities</b>		<b>180.39</b>	<b>164.45</b>
<b>3. Current Liabilities</b>			
a) Short Term Borrowings	8	580.10	91.07
b) Trade Payables	9		
i.) total outstanding dues of micro enterprises and small enterprises		-	-
ii.) total outstanding dues other than micro and small enterprises		727.04	268.37
c) Other Current Liabilities	10	91.33	10.93
d) Short Term Provisions	11	210.81	137.34
<b>Total Current Liabilities</b>		<b>1,609.28</b>	<b>507.71</b>
<b>Total Equity &amp; Liability</b>		<b>5,227.42</b>	<b>3,364.35</b>
<b>4. Non-Current Assets</b>			
a) Property, Plant and Equipment and Intangible Assets	12		
- Property, Plant and Equipment		236.61	217.52
- Intangible Assets		-	-
- Capital Work-In-Progress		316.39	-
b) Non - current Investments		-	-
c) Deferred Tax Assets (Net)	7	-	-
d) Long Term Loans and Advances	13	79.90	79.90
e) Other Non- current Assets	14	25.25	2.10
<b>Total Non Current Assets</b>		<b>658.15</b>	<b>299.52</b>
<b>5. Current assets</b>			
a) Current Investments		-	-
b) Inventories	15	820.25	436.21
d) Trade Receivables	16	3,171.62	2,482.43
e) Cash and bank balances	17	27.26	36.80
f) Short Term Loans and advances	18	509.84	101.21
g) Other Current Assets	19	40.30	8.18
<b>Total Current Assets</b>		<b>4,569.27</b>	<b>3,064.83</b>
<b>Total Assets</b>		<b>5,227.42</b>	<b>3,364.35</b>
The accompanying notes are an integral part of these financial statements. This is the Statement of Balance sheet referred to in our report of even date.			
<b>For NYS &amp; Company</b> Chartered Accountants Firm Registration No.: 017007N		<b>For and Behalf of Board of Directors</b> <b>HEALTHY LIFE AGRITEC LIMITED</b>	
Sd/- <b>CA Niitesh N Aggarwal</b> Partner Membership No.: 527125 Place: New Delhi Date: 12-05-2025 UDIN: 25527125BMONPQ6824		Sd/- <b>Divya Mojada</b> ( Managing Director) DIN-07759911	
		Sd/- <b>Mohammad Sadiq</b> (Director) DIN-08612733	
		Sd/- <b>Rupal Kalsi</b> Company Secretary M No.: A74021	
		Sd/- <b>Sandeep Ramkrit Gaud</b> Chief Financial Officer PAN: BCHPG3290C	

**HEALTHY LIFE AGRITEC LIMITED**

CIN: L52520MH2019PLC332778

(Formerly known as Healthy Life Agritec Private Limited)

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ in lacs, unless otherwise stated)

Particulars	Note No.	For the year ended 31st March, 2025	For the year ended 31st March, 2024
I Revenue from Operations	20	17,187.06	13,294.83
II Other Income	21	-	-
<b>III Total Income (I+II)</b>		<b>17,187.06</b>	<b>13,294.83</b>
<b>IV Expenditure</b>			
(a) Purchase of Goods	22	16,796.62	12,888.27
(b) Changes in Inventory of finished goods	23	-384.03	-189.46
(c) Employee Benefit Expenses	24	61.07	52.39
(d) Finance cost	25	37.71	11.76
(e) Depreciation and Amortization Expense	26	15.74	14.70
(f) Other Expenses	27	224.70	182.32
<b>Total Expenses</b>		<b>16,751.81</b>	<b>12,959.98</b>
<b>V. Profit before exceptional items and tax (III-IV)</b>		<b>435.25</b>	<b>334.85</b>
<b>VI. Exception Items</b>		-	-
<b>VII. Profit before tax (V-VI)</b>		<b>435.25</b>	<b>334.85</b>
<b>VIII. Tax Expenses</b>	28		
Current tax		109.09	83.71
Current tax for earlier year		-	-
Deferred tax charge/ (benefit)		0.60	0.51
<b>Total tax Expenses</b>		<b>109.69</b>	<b>84.22</b>
<b>IX. Profit / (Loss) for the Year (VII-VIII)</b>		<b>325.56</b>	<b>250.63</b>
<b>Minority Interest</b>		<b>0.01</b>	<b>0.01</b>
<b>Profit for equity share holders</b>		<b>325.55</b>	<b>250.62</b>
Earnings per equity share	29		
[Nominal value per share: ₹10 (previous year: ₹10)]		10.00	10.00
Basic (in ₹)		1.31	1.14
Diluted (in ₹)		1.35	1.14
The accompanying notes are an integral part of these financial statements. This is the Statement of Profit and Loss referred to in our report of even date.			
<b>For NYS &amp; Company</b> Chartered Accountants Firm Registration No.: 017007N		<b>For and Behalf of Board of Directors</b> <b>HEALTHY LIFE AGRITEC LIMITED</b>	
Sd/- <b>CA Niitesh N Aggarwal</b> Partner Membership No.: 527125 Place: New Delhi Date: 12-05-2025 UDIN: 25527125BMONPQ6824		Sd/- <b>Divya Mojada</b> ( Managing Director) DIN-07759911	
		Sd/- <b>Mohammad Sadiq</b> (Director) DIN-08612733	
		Sd/- <b>Rupal Kalsi</b> Company Secretary M No.: A74021	
		Sd/- <b>Sandeep Ramkrit Gaud</b> Chief Financial Officer PAN: BCHPG3290C	

**HEALTHY LIFE AGRITEC LIMITED****CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ in lacs, unless otherwise stated)

