windlas

Scalability. Durability. Profitability.

Annual Report
2021-22

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Investor Information

Market Capitalisation as at March 31, 2022	: ₹ 498 Crore
CIN	: L74899UR2001PLC033407
BSE Code	: 543329
NSE Symbol	: WINDLAS
Bloomberg Code	: WINDLAS:IN
Dividend Declared	: ₹ 3.5
AGM Date	: September 19, 2022
AGM Venue	: Video Conferencing (VC)/Other Audio-Visual Means (OAVM)

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Please find our online version at:

https://windlas.com/financial-information/financial-results/fy22/

Disclaimer

This document contains statements about expected future events and financials of Windlas Biotech Limited, which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis of this Annual Report.

Scalability. Durability. Profitability.

Scalability initiatives to drive growth through product innovation

Durability initiatives to engage quality

Profitability initiatives to improve efficiencies and capacity utilisation

At Windlas Biotech Limited, the three fundamentals of 'Scalability', 'Durability', and 'Profitability' drive our all-encompassing offerings to the clients. It underlines our efforts toward enhancing our market standing, while engaging better planning & resources to attain long-term growth.

By continually adapting to dynamic market trends and evolving customer needs, we ensure *Scalability* of our business, while the following testify our emphasis on our offerings' *Durability*:

- Offering trustworthy CDMO services, preferred by 7 out of Top 10 Indian Pharmaceutical Formulations Companies (2020)
- Owning the license to manufacture 4,641 products across four plants
- Being a leading producer, globally, with a capacity to produce 7 billion+ tablets/capsules

Additionally, a long and steady market standing in a complex & dynamic market enables us to drive better *Profitability* for all our stakeholders – led by persistent gains, stable material margins, alongside a 'Zero-debt' position.

Our successful legacy instils the needed confidence in us and provides us the impetus to grow consistently. Thus, guiding all our endeavours in striving to assure a secure present, and a sustainable tomorrow.

We are
Windlas Biotech Limited

Windlas Biotech Limited ('Windlas Biotech' or 'We') provides pharmaceutical development services, large-scale manufacturing services and products to our customers and consumers around the world. We have over two decades of rich experience in manufacturing both solid and liquid pharmaceutical dosage forms, along with significant experience in delivering specialty capabilities such as high potency, restricted chemicals, and low solubility. Windlas Biotech provides a comprehensive range of contract development and manufacturing organisation (CDMO)industry services – from product discovery, product development, to licensing and commercial manufacturing of generic products. In terms of revenue, we are one of the top five domestic pharmaceutical formulation CDMOs in India.

Our Company has more than 1,028 employees with four state-of-the-art manufacturing facilities in Dehradun, Uttarakhand (India). We have a robust distribution channel and sales force which helps us to strengthen our presence across 14 states.

20+

Years of Experience

14

Presence in Number of States

962

Number of Employees

5th Largest

CDMO Player

Our Mission

To accelerate the drug research of our clients, manufacture complex products at high volume and create innovative solutions that improve affordability of medicines for all.

Our Vision for 2025

Our vision for 2025 is to be regarded as a leading partner of choice in the Indian pharmaceutical contract development and manufacturing space. We shall also be recognised as one of the fastest-growing generic medicines companies with a pan-India distribution network. With manufacturing facilities approved by regulated and emerging market authorities, we export medicines and health products outside India. We proactively invest in research and development and bring to market a portfolio of unique IP protected products that add lasting value to the under-served patients.

Our Values

The principles towards which we are consciously strive collectively & individually and measure our own performances are:

Quality

- Pay attention to detail and ensure standards that we can be proud of
- Do the right things right
- Commit to a mindset of personal excellence

Customer Orientation

- Listen and respond to our stakeholders with a sense of urgency
- Make it easy to work with us
- Clearly communicate mutual intentions and expectations

Results Orientation

- Set challenging goals and strive for achieving alignment and resonance
- Assume ownership and strive to execute flawlessly
- Confront constructively with a solution mindset to solve problems

Discipline

- Make and meet commitments
- Maintain uncompromising transparency, integrity and professionalism
- Plan, fund, staff and monitor projects properly and communicate with clarity

Working in Teams

- Encourage diversity of perspectives and foster creative thinking and innovation
- Share credit fairly and give honest and timely feedback where required
- Reward informed risk taking and challenge status quo

Our Presence across Pharma Value Chain

Value Chain

Research	Drug Development	API Manufacturing	Formulation Manufacturing	Packaging
CRO Vertical		*CDMO Vertical*		

Signifies presence of Windlas Biotech in the respective verticals

Journey that Adds to Our Durability

2001

- Commenced operations at Dehradun Plant-I and initiated commercial production

2010

- Commenced operations at Dehradun Plant-IV and crossed revenue ₹ 100 Crore for 2009-10

2014

- Received first USFDA inspection clearance for the WHC Plant and crossed revenue ₹ 200 Crore for 2013-14.
- Commenced operations at Dehradun Plant-II

2015

- Received investment of ₹ 75 Crore from Tano India Private Equity Fund II

2018

- Earned revenue over ₹ 300 Crore for 2016-17
- Launched first product in the United States from the Dehradun Plant-IV
- Commenced operations at Dehradun Plant-III
- Divested Windlas Healthcare to Cadila Healthcare

2020

- Acquired the erstwhile associate –Windlas Healthcare
- Crossed revenue of ₹ 30 Crore for Domestic Trade Generics & OTC Brands and increased the 2019-21 CAGR by 27%

2021

- Received approval for the Scheme of Amalgamation for Windlas Healthcare
- Increased capacity for capsules/tablets from 5 billion+ as of March 31, 2020, to 7 billion+ on March 31, 2021

Message from MD's Desk

As one of the top 5 Domestic Formulations CDMO companies, Windlas Biotech Limited's mission is to accelerate the drug research of our clients, manufacture complex products at high volume and create innovative solutions that improve affordability of medicines for all. We endeavour to target our capital allocation and measure our performance across three key goals: Scalability, Durability and Profitability. In 2021-22, we have enhanced and resolved capacity bottlenecks to capture growth and increase our scale in CDMO vertical. We have also increased our R&D spend and launched several new products in India for our clients, thus improving our scale. Our Trade Generics vertical has shown remarkable growth in revenue as well as gross margin. Through the use of our internal available capacity and our approach of building umbrella branded recognition in the marketplace, this vertical is driving our progress towards all three goals of scalability, durability and profitability. Our exports and injectables initiatives are in progress to further improve our profitability in the long-term.

Dear Shareholders,

It gives me immense pleasure to present the first Annual Report of Windlas Biotech Limited to you. Like all the firsts, this too is special for us, and we sincerely thank you for being with us through this journey.

As I begin this letter, I would first like to highlight a landmark event where we successfully got listed on our country's stock exchanges – the NSE and BSE. This is, even more special because Windlas Biotech is the first Indian CDMO player to list on these stock exchanges. For this, I must thank every stakeholder of our Company for their valuable trust and faith in us. Your trust pushes us to remain committed to our purpose of serving in the best interest of our stakeholders while growing consistently.

As one of the top 5 Domestic Formulations CDMO companies, Windlas Biotech Limited's mission is to accelerate the drug research of our clients, manufacture complex products at high volume and create innovative solutions that improve affordability of medicines for all. We endeavour to target our capital allocation and measure our performance across three key goals: Scalability, Durability and Profitability. In 2021-22, we have enhanced and resolved capacity bottlenecks to capture growth and increase our scale in CDMO vertical. We have also increased our R&D spend and launched several new products in India for our clients, thus improving our scale. Our Trade Generics vertical has shown remarkable growth in revenue as well as gross margin. Through the use of our internal available capacity and our approach of building umbrella branded recognition in the marketplace, this vertical is driving our progress towards all three goals of scalability, durability and profitability. Our exports and injectables initiatives are in progress to further improve our profitability in the long-term

Industrial Landscape

The Indian Pharmaceutical industry is one of the fastest-growing industries. With the Government of India's increased allocation for health and pharma sector post the pandemic, the CDMO segment has also benefited. Many big pharmaceutical companies prefer to outsource R&D and manufacturing activities as it helps them adopt asset-light business model. This is leading to a stable growth and demand for the CDMO segment. The pandemic translated into an increased demand for manufacturing injectables while also accelerating drug approvals. Together, these developments are presenting a stable growth for the CDMO and our business is poised to benefit from the same.

Operational Highlights

Last year, we surpassed the benchmark of the CDMO market by registering good profit. As a part of our endeavours to make our business more Scalable, Durable and Profitable, we set the target to enter newer geographical location, including Gujarat, North-East and West Bengal during the year. The intent is to focus on channel-building to enter these markets.

We concluded the South African Health Products Regulatory Authority (SAHPRA) inspection audit and the European GMP audit by MOH Hungary for the Plant IV, situated in Dehradun, with zero critical observations/deficiencies, zero major deficiencies and some minor deficiencies. We are delighted to have received the GMP certification for the Plant-IV from both SAPHRA as well as EU. We anticipate this development to help increase our Company's geographical reach and exports.

Innovation and R&D form the blood of the pharma sector. Our Company has always placed enhanced focus on innovation and R&D which is reflected in the good results we have yielded in the past few years. We see innovation as the key to creating better value for customers, in turn driving higher revenue and operational margin to make our business durable. After receiving DCGI approvals for a few of our products – wherein Windlas Biotech is the sole supplier – we are poised to attain a first-mover advantage and a substantial market share. Further, to increase the scalability of our Company, we're planning for a capex of ₹ 50 Crore through brownfield project at Dehradun Plant-II. This capital expansion will help us cater to the rise in demand following the emergence of new drug delivery systems and new therapeutic areas for injectables and medicines for chronic diseases. This is anticipated to lead to improvement in overall margins once the plant starts operating at optimum capacity.

During the fourth quarter, the Russia-Ukraine geopolitical tension increased input cost and aggravated the supply chain disruption, impacting overall margins. Our Company took various measures to counter these challenges, such as increasing the inventory for managing supply chain issue and maintaining sufficient stock to deliver to the customers. We also reduced our payment cycle for support and vendors.

Performance under Review

We clocked in better financial metrics in alignment with the market growth. This can be attributed to the dedication of our hardworking people, our robust R&D department and state-of-the-art manufacturing capabilities. During the year, we registered consolidated adjusted revenue growth of~10% YoY, led by robust growth in Domestic Trade Generics and OTC & Exports verticals. However, during the fourth quarter, higher input costs affected our margins. Given our strategic planning and capacity, we aim to increase our business to achieve higher margins.