PARTICULARS	Annexure No.	April 1, 2024 To March 31, 2025	April 1, 2023 To March 31, 2024
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>			
Profit before tax as per Profit & Loss A/c		<b>435.25</b>	<b>334.85</b>
Adjusted for :			
a. Depreciation		15.74	14.70
b. Interest Expenses & Finance Cost		37.71	11.76
c. Profit in sale of FA		-	-
d. Interest & Other Income		-	-
<b>Operating profit before working capital changes</b>		<b>488.70</b>	<b>361.31</b>
Adjusted for :			
a. Decrease /(Increase) in Inventories		(384.04)	(189.46)
b. Decrease / ( Increase ) in trade receivable		(689.19)	(1,554.01)
c. Decrease / ( Increase ) in long term loans and advances		-	(79.90)
d. Decrease / ( Increase ) in other non current assets		(23.15)	(2.10)
e. Decrease / ( Increase ) in short term loans and advances		(408.63)	1,167.99
f. Decrease / ( Increase ) in other current assets		(32.12)	4.55
g. Increase / ( Decrease ) in Trade payables		458.67	234.92
h. Increase / ( Decrease ) in Other Liabilities		80.40	(15.44)
i. Increase / (Decrease) in Short Term Provisions		73.47	39.78
<b>Cash generated from operations</b>		<b>(435.89)</b>	<b>(32.36)</b>
Net Income Tax (Paid)/Refund		(109.09)	(83.71)
<b>Net Cash Generated/(Used) From Operating Activities (A)</b>		<b>(544.98)</b>	<b>(116.07)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>			
a. (Purchase) Sale of Fixed Assets		(34.83)	-
b. Investment in work in progress		(316.39)	-
c. Investment in subsidiary companies		-	-
e. Interest & Other Income		-	-
<b>Net Cash Generated/(Used) From Investing Activities (B)</b>		<b>(351.22)</b>	<b>-</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>			
a. Proceeds/ Repayment of share capital		420.00	-
b. ( Repayments ) / proceeds of long term borrowings		15.34	125.43
c. ( Repayments ) / proceeds of short term borrowings		489.03	0.19
d. Interest & Finance Cost		(37.71)	(11.76)
<b>Net Cash Generated/(Used) From Financing Activities (C)</b>		<b>886.66</b>	<b>113.86</b>
<b>Net Increase / ( Decrease ) in cash and cash equivalents</b>		<b>(9.54)</b>	<b>(2.21)</b>
<b>Cash and cash equivalents at the beginning of the year</b>		<b>36.80</b>	<b>39.01</b>
<b>Cash and cash equivalents at the end of the year</b>		<b>27.26</b>	<b>36.80</b>

**Notes:**

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard -3 'Cash Flow Statement'. Previous year's figures have been regrouped / rearranged / recasted wherever necessary to make them comparable with those of current year.

2. The above statement should be read with the Significant Accounting Policies and Notes on Financial Statements.

**For NYS & Company**

Chartered Accountants

Firm Registration No.: 017007N

Sd/-

**CA Niitesh N Aggarwal**

Partner

Membership No.: 527125

Place: New Delhi

Date: 12-05-2025

UDIN: 25527125BMONPQ6824

**For and Behalf of Board of Directors****HEALTHY LIFE AGRITEC LIMITED**

Sd/-

**Divya Mojada**

( Managing Director)

DIN-07759911

Sd/-

**Rupal Kalsi**

Company Secretary

M No.: A74021

Sd/-

**Mohammad Sadiq**

(Director)

DIN-08612733

Sd/-

**Sandeep Ramkrit Gaud**

Chief Financial Officer

PAN: BCHPG3290C

**HEALTHY LIFE AGRITEC LIMITED**

CIN: L52520MH2019PLC332778

(Formerly known as Healthy Life Agritec Private Limited)

(All amounts in ₹ in lacs, unless otherwise stated)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025****1 Background**

M/s Healthy Life Agritec Limited having its registered office at SH-B/09, New Heera Panna CHS LTD, Gokul Village Shanti Park, Mira Road East Thane, Thane, Maharashtra, India, 401107, was originally incorporated under the provisions of the Companies Act, 2013, on 08th November 2019. The name of the company has been changed to Healthy Life Agritec Private Limited on April 22, 2020. The company was thereafter converted from a private limited company to public limited company under Part I chapter XXI of the companies Act, 2013 with the name of Healthy Life Agritec Limited and received a fresh certificate of corporation from the registrar of Companies, Maharashtra on 8 March 2022.

The corporate identification number of the company is L52520MH2019PLC332778. The company is in the business of trading of milk, live poultry and fresh meat products.

The consolidated financial statements as at 31 March 2025 present the financial position of the group as well as its subsidiaries companies. The list of Subsidiaries, which are included in the consolidation and the Company's holding therein are as under:

Name of Company	Country of Incorporation	Percentage of Voting power as at 31 March 2025
<b>Subsidiary Companies</b>		
Healthy Life Agro Private Limited	India	99.99%
Healthy Life Farms Private Limited	India	99.99%

**2 Summary of Material accounting policies****i Basis of Preparation of Consolidated Financial Statements**

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under Section 133 of the Companies Act, 2013 read together with paragraph 7 of the companies (Accounts) rules 2014 and companies (accounting standards) Rules, 2021 (as amended from time to time). The financial statements have been prepared on going concern on an accrual basis and under the historical cost convention. The financial statements are presented in Indian rupees and rounded off to the nearest lacs.

The consolidated financial statements of the Company and its subsidiary companies have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions resulting in unrealized profits or losses as per Accounting Standard 21 – “Consolidated Financial Statements” notified by Companies (Accounting Standards) Rules, 2006.

Minority Interest in the net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separately from liabilities and equity of the Company's shareholders. Minority interest in the net assets of consolidated subsidiaries consists of:

- The amount of equity attributable to minority at the date on which investment in a subsidiary is made; and
- The minority share of movements in equity since the date the parent subsidiary relationship came into existence.

Minority's share of net profit for the year of consolidated subsidiaries is identified and adjusted against the Profit after tax of the Group.

All assets and liabilities have been classified as current and non-current as per normal operating cycle of the Company and other criteria set out in the Schedule III of the Companies Act, 2013.

**ii Use of estimates**

The presentation of the consolidated financial statements, in conformity with Indian GAAP, requires the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, revenues and expenses and disclosure of contingent liabilities. Management believes that the estimates used in the preparation of the consolidated financial statements are prudent and reasonable, future results could differ, the differences between the actual results and the estimates are recognised in the period in which the results are known / materialise.

**HEALTHY LIFE AGRITEC LIMITED**

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(All amounts in ₹ in lacs, unless otherwise stated)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025****iii Property, Plant and Equipment**

Property, plant and equipment is stated at acquisition cost net of accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition or construction of property, plant and equipment comprises its purchase price including import duties and non-refundable purchase taxes after deducting trade discounts, rebates and any directly attributable cost of bringing the item to its working condition for its Intended use.

a. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance cost are charged to the standalone statement of profit and loss during the period in which they are incurred.

b. Gains or losses that arise on disposal or retirement of an asset are measured as the difference between net disposal proceeds and the carrying value of property, plant and equipment and are recognized in the statement of profit and loss when the same are derecognized.

**iv Depreciation on property, plant and equipment**

Depreciation on tangible asset is recognised on a straight line basis based on a useful life of the assets prescribed in Schedule II to the Act. If the management's estimates of the useful life of an asset at the time of acquisition of assets or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid schedule, depreciation is provided at a higher rate owing to their risk of higher obsolescence / wear & tear. The useful life of the assets has been reassessed based on the number of years for which the assets have already been put to use and the estimated minimum balance period for which the assets can be used in the Company. The estimated life of property, plant and equipment has been determined as follows:

Estimated useful life has been tabulated below:

<b>Nature of Assets</b>	<b>Useful Life (In years)</b>
Office Equipment	5
Furniture & Fixtures	10
Computer	3
Building	30
Vehicle	8

**v Impairment of Assets**

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets' net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

After impairment, depreciation/amortization is provided on the revised carrying amount of the asset over its remaining useful life.

**vi Foreign currency translation****Initial recognition:**

Foreign currency transactions are recorded in the reporting currency by applying the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

**Conversion:**

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when such values were determined.

**Exchange differences:**

Exchange differences arising on the settlement of monetary items or on reporting the Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expenses in the year in which they occur.

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### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025

#### vi Revenue recognition

##### Revenue from Operations:

(i) The Company recognizes revenue for the services rendered on the basis of time and material contracts. Revenue from time and material contracts is recognised as the services are rendered by the Company in accordance with the terms of agreement with the customer.

##### Other Operational Revenue:

(i) All other revenues are recognized only when collectability of the resulting receivable is reasonably assured and related goods / services are transferred to the customer.

ii) Revenue is reported net of discounts, if any.

##### Other Income:

i) Interest income is accounted on accrual basis as per applicable interest rates and on time proportion basis taking into account the amount outstanding.

ii) Dividend income is accounted in the year in which the right to receive the same is established.

iii) Insurance claims are accounted for on cash basis.

#### vii Investment

##### Non-Current Investment

Non-current investments are investments intended to be held for a period of more than a year. Non-current investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investments.

##### Current Investment

Current investments are investments intended to be held for a period of less than a year. Current investments are stated at the lower of cost and market value, determined on an individual investment basis.

#### viii Cash and cash equivalents

Cash and cash equivalents include cash in hand, demand deposits with banks. Bank overdrafts are shown within borrowings in current liabilities in balance sheet.

#### ix Income taxes

Tax expense for the period comprises of current tax, deferred tax and Minimum alternate tax credit considered in determining the net profit or loss for the year.

##### Current tax

Provision for current tax is recognized on the basis of estimated taxable income for the current accounting year in accordance with the Income-tax Act, 1961.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts, and there is an intention to settle the asset and the liability on a net basis.

##### Deferred tax

The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the reporting date.

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date and are written-down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

At each reporting date, the Company reassesses the unrecognized deferred tax assets, if any.

##### Minimum alternate tax

Minimum alternate tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the Statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025****xii Leases****Operating leases - As a lessee**

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to Statement of Profit and Loss on a straight-line basis over the period of lease.

**x Provisions, Contingent Liability and Contingent Asset****Provisions**

Provisions are recognized in terms of Accounting Standard 29 Provisions, Contingent Liabilities and Contingent Assets (AS-29), notified by the Companies (Accounting Standards) Rules, 2006, when there is a present legal or statutory obligation as a result of past events, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

**Contingent liabilities**

Contingent Liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

**Contingent assets**

Contingent Assets are not recognized in the financial statements. involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of economic resources and a reliable estimate can be made of the amount of the obligation. These are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

**xiv Statement of Cash Flows**

Statement of Cash Flows is prepared segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using indirect method. Under the indirect method, the net profit is adjusted for the effects of:

- i. transactions of a non-cash nature;
- ii. any deferrals or accruals of past or future operating cash receipts or payments;
- iii. items of income or expense associated from investing or financing cash flows; and

Cash and cash equivalents (including bank balances) are reflected as such in the Statement of Cash Flows.