Given below are some of the highlights of our financial performance in 2021-22:

- Revenue from operations stood at ₹ 465.9 Crore in 2021-22, rising from ₹ 427.6 Crore in the previous year – indicating a growth of 8.9%
- EBIDTA for 2021-22 stood at ₹ 52.4 Crore, registering a degrowth by 4% over the previous year, while the margins stood at 11.6%, showcasing a degrowth of 80 bps
- Profit after tax (PAT) was recorded at ₹ 38.1 Crore in 2021-22, witnessing an increase of 144.6% over the previous year – an increase of 453 bps in PAT margins
- Return on Equity was clocked in at 33%, witnessing a 1,400 bps increase over the previous year. While the EPS stood at ₹ 18.58 showcasing a growth of 16.2%, which denotes the creation of higher returns for our shareholders

Outlook

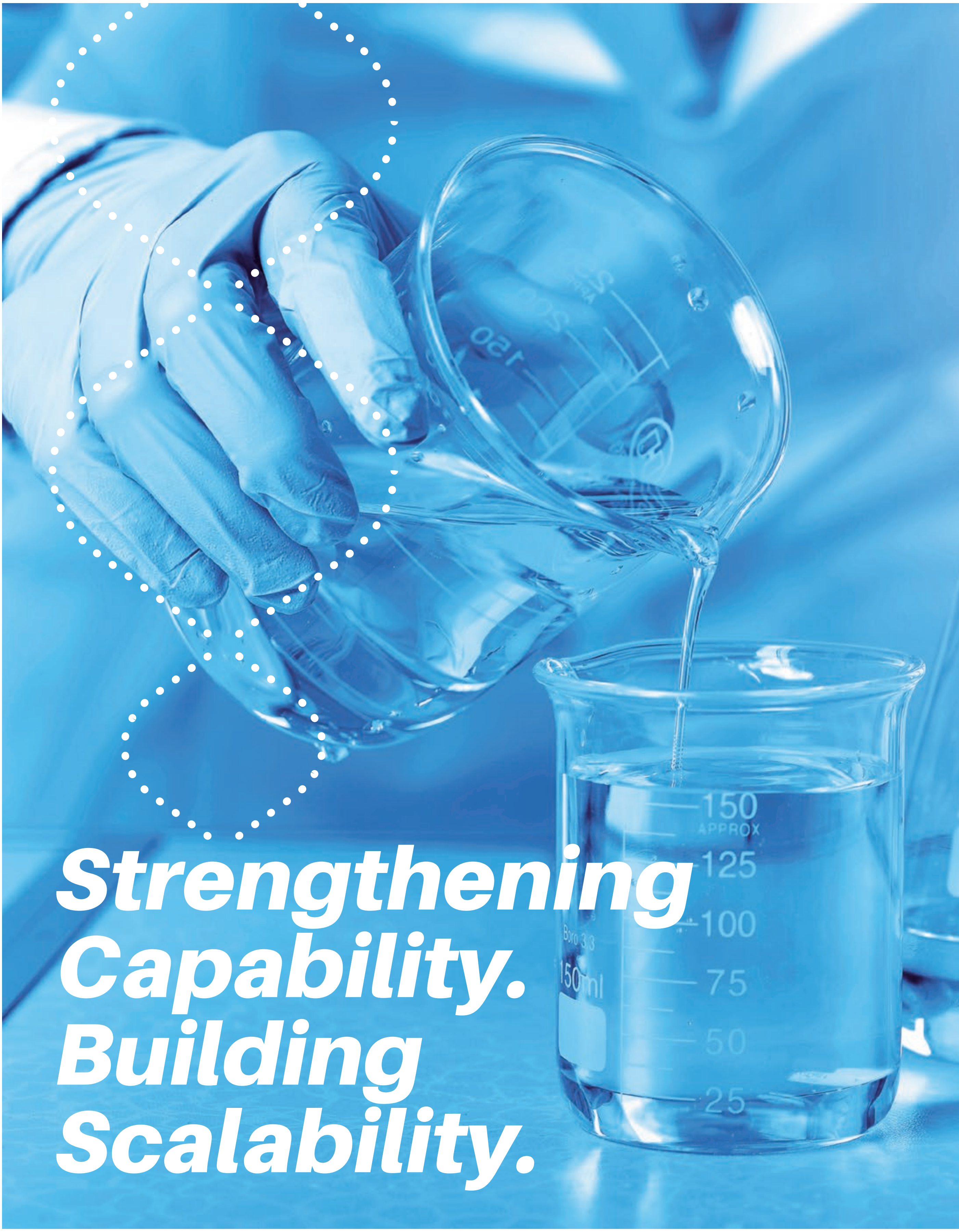
As a responsible company, we endeavour to act in the areas where we can impact and contribute to the healthcare needs. I am proud of the work we have done so far that has brought us to this point where our robust manufacturing ability, prudent approach, agility, and commitment to customers enable us to strive for business enhancement consistently. To cater to the growing industry demand, we are expanding our manufacturing facilities to derive improved efficiencies and tap newer opportunities. As we tread along our growth path, we foresee a positive momentum in the industry, indicating profitability and good demand prospects for our business.

Note of Thanks

Over the past year, our stakeholders' support has enabled us to emerge stronger and more resilient. On behalf of the Board, we extend our gratitude to Windlas Biotech's management and employees across the country for their commitment, fortitude and hard work. We thank our shareholders for their continued investment, and we welcome those who invested in our Company, for the first time during the year. We promise to deliver on our commitments and goals in the coming year as we consistently move forward, keeping the best interest of all our stakeholders in mind. Thank you for being a constant partner and enabler on our journey of scalability, durability and profitability.

Warm regards,

Hitesh Windlass



Strengthening Capability. Building Scalability.

Robust Manufacturing Capabilities

We have fully integrated manufacturing support systems at each of our manufacturing facilities. These include quality assurance, quality control, regulatory affairs, and inventory management. Our Company has four cutting-edge manufacturing facilities in Dehradun, Uttarakhand. We currently have the capacity to produce 7,063.83 million pills, capsules, pouches, sachets, and 61.08 million liquid bottles. We are always striving to enhance cost-efficiency and productivity in our operations via the use of automation in process equipment, software in capacity and resource planning, and waste reduction.

All of our manufacturing facilities have waste management and environmental protection systems in place, that complies with environmental pollution regulations.

7,063.83 million

Tablets and Capsules manufacturing capacity

54.46 million

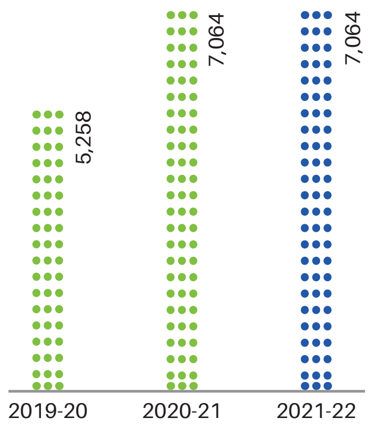
Pouch and Sachets manufacturing capacity

61.08 million

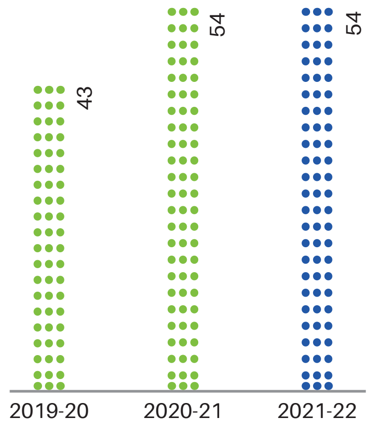
Liquid Bottles manufacturing capacity

Consistent growth in our manufacturing capacity

Tablets & capsules
(in million)



Pouches & sachets
(packs in million)



Enhancing Manufacturing Capabilities

We are constantly strengthening our manufacturing capabilities to meet our clients' growing demand as chronic illness rates rise and a new drug delivery system emerges. Furthermore, the global injectables market is expected to expand at 8% CAGR from USD 502 billion, to USD 700-800 billion, while the domestic injectable CDMO sector is expected to increase at a 12% CAGR from USD 32 billion in 2020-21, to USD 51 billion in 2024-25. We are planning to increase our manufacturing capacity in injectable business through brownfield project at Dehradun Plant-II which will enable us to develop a new business vertical. In this project, we have planned an investment of ₹ 50 Crore Capex.

Outlook on global injectables market

USD 700-800 billion
2025P

~8% CAGR

USD 502 billion
2020

Outlook on domestic injectables CDMO industry

~₹ 51 billion
2024-25P

~12% CAGR

~₹ 32 billion
2020-21P

Procurement of Raw Material with Multiple Sources/Vendors

We source various APIs and materials, including excipients and impurities, and primary and secondary packaging materials from third-party domestic suppliers. We have also acquired APIs from overseas third-party sources. These suppliers and vendors assist us in pricing negotiations. Furthermore, we do not have any long-term contracts with any of our suppliers, which allows us to negotiate for each purchase. Having multiple vendors reduces the danger of raw material shortage.

Our in-house planning and inventory control team works alongside the manufacturing team to determine procurement requirements for manufacturing finished products, creating production plans, and ensuring the availability of raw materials and packaging materials. Our team monitors inventory and finished products against a variety of parameters, including capacity.

We choose our vendor after conducting an assessment, which includes an examination of the potential vendor's regulatory accreditations and supply strength in terms of consistently delivering large quantities.

Developing a Robust Culture of Quality

We prioritise complying and maintaining high-quality standards throughout our business operations. This encompasses the full product lifecycle from process innovation and R&D, through the stages of process development, manufacturing, sales and supply chain, to the customer evaluation of our products as well as management systems. This way we ensure consistent quality, efficacy and safety of our products. We have a robust workforce of 163 employees to closely monitor the control checks at various stages of our operations. Our quality function has two separate departments:

Quality Assurance Department: Our Quality Assurance Department lays out the standard operating procedures, monitors new product/ vendor introduction in accordance with the regulatory approval, and oversees the compliance of facilities and equipment to ongoing Good Manufacturing Practice (GMP). Our department addresses and resolves product quality concerns, process deviations, variation in controls, risk assessment, and internal audit. It also looks into product recalls, and workforce training, issues all production paperwork,and maintains all executed records while also overseeing other tasks in terms of GMP compliance.

Quality Control Department: Our Quality Control Department's functions cater to applying quality checks across all the production stages and the final output. These are bound by standards and specifications, and laboratory tests to ensure that our Company offers the best quality products/ services to the customers.

163 employees

Monitoring the control checks


Building
Efficiency.
Adding
Durability.