**xv Borrowing Cost**

(a) Borrowing costs that are directly attributable to the acquisition of qualifying assets are capitalized for the period until the asset is ready for its intended use. A qualifying asset is an asset that necessarily takes substantial period of time to get ready for its intended use.

(b) Other Borrowing costs are recognized as expense in the period in which they are incurred.

**xi Earnings Per Share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average numbers of equity shares are adjusted for events such as bonus issue, bonus element in the rights issue, share split and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without corresponding change in resources.

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

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ lacs, unless otherwise stated)

**3 Share Capital**

Particulars	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares	Amount	No. of Shares	Amount
<b>Authorised Share Capital</b>				
No. of equity share of Rs. 10/- each	2,50,00,000	2,500.00	2,21,00,000	2,210.00
<b>Total</b>	<b>2,50,00,000</b>	<b>2,500.00</b>	<b>2,21,00,000</b>	<b>2,210.00</b>
<b>Issued, Subscribed &amp; Fully Paid-up</b>				
Equity shares of ₹ 10 each fully paid-up	2,48,12,000	2,481.20	2,20,12,000	2,201.20
<b>Total issued, subscribed and fully paid-up share</b>	<b>2,48,12,000</b>	<b>2,481.20</b>	<b>2,20,12,000</b>	<b>2,201.20</b>

Note: The Company has one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. All shareholders are equally entitled to dividend. In the event of liquidation, the equity shareholders are entitled to receive remaining assets of the Company (after distribution of all preferential amounts, if any) in the proportion of equity shares held by the shareholders.

During the financial year 2024-25, the company has raised Rs. 4.20 Crores Via Issuance of equity shares through preferential issue by issuing 28,00,000/- equity shares at issue price of Rs. 15/- equity shares.

**Reconciliation of No. of Shares Outstanding at the end of the year**

(No. of Equity Shares)

Particulars	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	2,20,12,000	2,201.20	2,20,12,000	2,201.20
Preference issue during the year	28,00,000	280.00	-	-
Right share issued during the year	-	-	-	-
Bonus share issued during the year	-	-	-	-
<b>Share outstanding at the end of the year</b>	<b>2,48,12,000</b>	<b>2,481.20</b>	<b>2,20,12,000</b>	<b>2,201.20</b>

**Details of Shareholders holding more than 5% of the aggregate shares in the company**

Name of shareholders	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
Cronos Global Investments & Holdings Private Limited	45,07,100	18.17%	45,07,100	20.48%
Divya Mojada	28,84,895	11.63%	15,04,895	6.84%
	<b>73,91,995</b>	<b>29.79%</b>	<b>60,11,995</b>	<b>27.31%</b>

**Details of The Shareholding pattern of the promoters at the Year end as follows:**

Name of the Promoters	As at 31st March, 2025		As at 31st March, 2024		% Change during the year
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding	
Cronos Global Investments & Holdings Private Limited	45,07,100	18.17%	45,07,100	20.48%	-2.31%
Divya Mojada	28,84,895	11.63%	15,04,895	6.84%	4.79%
Mojada Deepthi	1	0.00%	1	0.00%	0.00%
Bangi Muhammad Shuaib	1	0.00%	1	0.00%	0.00%
Mojada Sugunavathi	1	0.00%	1	0.00%	0.00%
Mohammad Sadiq	1	0.00%	1	0.00%	0.00%
	<b>73,91,999</b>	<b>29.79%</b>	<b>60,11,999</b>	<b>27.31%</b>	<b>2.48%</b>

**4 Reserve & Surplus**

Particulars	As at 31st March, 2025		As at 31st March, 2024	
<b>Statement of Profit &amp; Loss</b>				
Opening balance			489.57	238.95
Add: Profit/(Loss) for the year			325.55	250.62
Less: Bonus shares issued during the year			-	-
<b>Balance at the end of the year</b>			<b>815.12</b>	<b>489.57</b>
<b>Security Premium</b>				
Balance at the beginning of the year			140.00	-
Additions during the year			-	-
Balance at the end of the year			<b>140.00</b>	<b>-</b>
<b>Total</b>			<b>955.12</b>	<b>489.57</b>

**5 Minority interest**

Particulars	As at 31st March, 2025		As at 31st March, 2024	
Share capital in subsidiaries			0.03	0.03
Add: Pre-acquisition profits of subsidiaries			1.37	1.37
Total			<b>1.40</b>	<b>1.40</b>
Opening balance			0.02	0.01
Add: share of profit for the year			0.01	0.01
Total			<b>0.03</b>	<b>0.02</b>
<b>Total</b>			<b>1.43</b>	<b>1.42</b>

**6 Long Term Borrowings**

Particulars	31st March, 2025		31st March, 2024	
	Current	Non Current	Current	Non Current
<b>Secured Borrowings</b>				
Banks*	10.41	20.39	6.22	8.46
From NBFC	-	-	-	-
<b>Unsecured Borrowings</b>				
Loan from related parties	-	155.36	-	151.95
Loan from others	-	-	-	-
<b>Total</b>	<b>10.41</b>	<b>175.75</b>	<b>6.22</b>	<b>160.41</b>



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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ lacs, unless otherwise stated)

**7 Deferred Tax Liabilities/(Assets)**

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Deferred Tax Liability</b>		
Depreciation for Fixed Assets	4.64	4.04
<b>DTL</b>	<b>4.64</b>	<b>4.04</b>
<b>Deferred Tax Assets</b>		
Provision for employee benefits	-	-
Brought forward losses and unabsorbed depreciation	-	-
<b>Closing Balance of (DTA)/DTL</b>	<b>4.64</b>	<b>4.04</b>

**8 Short Term Borrowings**

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Secured Borrowings</b>		
Credit facilities from banks	569.68	84.85
Current Maturity of long term borrowings	10.42	6.22
<b>Unsecured Loans-Current</b>		
From NBFC	-	-
Loans from Directors & Relatives	-	-
<b>Total</b>	<b>580.10</b>	<b>91.07</b>

**Long & Short Term Borrowings Schedule**

S. No.	Name of Lender	Purpose	Sanction Date	Sanction Amount	Rate of Interest	Primary and Collectral Security	Repayment Schedule	Monatarium	31st March, 2025
1	ICICI Bank	Vehicle	30-05-2022	24.50	7.50%	Exclusive charge by way of Hypothentication on respective Vehicle	48 Months	NA	8.46
2	Kotak Mahindra Bank	Vehicle	13-02-2025	22.50	10.20%	Vehicle	60 Months	NA	22.34
3	Federal Bank	Working Capital	31-03-2022	85.00	10.50%	1. Exclusive charge by way of Stock. 2. Exclusive charge on property at Thane, Mumbai	On Demand	NA	83.60
4	State bank of India	Working Capital	04-12-2024	490.00	10.65%*	1. <b>Primary Security:</b> Hypothecation of stocks and receivables and all the current assests of the company.	On Demand	NA	486.08
5	Mohammed Sadiq	Working Capital	NA	NA	NA	NA	On Demand	NA	3.41
6	Cronos Global Investments & Holdings Private Limited	Working Capital	NA	NA	NA	NA	On Demand	NA	151.95

\* Interest rate is 1.50% above the MCLR. MCLR is presently 9.15%. Present effective rate 10.65% p.a.

**i SBI Bank Cash Credit Security Details:**
**Primary Security**

Hypothecation of stocks and receivables and all the current assests of the company.

**Collateral Security**

Immovable property

Personel guarantee of both the directors i.e. Mrs. Divya Mojada &amp; Mr. Mohammed Sadiq and corporate guarantee of holding company i.e. Healthy Life Agritec Limited

S. No.	Name of Lender	Purpose	Sanction Date	Sanction Amount	Rate of Interest	Primary and Collectral Security	Repayment Schedule	Monatarium	31st March, 2024
1	ICICI Bank	Vehicle	30-05-2022	24.50	7.5	Exclusive charge by way of Hypothentication on respective Vehicle	48 Months	NA	14.68
2	Kotak Mahindra Bank	Vehicle	13-02-2025	22.50	10.2	Hypothentication on respective Vehicle	60 Months	NA	-
3	Federal Bank	Working Capital	31-03-2022	85.00	0.105	1. Exclusive charge by way of Stock. 2. Exclusive charge on property at Thane, Mumbai	On Demand	NA	84.85
4	Mohammed Sadiq	Working Capital	NA	NA	NA	NA	On Demand	NA	-
5	Cronos Global Investments & Holdings Private Limited	Working Capital	NA	NA	NA	NA	On Demand	NA	151.95

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ lacs, unless otherwise stated)

**9 Trade Payables**

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Trade Payables</b>		
- MSME*	-	-
- Others	727.04	268.37
- Disputed dues - MSME*	-	-
- Disputed dues - Others	-	-
<b>Total</b>	<b>727.04</b>	<b>268.37</b>

\*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006.

**Ageing analysis of Trade Payables as on 31 March 2025**

Particulars	Outstanding for following periods from due date of payment As at 31st Mar, 2025				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	727.04	-	-	-	727.04
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

**Ageing analysis of Trade Payables as on 31 March 2024**

Particulars	Outstanding for following periods from due date of payment As at 31st March 2024				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	268.37	-	-	-	268.37
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

**10 Other Current Liabilities**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Advance from customer	-	-
Salary Payable	12.44	3.11
Director Remuneration	4.74	1.50
Duties & Taxes payable	39.29	1.67
Other Payable	34.86	4.65
<b>Total</b>	<b>91.33</b>	<b>10.93</b>

**11 Short Term Provision**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Provision for Income Tax Current for the Year (net of TDS recoverable and advance tax)	210.81	137.34
<b>Total</b>	<b>210.81</b>	<b>137.34</b>

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**HEALTHY LIFE AGRITEC LIMITED**

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ in lacs, unless otherwise stated)

**12. Property, plant and equipment**

Particulars	Gross Block				Accumulated Depreciation				Net Block
	1 April 2024	Additions	Disposals	31 March 2025	1 April 2024	For the year	Disposals	31 March 2025	31 March 2025
Office Equipment	6.19	-	-	6.19	2.36	1.01	-	3.37	2.82
Furniture & Fixtures	48.01	-	-	48.01	7.00	4.34	-	11.34	36.67
Computers	3.08	-	-	3.08	1.81	0.66	-	2.47	0.61
Building	160.13	-	-	160.13	16.77	4.92	-	21.69	138.44
Vehicle	35.44	-	-	35.44	7.39	3.77	-	11.16	24.28
Bangalore Unit- Computer	-	1.50	-	1.50	-	0.12	-	0.12	1.38
Bangalore Unit- Office Equipment	-	6.20	-	6.20	-	0.38	-	0.38	5.82
Bangalore Unit- Vehicle	-	27.13	-	27.13	-	0.54	-	0.54	26.59
	<b>252.85</b>	<b>34.83</b>	-	<b>287.68</b>	<b>35.33</b>	<b>15.74</b>	-	<b>51.07</b>	<b>236.61</b>