Innovative Portfolio of Complex Generic Products, Supported by Robust R&D

Our Company is always focused on the efficient and high-quality formulation of drugs and their production and distribution. Furthermore, we create and introduce new complex generic products that are hybrid drugs whose authorisation is based on testing results on the reference medicine and new clinical trial data. These are expected to have the same clinical effect and safety profile as the branded drugs. The manufacturing of complex generics provides us with higher profitability owing to limited market competition.

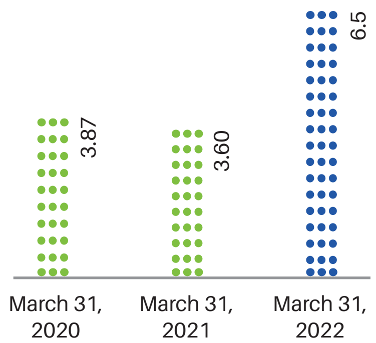
Our R&D and innovation capabilities are well-focused towards:

- Creating novel formulations of existing molecules aimed at improving patient benefit through the reduction of 'pill burden', and organoleptic features of the product.
- Introducing low-cost 'first-to-launch' generic products in the market immediately after the patent expiry of products.
- Creating a new delivery mechanism of an approved drug (for the same or different indication) or combining it with a diagnostic device to bring a 'novel therapy' to the market, significantly improving treatment cost or drug safety/side-effects.

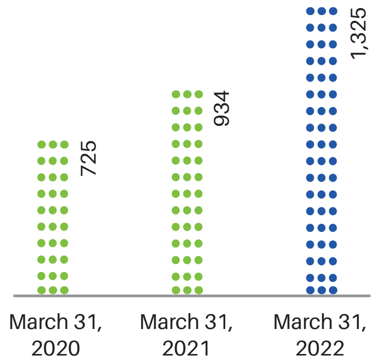
Windlas R&D laboratories are recognised by the Department of Scientific and Industrial Research, Ministry of Science and Technology (GOI). Our high innovation velocity complex products have grown from 725 in 2020-21, to 934 in 2021-22. We have also obtained a license to manufacture 3,279+ products across our four plants.

Research & development expenses

(₹ in Crore)



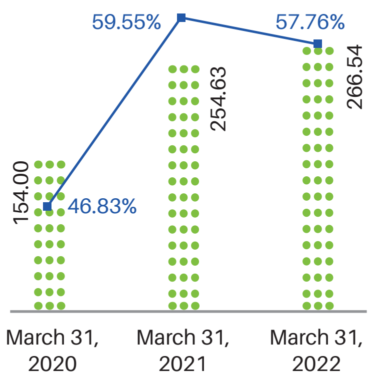
Growing commercialised product portfolio with the help of R&D



Emphasis on Chronic Therapies

The prevalence of chronic diseases has risen dramatically in recent years. Changes in lifestyle and food habits and the rising pollution levels have contributed to an unprecedented increase in chronic diseases in the cardiovascular, metabolic, respiratory, central nervous and other vital biological systems. The Chronic therapeutic category showcased a CAGR of ~10% between 2015-16 to 2019-20, while the overall domestic formulations market recorded a growth of 8.6% during the same period.

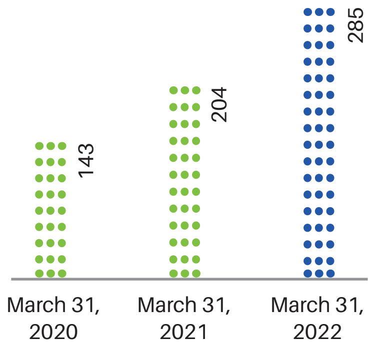
Revenue from the sale of products in the chronic segment (₹ in Crore)



Long-term Relationships with Indian Pharmaceutical Companies

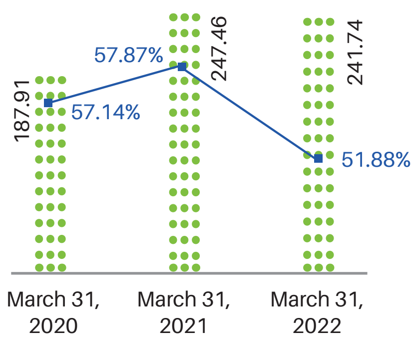
We have invested in service specialisation, increased equipment efficiency, and infrastructure to cater to the growing demand from our clientele in recent years. Our emphasis on making these investments further strengthens trust and engagement with our customers, reinforcing our ability to retain and extend our association with them. We have developed relationships with several significant brands as a byproduct of these initiatives, including Pfizer Limited, Sanofi India Limited, Cadila Healthcare Limited/Zydus Healthcare Limited, Emcure Pharmaceuticals Limited, and Eris Lifesciences Limited, among others. We typically sign long-term CDMO agreements with our customers lasting two to five years. We are determined to establish and maintain these long-term relationships with our customers through regular interactions and follow-ups.

Number of customers



We foster long-term relationships by actively engaging with our customers. The insights thereon, enable us to strategise our capital expenditure plan and improve our ability to benefit from increasing overall margins, once the plant starts operating at optimum capacity. This, while ensuring stronger purchasing power for raw materials and a lower cost base. Thereon, facilitating a competitive cost structure for sustainable growth and profitability. We derive a significant proportion of our revenue from such long-term agreements with our customers.

Revenue generated from sales to our top 10 customers (₹ in Crore)



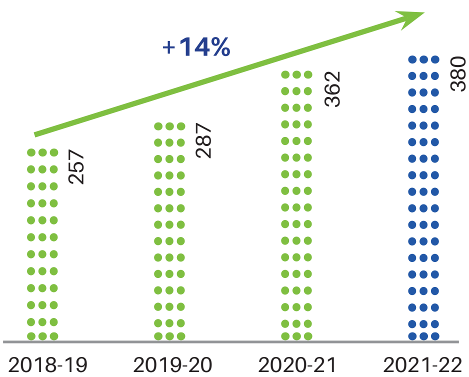
Continuing to Grow Our CDMO Customer Base

The CDMO industry accounts for about 31% to 33% of the total domestic formulations market and is worth ₹ 370 billion which is estimated to reach ₹ 410 billion by 2024-25.

Windlas Biotech is among the few players in the pharmaceutical industry offering CDMO. We are driven by our experience and capabilities. Our Company is poised to build better possibilities and achieve growth while expanding our client base with customer-centric additive manufacturing solutions. The increase in use of outsourcing by pharmaceutical companies is building further opportunities for us to strengthen stakeholder relationships with our customers.

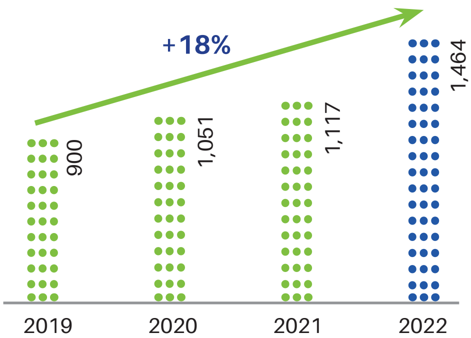
We are targeting regional pharmaceutical companies and e-pharmacies to develop products catering to specific requirements. Moreover, our business development team aims to apprise customers of our innovative products and collect market information (such as technological advancements and existing competition) to assess market volatility/risks and trends in line. This practice will help map the relevance of our products while maintaining and improving stakeholder relationships.

CDMO revenue (₹ in Crore)

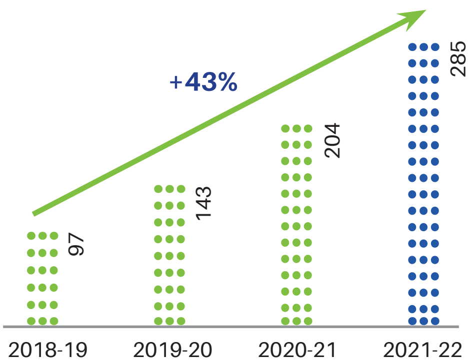


CDMO revenue grew with a CAGR of 14%

Number of CDMO products catered every year



Added new customers at a rapid pace



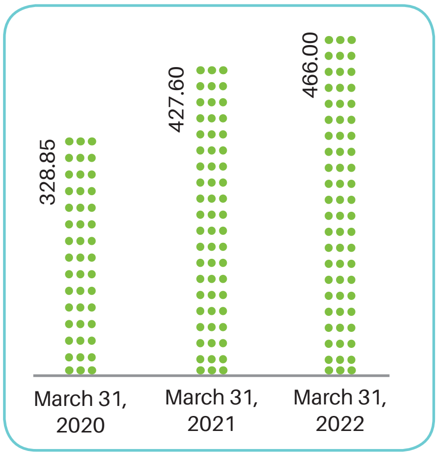
Building Stability. Adding Profitability.

We are committed to maintaining financial stability and generating positive operating cash flow. Our long-term CDMO agreements and client relationships have reduced our vulnerability to consumer payment failures, allowing us to meet our targets. Our Company has received [ICRA]A (Stable) and [ICRA]A1 ratings and our Total Debt/Equity ratio, as on March 31, 2022, stood at 0.02 (x) times, while ROCE stood at 11.83%.

We maintained strong financial results throughout the year, showcasing our resilient business model. Our Company generated 81% of income from the CDMO vertical, 13% from Trade Generics, and 4% from Export, demonstrating our diverse and robust business plan.

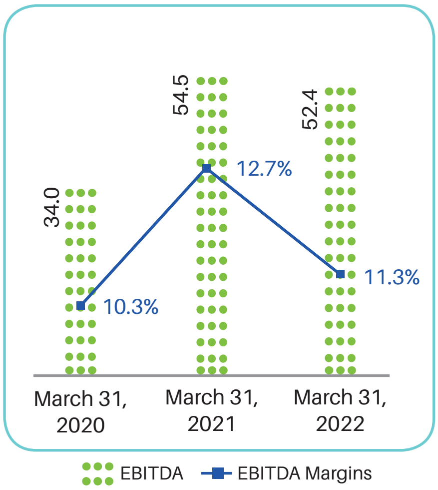
Revenue from Operations

(₹ in Crore)



EBITDA and EBITDA Margins*

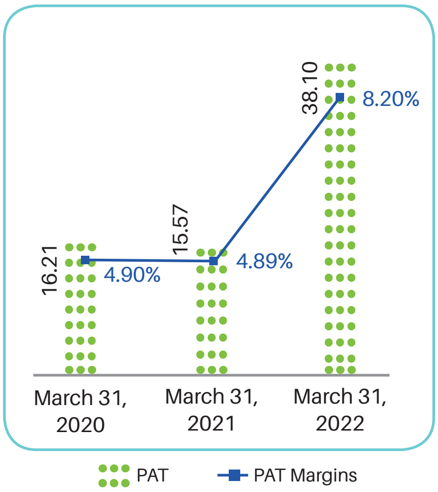
(₹ in Crore)



*Adjusted for ESOP Costs

PAT and PAT Margins**

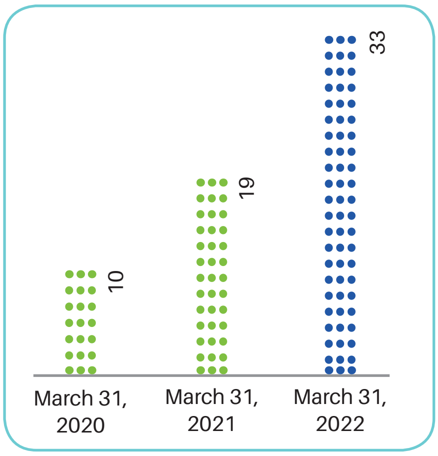
(₹ in Crore)



**Adjusted for ESOP Costs and for one-time write-off relating to Goodwill

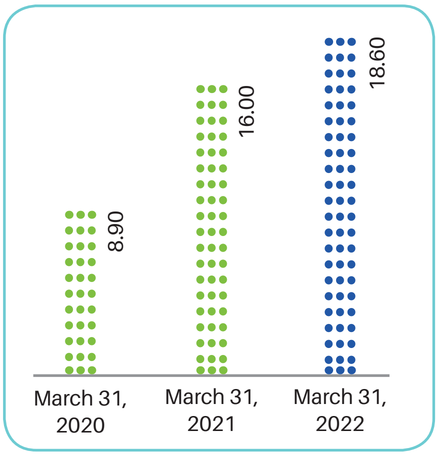
ROE

(%)



EPS***

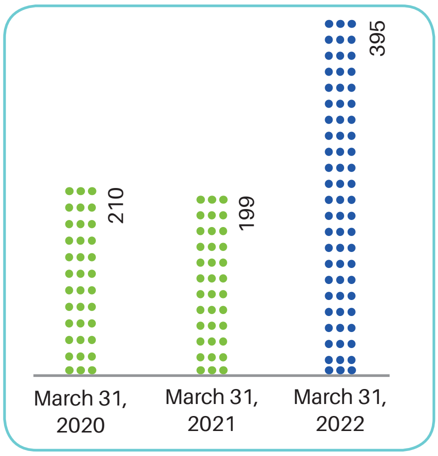
(₹)



***Adjusted for one-time write-off relating to Goodwill

Net Worth

(₹ in Crore)



Sustainable Business Model

Capitals Engaged

Financial Capital
Our strong capital base, as well as diversified sources (Equity, Debt) of funding that are used to support our clients for credit extension

Manufactured Capital
Our capital consists of all the tangible assets we rely on, to conduct our operations and business activities

Intellectual Capital
Our intangible assets include our brand, reputation, technology-based infrastructure, strategic partnerships with third-party payment interfaces, tie-ups with banks to process loans, manage risks and deliver effective customer service

Human Capital
Our team, with their experience and skills to develop and deliver our lending solutions to the customers

Social and Relationship Capital
Our relationships with stakeholders, particularly the communities in which we operate, since we understand the importance of NBFCs in fostering a vibrant and thriving society as well as a financial ecosystem

Inputs

- **₹ 395.22 Crore**
  Capital Employed
- **₹ 394.8 Crore**
  Total Equity

- **4**
  Manufacturing Facilities Located at Dehradun in Uttarakhand
- **7,064 million**
  Tablets & Capsules Manufacturing Capacity
- **54 million Packs**
  Pouch & Sachet Manufacturing Capacity
- **61.08 million**
  Liquid Bottles Capacity

- **₹ 6.5 Crore**
  Spent in R&D
- **4,641**
  Licensed to Manufacture Products
- **9**
  Patent Applications Filed
- **5**
  Patents Granted

- **962**
  Total Number of Employees
- **₹ 63.4 Crore**
  Employee Benefit-Cost
- Providing Various Training and Skill Development Programme

- **₹ 0.74 Crore**
  Amount Spent for CSR Activities
- **₹ 7.5 Crore**
  Taxes Paid
- **856**
  Dealers and Distributors Network

Key Value Drivers

Our Mission
To accelerate the drug research of our clients, manufacture complex products at high volume and create innovative solutions that improve affordability of medicines for all.

Our Vision for 2025
Our vision for 2025 is to be regarded as a leading partner of choice in the Indian pharmaceutical contract development and manufacturing space. We shall also be recognised as one of the fastest-growing generic medicines companies with a pan-India distribution network. With manufacturing facilities approved by regulated and emerging market authorities, we export medicines and health products outside India. We proactively invest in research and development and bring to market a portfolio of unique IP protected products that add lasting value to the under-served patients.

Business Activities

Output

Our Values

The principles towards which we consciously strive collectively & individually and measure our own performances are:

Quality

- Pay attention to detail and ensure standards that we can be proud of
- Do the right things right
- Commit to a mindset of personal excellence

Customer Orientation

- Listen and respond to our stakeholders with a sense of urgency
- Make it easy to work with us
- Clearly communicate mutual intentions and expectations

Results Orientation

- Set challenging goals and strive for achieving alignment and resonance
- Assume ownership and strive to execute flawlessly
- Confront constructively with a solution mindset to solve problems

Discipline

- Make and meet commitments
- Maintain uncompromising transparency, integrity and professionalism
- Plan, fund, staff and monitor projects properly and communicate with clarity

Working in Teams

- Encourage diversity of perspectives and foster creative thinking and innovation
- Share credit fairly and give honest and timely feedback where required
- Reward informed risk taking and challenge status quo

Business Activities

Research → Drug Development → API Manufacturing → Formulation Manufacturing → Packaging

Output

- **₹ 465.9 Crore** Revenue from Operations
- **₹ 38.1 Crore** Profit after Tax
- **₹ 18.58** Earnings per Share
- **32.9%** Return on Capital

- **₹ 368.42 Crore** Revenue Generated through Tablets & Capsules
- **₹ 3.89 Crore** Revenue Generated through Pouch & Sachet
- **₹ 80.91 Crore** Revenue Generated through Liquid Bottles
- **41.02%** Capacity Utilisation of Plant

- **59** Product Marketing Authorisations across Various Export Markets
- **4,641** New License Received to Manufacture Products

- **₹ 0.48 Crore** Revenue per Employee

- **44** No. of Investors Meeting Held
- **1,959** No. of Grievances Resolved

Building Scalable Growth for Community Development

Social Initiatives

Employees are our most significant asset, and one of our key goals for a brighter future is their development. We also recognise that society's participation is critical to our success and the well-being of our communities. And so, they continue to be the cornerstone of our thought process.

Employee Engagement

We, at Windlas Biotech, believe that our Company's success is inextricably related to the growth of our workforce. We are committed to improving our workers' knowledge and skills, and fostering a cohesive and healthy work environment that allows them to seamlessly evolve with continuous technological advancements and advance in their careers.

Our Company has 962 employees. We have made arrangements with third-party personnel companies to supply contract labour. The number of contract labourers varies depending on the kind and scope of work assigned to independent contractors at time.

We regularly conduct training and development programmes for our employees. Our aim is to foster their potential, improve productivity, operational excellence and maintain quality and safety compliance standards. We also organise training workshops for our personnel to assist them in learning a range of skills. We schedule modules at regular intervals to encourage teamwork and employees' personal growth.

To retain our talented pool of employees, we have provided ESOP 2021 to motivate them for the future and enhance their performance.

Our CSR Initiatives

Community development is one of our top goals, and we feel it is critical for the inclusive development of our Company and society as a whole, as we move forward. We participate and support a number of Corporate Social Responsibility (CSR) programmes to assist communities in growing. We collaborate with recognised organisations on community-building projects.

Our Company has enhanced communities all through Windlas' reach by concentrating on food and education, healthcare, animal medicine/feed, and environmental preservation.

₹74.1 Lakhs

Amount invested for CSR activities

Health Care Services

We believe everyone should have access to medical and healthcare services. To support the underprivileged sections of society, we provide free medical services directly or through Smile India Trust and Swami Vivekanand Health Mission.

During the renowned Kumbh festival, we distributed Oxi-meters and hand sanitizers. We also distributed free medicine to the deprived citizens of society.

Educational Initiatives

Education is the fundamental right of every human being. It is the first step toward increasing people's awareness, critical thinking, empowerment, and the ability to make a difference in their life.

In schools administered by the Government and other social institutions, we support underprivileged students by providing their tuition and exam fees and procuring books and dresses for them. We have also distributed computers to students of Saraswati Vidya Mandir, Manduwala, Dehradun with the help of Shishu Shiksha Samiti.

Scalability Backed by Excellent Leadership Governance

We are led by a strong team of industry professionals, experienced promoters, and senior management. Many of our senior executives have been with us for more than a decade. Our team's experience, expertise and guidance enables us to identify and address market trends, manage and expand our operations, maintain and leverage client relationships, and capitalise on opportunities to consistently move ahead.

Board of Directors

Mr. Ashok Kumar Windlass

Whole-Time Director

- Established Windlas Biotech in 2001
- Led Windlas Biotech as MD till 2020

Mr. Hitesh Windlass

Managing Director

- 14+ years of experience in the field of management
- Bachelor's degree from the IIT-BHU, MSc. in Material Science & Engineer from Georgia Institute of Technology and MBA from the Graduate School of Business, University of Chicago
- Set up our Domestic Trade Generics, OTC Brands and Exports SBVs
- Leading Windlas since 2020 and plays a significant role in preparing the strategy for our Company

Mr. Manoj Kumar Windlass

Jt. Managing Director

- Founded Windlas Biotech in 2001
- Deeply engaged in managing client relations, and product portfolio expansion
- Plays a significant role in driving the product portfolio decisions and overall commercial operations, including business development, supply chain and procurement
- Bachelors degree in Business administration from Georgia University

Mr. Pawan Kumar Sharma
Executive Director

- 20+ years of experience in the pharmaceutical industry with a Bachelor's degree in Law from Hemwati Nandan Bahuguna Garhwal University, Srinagar (Garhwal)

Mr. Vivek Dhariwal
Chairman and Independent Director

- 20+ years of experience in manufacturing and supply operations
- Previously associated with ICI India Limited, Baxter India Private Limited, and Pfizer Limited
- Bachelor's degree from IIT-B & Master's degree in Science from University of Kentucky

Mrs. Prachi Jain Windlass
Non-Executive Director

- Bachelor's degree in Technology from the IIT, Delhi, Master's degree in Science from the University of Southern California, and an MBA from the University of Chicago
- Currently associated with Michael & Susan Dell Foundation India and previously with Boston Consulting Group

Mr. Srinivasan Venkataraman
Non-Executive Independent Director

- Fellow member of the Institute of Chartered Accountants of India
- Previously associated with Wealth Tree Advisors, Hines, Aon Global Insurance Services, and Lovelock & Lewes

Mr. Gaurav Gulati
Non-Executive Independent Director

- Bachelor's degree in Science (computer science) from the University of Illinois. An MBA from Booth School of Business

Management Discussion and Analysis

Global Economy

Overview

The year 2021 was a mix of events. The global economy registered growth of 6.1% in 2021 against a contraction of 3.3% registered in the year 2020. With advanced and developing economies growing by 5.1% and 7.3%, respectively, in 2021. The first half witnessed nation-wide vaccination drive, ease of restrictions and pent-up demand post opening of up nations. Government initiatives, quantitative easing helped stabilise the economies and reverse the economic losses to some extent. The recurrent Covid-19 waves continued throughout the year. As things started getting back to the new normal, the world witnessed a new set of challenges emerging from supply chain disruptions, rising commodity prices, and soaring inflation, resulting in tightening of monetary policy. The situation was further aggravated with the Russia-Ukraine war.