**12. Work In Progress**

Particulars	Gross Block				Accumulated Depreciation				Net Block
	1 April 2024	Additions	Disposals	31 March 2025	1 April 2024	For the year	Disposals	31 March 2025	31 March 2025
Bangalore Unit-Electric Fittings	-	8.47	-	8.47	-	-	-	-	8.47
Bangalore Unit-Furniture and Fixtures	-	18.52	-	18.52	-	-	-	-	18.52
Bangalore Unit-Plant and Machinery	-	289.39	-	289.39	-	-	-	-	289.39
	-	<b>316.39</b>	-	<b>316.39</b>	-	-	-	-	<b>316.39</b>

**12. Property, plant and equipment**

Particulars	Gross Block				Accumulated Depreciation				Net Block
	1 April 2023	Additions	Disposals	31 March 2024	1 April 2023	For the year	Disposals	31 March 2024	31 March 2024
Office Equipment	6.19	-	-	6.19	1.35	1.01	-	2.36	3.83
Furniture & Fixtures	48.01	-	-	48.01	2.66	4.34	-	7.00	41.01
Computers	3.08	-	-	3.08	1.15	0.66	-	1.81	1.27
Building	160.13	-	-	160.13	11.85	4.92	-	16.77	143.36
Vehicle	35.44	-	-	35.44	3.62	3.77	-	7.39	28.05
	<b>252.85</b>	-	-	<b>252.85</b>	<b>20.63</b>	<b>14.70</b>	-	<b>35.33</b>	<b>217.52</b>

**12. Work In Progress**

Particulars	Gross Block				Accumulated Depreciation				Net Block
	1 April 2023	Additions	Disposals	31 March 2024	1 April 2023	For the year	Disposals	31 March 2024	31 March 2024
Bangalore Unit-Electric Fittings	-	-	-	-	-	-	-	-	-
Bangalore Unit-Furniture and Fixtures	-	-	-	-	-	-	-	-	-
Bangalore Unit-Plant and Machinery	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-

**HEALTHY LIFE AGRITEC LIMITED**

CIN: L52520MH2019PLC332778

(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ lacs, unless otherwise stated)

**13 Long Term Loans and Advances**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Other Advances	79.90	79.90
<b>Total</b>	<b>79.90</b>	<b>79.90</b>

**14 Other Non Current Assets**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Security Deposit- Rent	25.25	2.10
<b>Total</b>	<b>25.25</b>	<b>2.10</b>

**15 Inventories**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Stock of finished goods	820.24	436.21
<b>Total</b>	<b>820.24</b>	<b>436.21</b>

**16 Trade Receivables**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Secured & Considered Good	-	-
Unsecured & Considered Good	3,171.62	2,482.43
Doubtful	-	-
<b>Total</b>	<b>3,171.62</b>	<b>2,482.43</b>

**Ageing analysis of Trade Receivables as on 31 March 2025**

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	3,171.62	-	-	-	-	3,171.62
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

**Ageing analysis of Trade Receivables as on 31 March 2024**

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	2,482.43	-	-	-	-	2,482.43
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-

**17 Cash and Cash Equivalents**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Cash in hand	19.19	21.77
Balance With Bank (in Current Accounts)	8.07	15.03
<b>Total</b>	<b>27.26</b>	<b>36.80</b>

**18 Short Term Loans and Advances**

Particulars	As at 31st March, 2025	As at 31st March, 2024
<i>Unsecured, considered good;</i>		
Advances to Suppliers	429.84	-
Advances Recoverable in Cash or Kind	80.00	101.20
<b>Total</b>	<b>509.84</b>	<b>101.21</b>

**19 Other Current Assets**

Particulars	As at 31st March, 2025	As at 31st March, 2024
Preliminary Expenses	3.83	5.74
GST Recoverable	34.96	-
Other Recoverable	1.25	0.17
Prepaid Tax	0.26	2.27
<b>Total</b>	<b>40.30</b>	<b>8.18</b>

**HEALTHY LIFE AGRITEC LIMITED**

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(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025***(All amounts in ₹ lacs, unless otherwise stated)***20 Revenue from operations**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Sale of Goods		
Sale of Goods-Exempted	17,187.06	13,294.83
<b>Total</b>	<b>17,187.06</b>	<b>13,294.83</b>

**21 Other Income**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Interest on fixed deposits	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**22 Purchase of Stock- in- trade**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Purchase of Goods	16,796.62	12,888.27
<b>Total</b>	<b>16,796.62</b>	<b>12,888.27</b>

**23 Changes in Inventories of finished goods**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Opening Stock	436.21	246.75
Closing Stock	820.25	436.21
<b>Total</b>	<b>(384.03)</b>	<b>(189.46)</b>

**24 Employees benefits expense**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Salaries, Wages & Bonus	57.66	47.92
Staff Welfare	3.41	4.47
<b>Total</b>	<b>61.07</b>	<b>52.39</b>

**25 Finance costs**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Interest on overdraft facility	26.30	10.42
Interest on car loan	1.21	1.34
Loan processing charges	10.20	-
<b>Total</b>	<b>37.71</b>	<b>11.76</b>

**26 Depreciation and amortization expense**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Depreciation on PPE	15.74	14.70
<b>Total</b>	<b>15.74</b>	<b>14.70</b>