Amid the on-going turmoil, the global GDP is likely to report growth of 3.2% in 2022.

World Economic Outlook Growth Projection

(Real GDP, annual percent change)

		Projections	
	2021	2022	2023
World Output	**6.1**	**3.2**	**2.9**
Advance Economies	**5.2**	**2.5**	**1.4**
United States	5.7	2.3	1.0
Euro Area	5.4	2.6	1.2
Germany	2.9	1.2	0.8
France	6.8	2.3	1.0
Italy	6.6	3.0	0.7
Spain	5.1	4.0	2.0
Japan	1.7	1.7	1.7
United Kingdom	7.4	3.2	0.5
Canada	4.5	3.4	1.8
Other Advance Economies	5.1	2.9	2.7
Emerging market and Developing Economies	**6.8**	**3.6**	**3.9**
Emerging and Developing Asia	7.3	4.6	5.0
China	8.1	3.3	4.6
India	8.7	7.4	6.1
ASEAN-5	3.4	5.3	5.1
Emerging and Developing Europe	**6.7**	**-1.4**	**0.9**
Russia	4.7	-6.0	-3.5
Latin America and the Caribbean	**6.9**	**3.0**	**2.0**
Brazil	4.6	1.7	1.1
Mexico	4.8	2.4	1.2
Middle East and Central Asia	**5.8**	**4.8**	**3.5**
Saudi Arabia	3.2	7.6	3.7
Sub-Saharan Africa	**4.6**	**3.8**	**4.0**
Nigeria	3.6	3.4	3.2
South Africa	4.9	2.3	1.4
Memorandum			
Emerging Market and Middle-Income Economies	**7.0**	**3.5**	**3.8**
Low-Income Developing Countries	**4.5**	**5.0**	**5.2**

(Source: IMF, World Economic Outlook Update, July 2022)

Note: For India, data and forecasts are presented on a fiscal year basis, with FY 2021-22 starting in April 2021. For July 2022 WEO Update, India's growth projections are 7.4% in 2022 and 5.3% in 2023 based on calendar year.

Indian Economy

Overview

India is the fastest-growing economy among the emerging nations, as testified by the nation's progress post-Covid-19 outbreak. The financial year 2021-22 proved itself as a year of recovery. India's GDP grew by 8.7% in 2021-22 against a contraction of 6.6%in 2020-21. Despite the second wave and its impact on the economic progress, the Gross Value Added (GVA) grew by 8.1% in 2021-22, compared to the contraction of 4.8% in 2020-21. On the other hand, contact-intensive services like Trade, Hotels, Transport, Communication and Broadcasting also showcased robust recovery and grew by 23.1% in 2021-22 against a contraction of 17.6%.

(Source: https://pib.gov.in/PressReleseDetail.aspx?PRID=1829784)

Owing to the re-calibrated opening of the markets along with improved vaccination rates/drives,the economic output gradually moved towards its pre-Covid-19 levels. This revival, coupled with higher levels of actual spending both by the private and Government sector, and the accommodative stance of RBI during the fiscal year, augmented growth. The Government of India had announced a set of structural reforms in 2021 to boost the Indian economy, of which the Production-Linked Incentive (PLI) scheme is aimed at benefiting multiple sectors and boost indigenous production. The capital expenditure for the current fiscal year is estimated to be ₹ 6.03 Lakh Crore, 35% higher compared to 2020-21.

(Source: https://www.zeebiz.com/india/news-india-marginally-slashes-gdptarget-for-2021-22-analysts-say-omicron-curbs-rising-crude-russiaukraine-war-may-pose-challenges-in-achieving-target-179876)

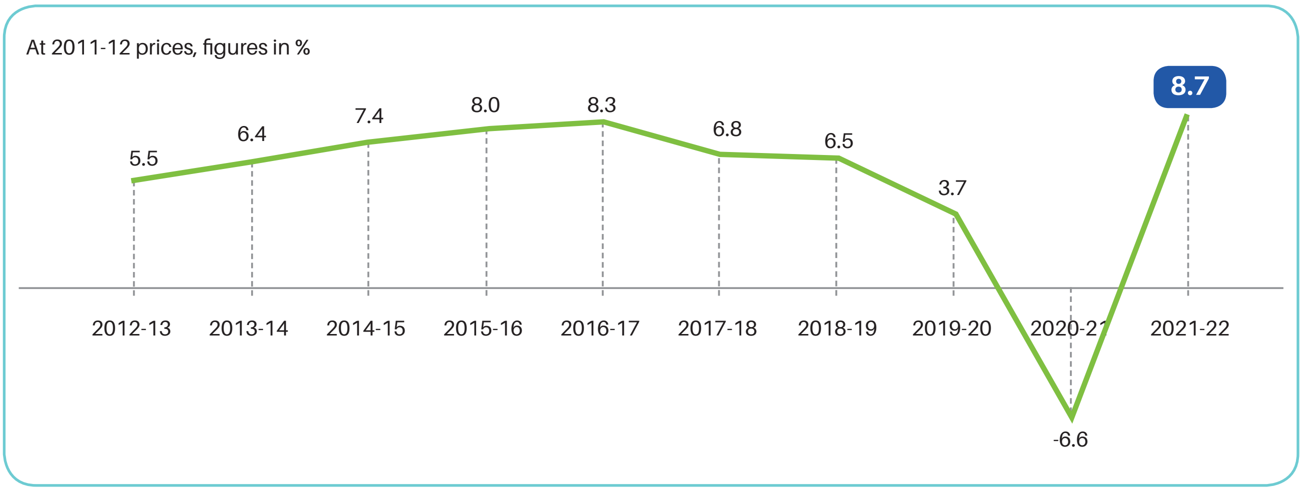
(Source: https://indianexpress.com/article/business/economy/india-q3-october-december-fy-2021-22-gdp-updates-gross-domesticproduct-data-7794780/)

The second half of 2021 witnessed a lot of upheavals including pronounced issues of coal, supply chain disruptions, growing inflation and outbreak of the Omicron variant. These events hampered consumer confidence and investor sentiments. Additionally, rising geopolitical tensions elevated crude oil prices as India imports almost 80% of its oil needs through imports. Further rise in oil prices widened the fiscal deficit, weakening the value of rupee, thus heightening inflation. Despite these headwinds, our economy gained higher resilience and grew by 8.7% 2021-22, retaining its position as the fastest-growing major economy in the world.

Outlook

As per IMF, the Indian economy is likely to grow by 7.4% in 2022-23 and 6.1% in 2023-24. However, various concerns such as rising inflation, supply chain disruption and geopolitical tension remain a key concern for the economy.

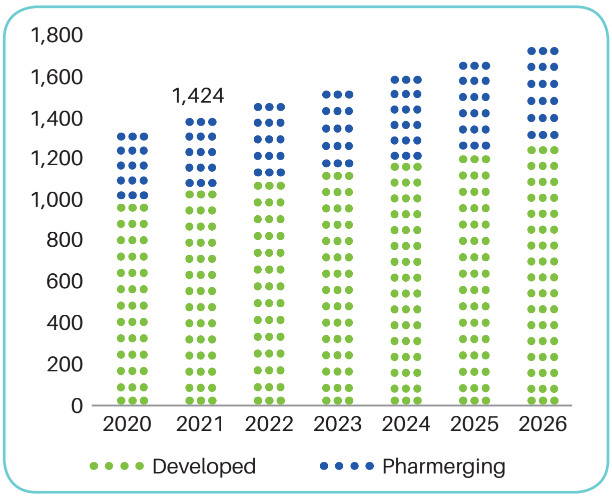
India's GDP growth



Global Pharmaceutical Market

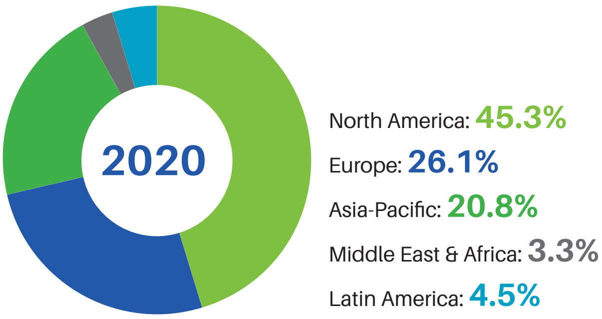
The global pharmaceutical market has evolved significantly in the fight against the pandemic. The industry has ensured continuous supply of medicines to support the health infrastructure across nations. The global pharmaceutical market is estimated to be USD 1.4 trillion size in 2021, registering a CAGR of 3-6% through 2026 and expanding to reach ~USD 1.8 trillion market by 2026. The growth will be driven by the pharmerging markets and high-end speciality medicines developed in the developed markets. However, this growth will be partially offset by slower growth in developed markets on account of loss of exclusivity, to the tune of USD 188 billion over 2022-2026. *(Source: IQVIA, 2022)*

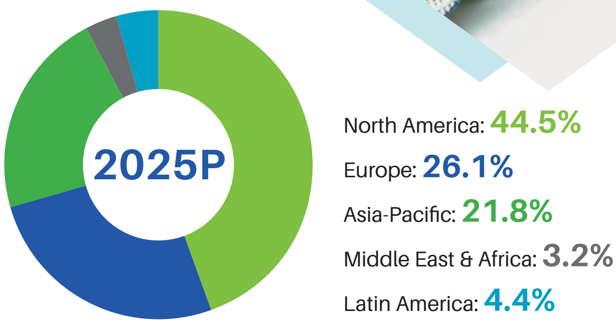
Global pharmaceutical market size (USD billion)



- The US dominates close to half of the global pharmaceutical market, and is estimated to register CAGR of 0-3% over 2021-26
- Spending in Europe is likely to rise by USD 35 billion over the next five years on account of focus on generics and biosimilars
- Continued biennial price cuts and shift to generics in Japan will result in contraction of growth
- Spending in China is projected to rise on account of higher uptake and use of new original medicines

Region-wise global pharmaceutical market





Key enablers for growth of the global pharmaceutical sector

Rising aging population

According to the World Population Prospects Report by UN, of the total estimated population of 9.3 billion by 2050, close to two billion of the world's population is expected to be above the age of 60, by 2050. With aging population, the requirement of medicines related to chronic diseases will be high.

Access to quality healthcare

Increase in purchasing power, expansion in insurance coverage and easy access to quality healthcare specially in the developing nations will drive the growth of the industry. Majority of the increased usage will be driven from markets like China, India, Brazil and Indonesia. The extent of Government's initiatives and expenditure towards healthcare infrastructure will also be a key determinant.

Increasing chronic diseases

Accelerating urbanisation, rising working population will lead to a more sedentary lifestyle resulting in increasing chronic diseases globally. Emerging countries will be hit the most with burgeoning population growth. Cardiovascular disease, obesity and diabetes will be more prevalent and prominent. The global chronic disease market is estimated to reach USD 3,990 million by 2026 registering CAGR of 8% over 2021-22.

Higher Government spend

The pandemic has been a wake-up alarm for the need of a proper healthcare system in place. This will encourage Government spending and attract investments in the sector.

Rising demand for generics

In the next five years, patent expiries is expected to reach USD 188 billion. This will increase the investments for generics and biosimilars. Consistent launch backed by pipeline of higher number of pending ANDAs along with complex or niche generics will further drive demand.

Innovation and R&D

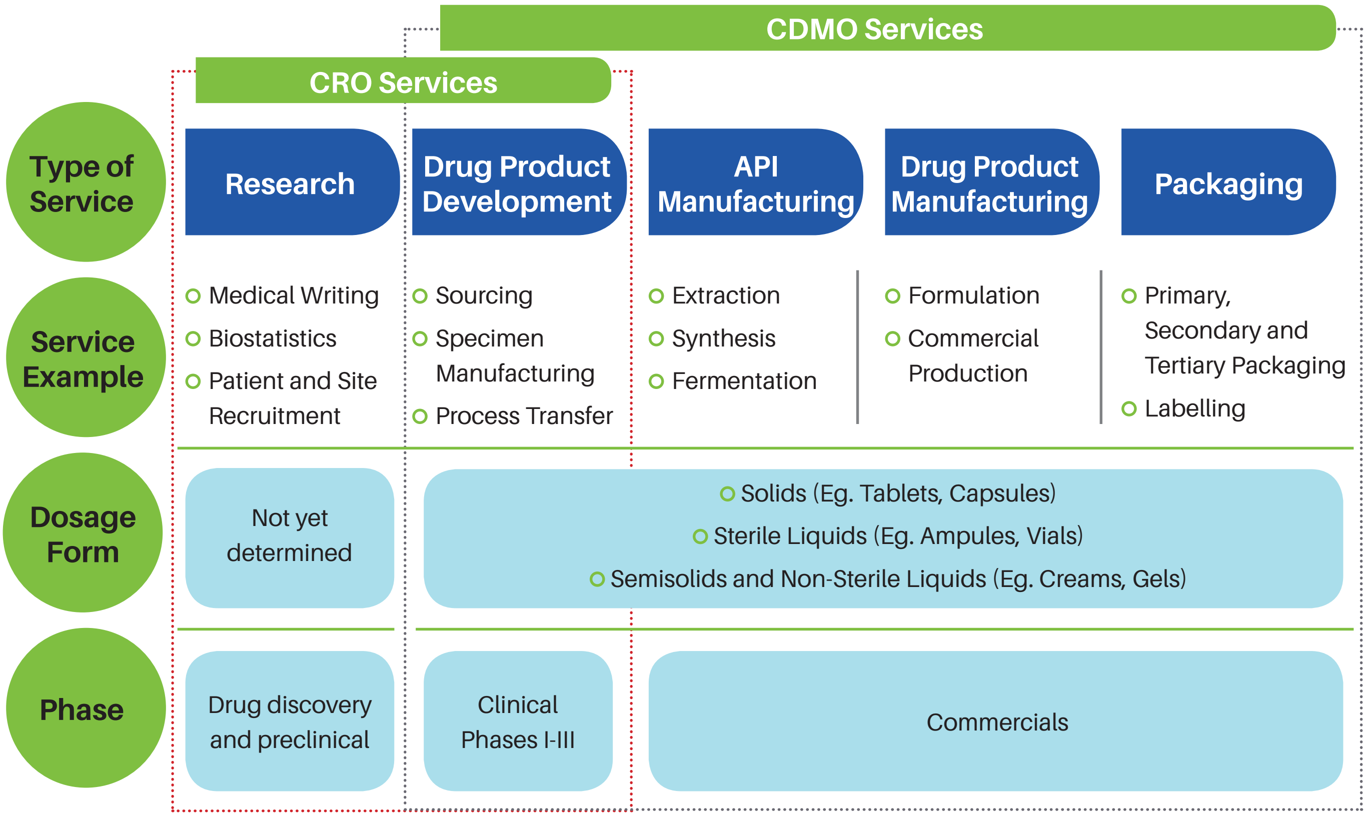
Innovations in advanced biologics, gene and cell therapy will attract significant interest for R&D and manufacturing in the future.

Global Formulations Industry

Contract Development & Manufacturing Organisation (CDMO)

The global formulations industry or Contract Development & Manufacturing Organisation (CDMO) has attained a more prominent position post the pandemic as drug developers are facing challenges across multiple aspects right from biopharma industry, drug development, clinical trials, supplies, and manufacturing, to supply chain logistics. The CDMOs have established themselves as feasible alternatives to the in-house R&D and manufacturing units of the big pharma. They have become an integral part of the large pharma businesses. The global CDMO market valued at USD 160 billion in 2020 is likely to be worth USD 237 billion by 2026, registering CAGR of 6.5% over 2020-2026.

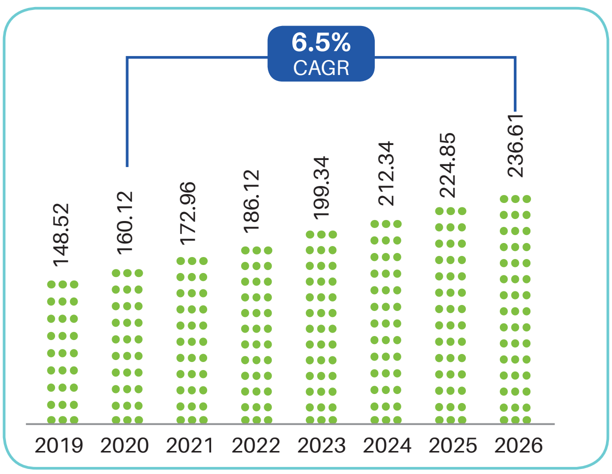
Overview of the CRO and CDMO Services



(Source: PWC)

CDMO Market

Revenue in USD billion, Global, 2019-2026



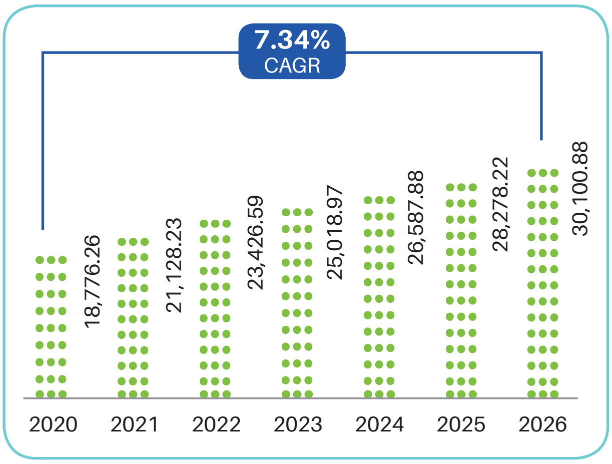
(Source: Mordor Intelligence)

Global Formulations Outsourcing Market

The global formulation outsourcing market stood at USD 18 billion in 2020 and is estimated to be USD 30 billion by 2026. The industry is growing at a much higher pace compared to the global pharmaceutical industry. The rising demand for generic medicines and biologics, capital intensive nature of the business and complex regulatory requirements have augmented the demand for outsourcing. Additionally, the big pharma companies are directing their energy and resources to the core areas of competency and diverting the other activities to outsourced model.

Formulation Development Outsourcing Market

Revenue in USD million, Global, 2020-2026



(Source: Mordor Intelligence)

North America holds the dominant position in formulation outsourcing followed by Europe and Asia-Pacific. Asia-Pacific is expected to lead the total global formulations outsourcing revenue.

Formulation Development Outsourcing Market

Revenue in USD million, by Geography, Global, 2018-2026

Region	2018	2019	2020	2021	2026	CAGR (%)
North America	7,067.33	7,430.71	7,996.57	8,933.60	12,289.83	6.59%
Europe	4,368.18	4,635.36	5,040.53	5,692.39	8,225.06	7.72%
Asia-Pacific	3,314.58	3,570.38	3,935.40	4,505.61	6,955.28	9.07%
Middle East & Africa	661.02	687.59	731.86	809.22	1,047.51	5.30%
South America	964.67	1,005.23	1,071.91	1,187.31	1,553.21	5.52%

(Source: Mordor Intelligence)

Oncology is the largest therapy segment under global formulations outsourcing. It is valued at close to USD 4 billion in 2018 and is estimated to rise to ~USD 7 billion by 2026.

Formulation Development Outsourcing Market

Revenue in USD million, by Application, Global, 2018-2026

Application	2018	2019	2020	2021	2026	CAGR (%)
Oncology	3,297.47	2,556.21	3,924.32	4,498.21	6,978.97	9.18%
Genetic Disorders	614.85	647.04	696.93	779.63	1,077.61	6.69%
Neurology	1,645.93	1,726.14	1,852.78	2,065.48	2,802.39	5.29%
Infectious Diseases	1,191.20	1,315.00	1,483.37	1,738.85	2,946.88	11.13%
Respiratory	1,012.79	1,099.33	1,220.64	1,407.97	2,242.52	9.76%
Cardiovascular	1,225.73	1,305.34	1,422.84	1,610.72	2,362.92	7.97%
Other Application	7,382.81	7,680.21	8,175.39	9,027.27	11,689.60	5.30%

(Source: Mordor Intelligence)

Key Growth Drivers for CDMO

Rising demand for generics and biologics

The pharmaceutical companies are outsourcing the R&D activities to CDMOs and CROs to reduce the drug development costs and timelines. The rising demand of generics and biologics and capital intensive nature makes outsourcing a viable option for the big players.