**HEALTHY LIFE AGRITEC LIMITED**

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(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025***(All amounts in ₹ lacs, unless otherwise stated)***27 Other Expenses**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Audit Fees	3.85	1.50
Communication	0.11	0.04
Directors Remuneration	7.20	6.00
Travelling & Conveyance	11.74	14.05
Preliminary Expenses Written Off	1.91	1.91
Business Promotion	3.47	15.05
Legal & Professional	8.15	9.72
Electricity and Water	2.97	2.35
Printing & Stationary	1.13	1.02
Office Expenses	12.14	6.74
Rates & Taxes	4.21	3.35
Freight Charges	90.00	54.15
Repair & Maintenance	37.30	24.65
Rent Expense	28.74	36.71
Bank Charges	3.22	1.19
Membership and Subscription	6.16	1.77
Security Expenses	2.40	2.12
Misc. Expenses	-	0.00
<b>Total</b>	<b>224.70</b>	<b>182.32</b>

**28 Tax Expenses**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Current Tax	109.09	83.71
Deferred tax charge/ (benefit)	0.60	0.51
<b>Total</b>	<b>109.69</b>	<b>84.22</b>

**29 Earnings per equity share (EPS)**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Net Profit/(Loss) after tax available for equity shareholders (A)	325.56	250.63
Weighted average number of equity shares (B)	2,41,90,630	2,20,12,000
Basic EPS (A/B) (₹)	1.31	1.14
Diluted EPS (A/B) (₹)	1.35	1.14
Nominal value per equity share (₹)	10.00	10.00

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**HEALTHY LIFE AGRITEC LIMITED****CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025***(All amounts in ₹ in lacs, unless otherwise stated)***30 Contingent liabilities and capital commitments**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
(i) Contingent liabilities	-	-
Outstanding Bank Guarantees	-	-
Claim received but not acknowledged by the company	-	-
(ii) Estimated amount of contracts remaining to be excused on capital account and not provided	-	-
(iii) The company has commitments for services, purchase of goods and employee benefits, in normal course of business. The company does not have any long-term commitments / contracts including derivative contracts for which there will be any material foreseeable losses.		
(iv) The company has not been registered under PF Act, ESIC Act and Professional Tax Act. The impact of the same cannot be ascertained.		

**Additional Information as per Part II of Schedule III, Companies Act, 2013****As at March 2025**

Name of the Entity	Net Assets		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated profit	Amount
<b>Holding:</b> Healthy Life Agritec Limited	100.00%	553.00	57.37%	186.78
<b>Subsidiary</b> Healthy Life Agro Private Limited	-	-	26.44%	86.09
Healthy Life Farms Private Limited	-	-	16.18%	52.68
<b>Total</b>	<b>100%</b>	<b>553.00</b>	<b>100%</b>	<b>325.55</b>

**As at March 2024**

Name of the Entity	Net Assets		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated profit	Amount
<b>Holding:</b> Healthy Life Agritec Limited	100%	217.52	59.40%	148.88
<b>Subsidiary</b> Healthy Life Agro Private Limited	-	-	21.12%	52.93
Healthy Life Farms Private Limited	-	-	19.48%	48.81
<b>Total</b>	<b>100%</b>	<b>217.52</b>	<b>100%</b>	<b>250.62</b>

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**HEALTHY LIFE AGRITEC LIMITED****CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025***(All amounts in ₹ in lacs, unless otherwise stated)***31 Related party disclosures****(i) Enterprises exercising significant control:****Associate Company**

Cronos Global Investment &amp; Holding Private Limited

(Till March 2024; Cronosglobal Investments & Holdings Private Limited was holding 20.48% shares of Healthy Life Agritec Limited, which during the year 2024-25 reduced to 18.34%, due to preferential issue of shares done by the company. Thus now Cronosglobal Investments & Holdings Private Limited is not an associate concern.

**Subsidiary company**

Healthy Life Farms Private Limited

Healthy Life Agro Limited

**(ii) Name of the key managerial personnel/Entity/Relative of Relationship**

Divya Mojjada	Managing Director
Mohammad Sadiq	Director
Anil Kumar Vijay	Independent Director
Apra Sharma	Independent Director
Sandeep Ramkrit Gaud	Chief Financial Officer
Rupal Kalsi	Company Secretary

**Statement of Related Parties & Transactions**

The Company has entered into following related party transactions for the periods covered under audit. Such parties and transactions are identified as per accounting standard 18 issued by Institute of Chartered Accountants of India.

**Transactions with Related Parties:**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
<b>Share capital issued (including security premium)</b>		
Cronos Global Investment & Holding Private Limited	-	-
Divya Mojjada	207.00	-
<b>Remuneration</b>		
Divya Mojjada	7.20	6.00
Mohammad Sadiq	-	-
Sandeep Ramkrit Gaud	4.20	4.20
<b>Unsecured borrowings taken during the year</b>		
Divya Mojjada	-	-
Mohammad Sadiq	3.41	-
<b>Loan repaid during the year</b>		
Divya Mojjada	-	-
Mohammad Sadiq	-	-

**Balance outstanding at year end**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
<b>Unsecured loan payable</b>		
Mohammad Sadiq	3.41	-
Cronos Global Investment & Holding Private Limited	151.95	151.95
<b>Unsecured loan receivable</b>		
Healthy Life Agro Private Limited	16.22	16.22
Healthy Life Farms Private Limited	21.00	21.00
<b>Investment made in</b>		
Healthy Life Agro Private Limited	410.98	410.98
Healthy Life Farms Private Limited	495.99	495.99
<b>Remuneration Payable</b>		
Divya Mojjada	8.70	1.50
Sandeep Ramkrit Gaud	0.35	0.35



**HEALTHY LIFE AGRITEC LIMITED****CIN: L52520MH2019PLC332778**

(Formerly known as Healthy Life Agritec Private Limited)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025***(All amounts in ₹ in lacs, unless otherwise stated)*

- 32** Consequent to the Accounting Standard (AS) 22 - "Accounting for Taxes on Income" issued by The Institute of Chartered Accountants of India being mandatory, the Company has recorded the effects for deferred taxes.