Reduced costs and expertise

The emerging countries have access to low cost skilled pool of talent, expertise, technology and access to specialised knowledge. Speed and agility along with low costs compared to developed nations have encouraged outsourcing.

Rising drug approvals

The rise in approvals by the regulatory bodies is expected to fuel the manufacturing of the pharmaceutical formulations. From 2018 till 2021, around 210 drugs have been approved. This will accelerate the formulation development outsourcing market's demand as outsourcing allows the pharmaceutical clients to expand the technical resources without increased overhead.

End-to-end services

The CDMOs provide end-to-end services and invest heavily on technology, people and infrastructure.

Global Injectables Market

The global injectable drugs market was valued at USD 398 billion in 2020 registering CAGR of 7.9% over 2020-26. The market is expected to reach USD 670 billion by 2026.

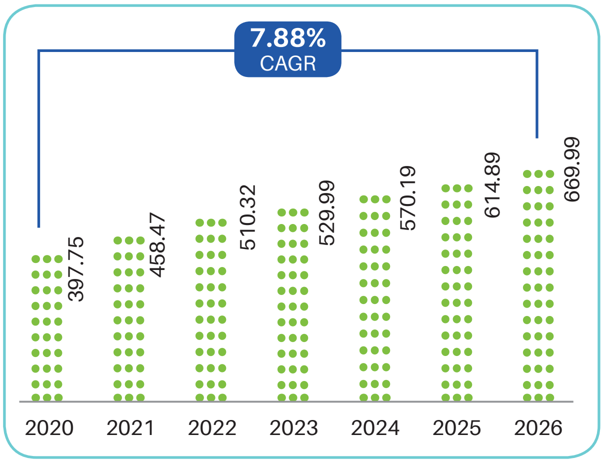
The major factors attributing to the growth of this industry include:

- Rising R&D focus on development of biotechnology-engineered anti-cancer drugs
- Rapid growth in the usage of pre-filled syringes for biologic products
- Increased outsourcing activities

By region, North America continues to hold the largest position, followed by Europe and Asia. By application injectable the oncology segment has the highest share followed by neurology and cardiovascular diseases.

Injectable drugs market

Revenue in USD million, Global, 2020-2026



(Source: Mordor Intelligence)

Injectable drugs market

Revenue in USD billion, by Geography, Global, 2018-2026

Region	2018	2019	2020	2021	2026	CAGR (%)
North America	143.09	154.19	168.70	193.80	278.42	7.52%
Europe	89.32	96.61	106.09	122.32	179.00	7.91%
Asia-Pacific	74.31	81.06	89.78	104.40	159.42	8.84%
Middle East and Africa	11.62	12.50	13.65	15.66	22.31	7.34%
South America	16.73	17.94	19.53	22.30	30.84	6.70%

(Source: Mordor Intelligence)

Injectable drugs market

Revenue in USD billion, by Application, Global, 2018-2026

Application	2018	2019	2020	2021	2026	CAGR (%)
Oncology	99.20	107.40	118.05	130.17	200.33	9.00%
Neurology	12.30	13.17	14.32	15.61	22.73	7.80%
Cardiovascular Diseases	37.86	40.64	44.29	48.42	71.41	8.08%
Autoimmune Diseases	53.06	57.56	63.39	70.03	108.82	9.22%
Infectious Diseases	86.77	94.77	105.09	137.33	187.97	6.48%
Pain	14.81	15.52	17.15	18.66	26.84	7.54%
Other Application	31.05	32.94	35.45	38.24	51.89	6.29%

(Source: Mordor Intelligence)

Growth Drivers for Global Injectable Market

Rise in chronic diseases

There is an increase in the prevalence of diabetes and other chronic diseases for which treatment is primarily administered using injectables.

Emergence of New Drug Delivery Systems (NDDS)

The development of new injectables delivery devices has facilitated increased access to self-administered medications which are convenient and safe to use. Moreover, NDDS helps the patients reduce frequency of their hospital visits.

New therapeutic areas for injectables

The market for injectables is growing for new ailments such as rheumatoid arthritis, multiple sclerosis, cancers and autoimmune disorders. Pharmaceutical players, especially in the injectable segment are investing in research and technology that will cater to formulations in this new segment of diseases.

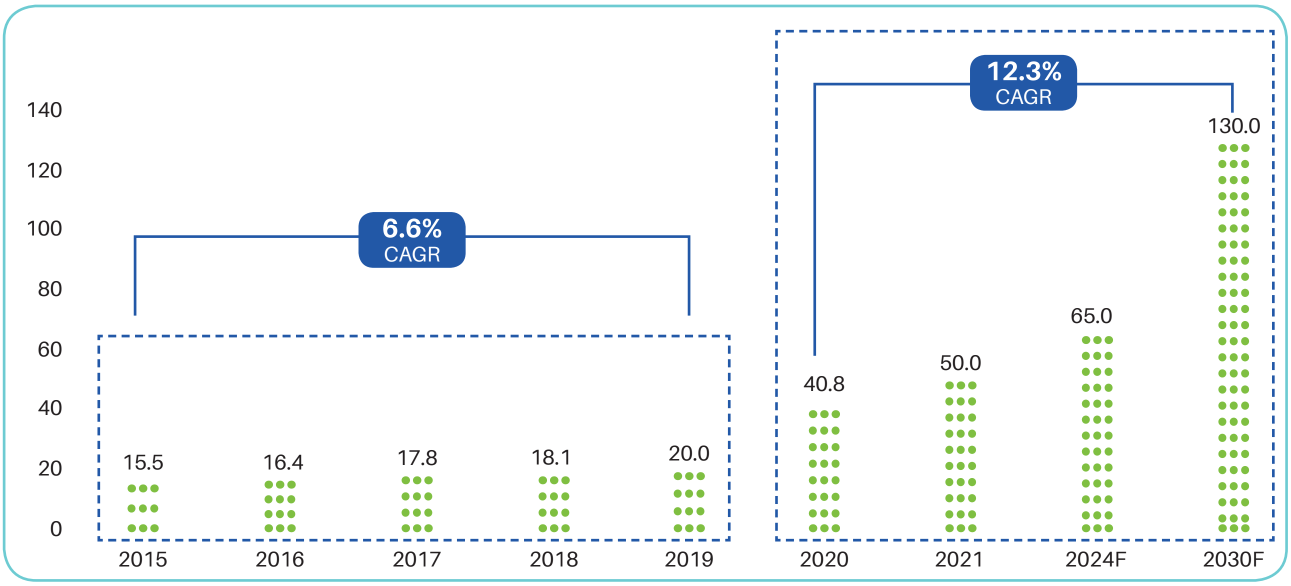
Growth of biologics

In the next few years, many biologic drugs are expected to witness patent expiry. This is expected to result in a surge in their biosimilar and biologics products which in turn is expected to increase demand for the injectables drug delivery devices for such formulations.

India's Pharmaceutical Market (IPM)

India enjoys a critical position in the global pharmaceutical market. Globally, India ranks 3rd in terms of pharmaceutical production by volume and 14th by value. Over 50% of global demand for various vaccines, 40% of generic demand in the US and 25% of all medicine in the UK are supplied from India. India's domestic pharma industry is projected to expand three-fold by 2030. Valued at USD 42 billion in 2021, the industry is anticipated to be worth USD 130 billion by 2030.

Indian pharmaceutical market
(USD billion), 2015-30F



(Source: KPMG)

The IPM is expected to witness growth of 9-11% in 2021-22. Over April-Jan 2022, all the segments have registered strong growth. However sales growth of acute therapies like anti-infectives, gastro, respiratory and pain have risen at faster pace during the year. Higher sales related to Covid-19 products along with continued outperformance of chronic therapies will drive the market growth.

Niche product launch pipeline of the US market, higher price and volume growth in domestic market will drive the growth of IPM.

Growth in leading pharma therapies
(Jan 2022)

Therapy Areas	MAT Growth (%)
Cardiac	9.3
Anti Infectives	28.0
Gastro	20.5
Anti Diabetic	6.7
Vitamins	15.3
Respiratory	27.3
Pain	24.2
Derma	9.7
Neuro/CNS	9.5
Gynaeo	15.9

(Source: Bloomberg)

India Exports

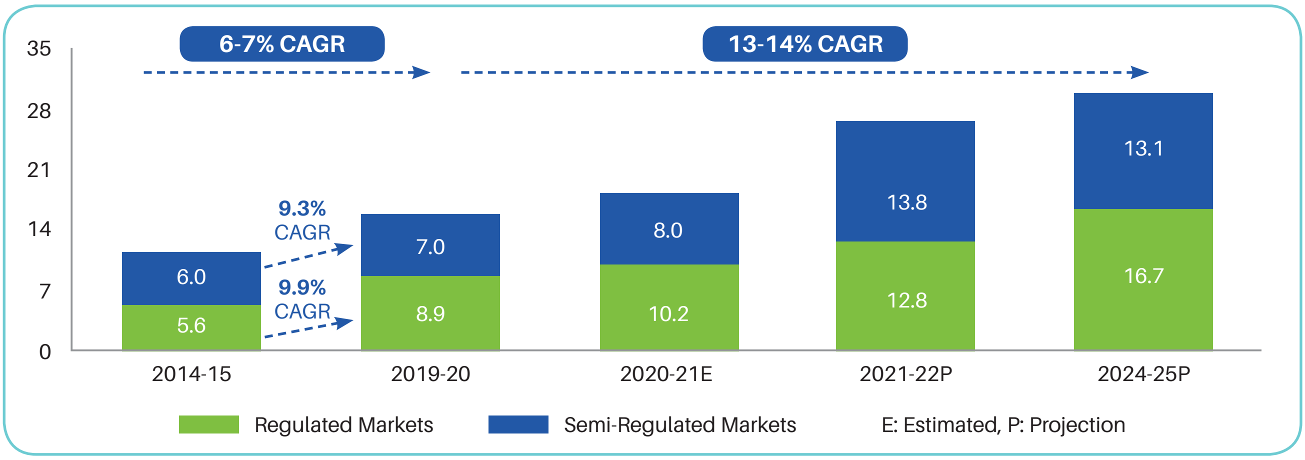
- Globally, the largest supplier of generic medicines, generic drugs account for 20% of the total global export, in terms of volume
- India's pharma exports grew by 18.2% in 2021, highest growth recorded in last exports eight years. For 2021-22, India's pharma exports have touched ₹1.8 trillion
- FDI investments in the sector has reached USD 1.2 billion between April-Dec 2021
- The United States, the United Kingdom, South Africa, Russia, and Nigeria are India's top five pharmaceutical export destinations. Around 55% of our pharmaceutical exports are destined for highly regulated markets
- North America is the largest market for India's pharma exports with a share above 30% followed by the US, Canada and Mexico

Formulation Exports

New product launches and opportunities in limited competition products amid reducing pricing pressure in the US have augmented the growth of India's formulations exports. An increase in demand for pharmaceutical products, induced by the pandemic, and hoarding of supplies by some nations in the wake of production disruptions, have increased exports. The formulation export market growth is estimated to register CAGR of 13-14% over 2021-25 as compared to 6-7% in previous five years.