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Net deferred tax expenses has been shown in the statement of profit & loss	0.60	0.51

**33 Taxes on Income**

The Break-up of Deferred Tax Assets and Liability into major components are as under:

Particulars	For the year ended 31st March, 2025	Changes during the year	For the year ended 31st March, 2024
<b>Deferred Tax Assets on account of</b>			
Disallowance as per IT Act	-	-	-
Accumulated Losses	-	-	-
<b>Total</b>	-	-	-
<b>Less: Deferred Tax Liability for</b>			
Depreciation	4.64	0.60	4.04
<b>Total</b>	<b>4.64</b>	<b>0.60</b>	<b>4.04</b>
<b>Net Deferred Tax Assets</b>	<b>4.64</b>	<b>0.60</b>	<b>4.04</b>

**34 Dues to small and micro enterprises pursuant to section 22 of the micro, small and medium enterprises development**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	-	-
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	-	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
Interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amount of the payment made to the suppliers and service providers beyond the appointed day during the year.	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest accrued and remaining unpaid as at the end of the year.	-	-
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 22 of the MSMED Act.	-	-

# The details of amounts outstanding to micro and small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 are as per available information with the Company.

- 35** In opinion of the Board, the loans & advances and other current assets have a value, which if realized in the ordinary course of business, will not be less than the value stated in the Balance Sheet.
- 36** Balance appearing under loans & advances, trade receivables, trade payables, current assets and current liabilities are subject to confirmations in certain cases.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2025**

(All amounts in ₹ in lacs, unless otherwise stated)

**37 Additional regulatory information**

- (i) There are no proceedings that have been initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended from time to time) (earlier Benami Transactions (Prohibition) Act, 1988) and the rules made thereunder.
- (ii) The Company has not been declared willful defaulter by any bank or financial institution or other lender.
- (iii) There are no transactions / relationship with struck off companies.
- (iv) The Company does not have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act, 1961). Further, there was no previously unrecorded income and no additional assets were required to be recorded in the books of account during the year.
- (v) The Company has neither traded nor invested in Crypto currency or Virtual Currency during the year ended March 31, 2024. Further, the Company has also not received any deposits or advances from any person for the purpose of trading or investing in Crypto Currency or Virtual Currency.
- (vi) Valuation of PP&E, intangible asset and investment property: The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current year.
- (vii) The Company does not have any charges or satisfaction of charges which are yet to be registered with the Registrar of Companies beyond the statutory period.
- (viii) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person or entity, including foreign entities ("Intermediaries") with the understanding (whether recorded in writing or otherwise) that the Intermediary shall, whether directly or indirectly lend or invest in other persons/ entities identified in any other 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.
- (ix) The Company has not received any fund from any person(s) or entity(ies), including foreign entities ("Funding party") with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (ultimate beneficiaries); or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
- (x) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017, and there are no companies beyond the specified layers.

**(xi) Analytical Ratios**

	Ratio	Numerator	Denominator	For the year ended 31st March, 2025	For the year ended 31st March, 2024	% change during the year	Reason for change more than 25%
-	Current ratio (in times)	Total current assets	Total current liabilities	2.84	6.04	-53%	Decrease due to increase in short term borrowings during the year
-	Debt equity ratio (in times)	Total debts	Shareholders' Equity	0.22	0.09	135%	Increase due to increase in short term borrowings during the year
-	Debt service coverage ratio (in times)	Earnings available for debt service (Net profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other non cash adjustments)	Debt service (Interest & lease payments + principal repayments)	0.79	3.51	-78%	Decrease due to increase in short term borrowings during the year
-	Return on equity ratio (in %)	Profits for the year less preference dividend (if any)	Average shareholder's equity	9.47%	9.31%	2%	
-	Inventory turnover ratio (in times)	Revenue from operations	Average inventory	27.36	38.93	-30%	Decrease due to increase in closing stock during the year.
-	Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivable	6.08	7.80	-22%	Decrease due to increase in trade receivables during the year.
-	Trade payables turnover ratio (in times)	Purchase during the year	Average trade payables	33.75	85.40	-60%	Increase due to decrease in trade payables during the year
-	Net capital turnover ratio (in times)	Revenue from operations	Average working capital	6.23	5.53	13%	
-	Net profit ratio (in %)	Profit for the year	Revenue from operations	1.89%	1.89%	0%	
-	Return on capital employed (in %)	Profit before tax and finance costs	Capital employed	0.13	0.12	8%	
-	Return on investment (in %)	PAT	Average Shareholders funds	10.63%	9.77%	9%	

**38** Figures for the previous year have been regrouped/reclassified/reinstated, wherever considered necessary.

This is the summary of material accounting policies and other explanatory information referred to in our report of even date.

**For NYS & Company**  
Chartered Accountants  
Firm Registration No.: 017007N

Sd/-  
**CA Niitesh N Aggarwal**  
Partner  
Membership No.: 527125  
Place: New Delhi  
Date: 12-05-2025  
UDIN: 25527125BMNPQ6824

**For and Behalf of Board of Directors**  
**HEALTHY LIFE AGRITEC LIMITED**

Sd/-  
**Divya Mojada**  
( Managing Director)  
DIN-07759911

Sd/-  
**Mohammad Sadiq**  
(Director)  
DIN-08612733

Sd/-  
**Rupal Kalsi**  
Company Secretary  
M No.: A74021

Sd/-  
**Sandeep Ramkrit Gaud**  
Chief Financial Officer  
PAN: BCHPG3290C