Formulation export trend

(USD billion)



Advantage India

Drug Parks

- One-time grant was announced for three bulk drug parks with a maximum limit of USD 140 million per park during 2021-25. This will include Infrastructure facilities solvent storage systems, logistics, and effluent treatment plant facilities
- Further, 'Ind-CEPI mission' and the 'Covid Suraksha Mission' (Financial outlay ₹ 900 Crore or USD 119 million approximately) have been launched by the Government to boost the development and testing of indigenous vaccine candidate

China plus one policy

- With the onset of pandemic, companies are contemplating on reducing their dependence on China
- MNCs are augmenting their operations in other countries, including India, thus, making India the potential candidate for manufacturing opportunities
- China plus one policy is being adopted by companies to move production facilities to more lucrative markets such as India, and other ASEAN countries

Production Linked Incentive (PLI) schemes

- Production Linked Incentive (PLI) schemes announced for Kev Starting Materials (KSMs) and APIs to boost domestic manufacturing of 53 bulk drugs, with a financial outlay of ₹ 6,940 Crore (USD 908 million)
- It includes financial incentives to eligible manufacturers of identified 41 products on incremental sales over base year 2019-20 for six years
- Domestic manufacturing and exports of APIs, KSMs and other drugs is set to be implemented at a cost of ₹ 15,000 Crore (USD 1,963 million)

Biotechnology related: Bio-NEST, BioTech Science clusters

- For strengthening biotechnology sector, initiatives such as Bio-NEST and BioTech Science Clusters were implemented by the Government
- Four bio-clusters have been established at Faridabad, Bangalore, Kalyani and Pune, focused on bridging industry-academia research and innovation gaps, incubation space to start-ups and bio-clusters for catalysing R&D and entrepreneurship activities

(Source: KPMG)

Over the last five years, Government's expenditure on healthcare has doubled. Further to this, in March 2022, ₹ 500 Crore (USD 666 million) was earmarked for the Strengthening of Pharmaceutical Industry scheme. This would be invested over a period of five years over 2021-2026.

Government expenditure on health in India
(USD billion)

2015-16: **23.6**

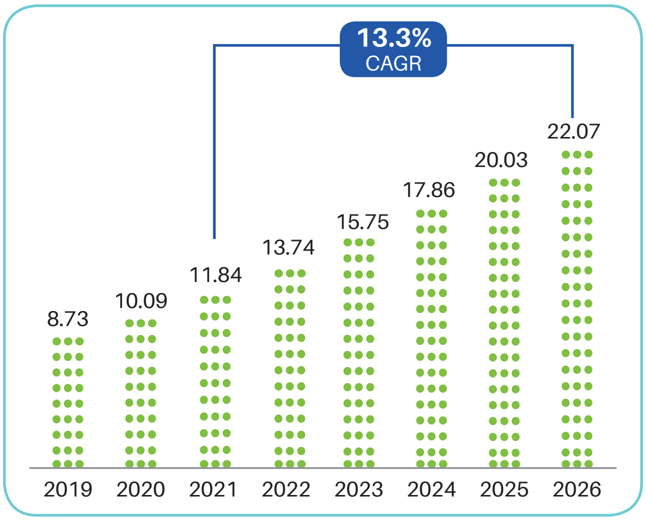
2016-17: **35.1**

2017-18: **34.9**

2018-19: **41.4**

2019-20: **46.0**

India's CDMO market size



Domestic CDMO Sector

The pharmaceutical companies are consolidating their supplier base and concentrating on their core strengths of R&D and drug discovery. They are focusing to develop alternate sources for supplying APIs as well as manufacturing their critical products to ensure minimum supply disruptions. These factors are expected to provide strong growth for CDMOs in the coming years on the back of continued growth in the pharmaceutical industry and companies striving to reduce their fixed costs through outsourcing of their manufacturing activities.

CDMOs that offer services across drug substance and drug product as well as development and manufacturing are preferred. Responding to this need of the hour, the CDMOs continue to expand their capabilities across all phases of development and commercialisation to eliminate the need for technology transfer and to serve customers end-to-end. India's CDMO market worth USD 10 billion in 2020 is projected to reach a size of USD 22 billion by 2026, registering CAGR of 13.3%. API and intermediates occupy the biggest market size and finished dosage is likely to witness highest CAGR of 14% over 2020-26.

Key Trends in the CDMO Industry

Low costs

India is the preferred destination for the pharmaceutical players in terms of cost competitiveness. The capital costs ranging from setting up manufacturing plant to hiring specialised talent, is much lower compared to western counterparts. With lower cost manufacturers capturing a major portion of the market, there is a tectonic shift with major players outsourcing in India. India is in a pole position in the area of dosage form and end-to-end efficiency in outsourcing.

Quality compliant infrastructure and technical expertise

After the US, India has the highest number of facilities compliant as per USFDA norms. The number of approved USFDA is 665 and several facilities are under various stages of redressal of grievances, if any.

Proven track record

India holds the 12th position in the world for export of medical goods. The country's pharmaceutical sector contributes 6.6% to the total merchandise exports. Indian CDMO players have significant experience in development and manufacturing of pharmaceutical products. This has enabled them to build good business practices and quality manufacturing processes. This experience has aided the India's position as the leading manufacturer of Pharmaceutical products.

A wide range of product mix

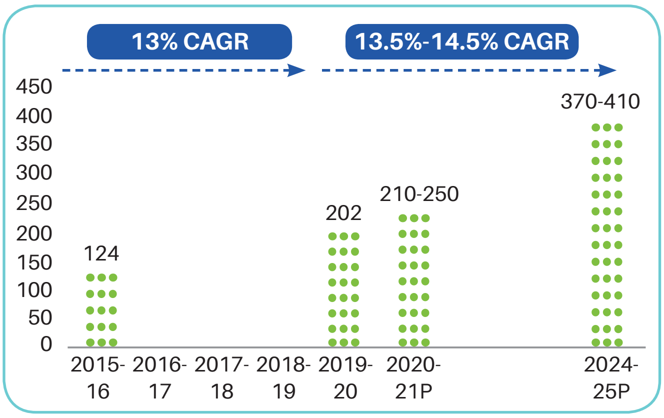
Led by a wide range of product mix comprising high-end research services, biologics, and complex technology services, all offered at a low cost, CRAMS industry has witnessed tremendous growth in the Indian subcontinent. With externalisation of research to emerging markets,

India presents a strong case for outsourcing research and manufacturing. Whilst contract manufacturing is expected to garner a larger share of revenues in the range of over 50-60%.

Higher growth in CDMO of domestic formulation

The strong demand for outsourcing both by big pharma and Indian pharma companies have outstripped the growth of contract manufacturing of formulations compared to the growth of formulations. The CDMO for formulations is expected to see a CAGR of ~14% over 2020-25 and domestic formulations market is likely to witness CAGR of 11% during the same time period.

Domestic formulation CDMO Market (₹ billion)



(Source: CRISIL Research) P: Projection

Chronic therapies to lead the market

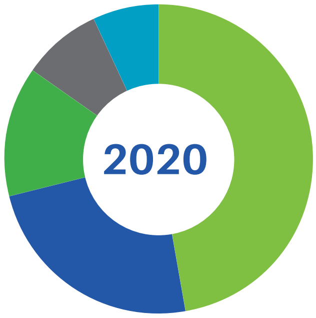
With higher urbanisation, rising population and sedentary lifestyles, the prevalence of chronic diseases have grown significantly paving way for increasing demand for chronic therapies. Anti-diabetes and cardiac therapies occupy a major chunk of formulations outsourcing market.

Percentage of contribution from chronic and acute therapies in IPM

Chronic: **35.0%**

Acute: **65.0%**

Therapy-wise segmentation of domestic formulations CDMO market



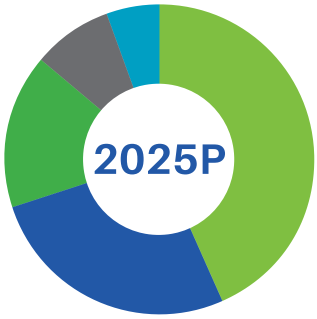
Anti-Diabetic: **23.0%-27.0%**

Cardiac: **13.0%-17.0%**

Dermatology: **7.0%-8.0%**

Respiratory: **5.5%-6.5%**

Others: **45.5%-47.5%**



Anti-Diabetic: **26.5%-27.5%**

Cardiac: **15.5%-16.5%**

Dermatology: **7.5%-8.5%**

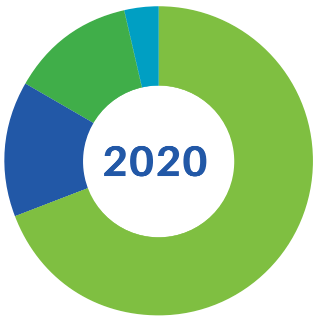
Respiratory: **4.5%-5.5%**

Others: **43.5%-44.5%**

Growth trajectory in Oral solids outsourcing to continue

In dosage terms, the oral solid formulations outsourcing occupies a major share among others. Solid dosages are the mainstay of the pharmaceutical market. Low costs, patent, compliance and ease of maintenance have fuelled the growth of this segment.

Dosage-wise segmentation of domestic formulations CDMO market

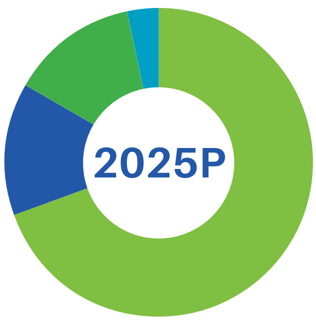


Solids: **69.8%-70.8%**

Injectables: **13.3%-14.3%**

Liquids: **12.5%-13.5%**

Others: **2.5%-3.5%**



Solids: **70.0%-71.0%**

Injectables: **13.2%-14.2%**

Liquids: **12.5%-13.5%**

Others: **2.3%-3.3%**

Integrated services

Innovation and speed-to-market occupy the centre stage in the pharmaceutical industry. One of the primary drivers of growth for the CDMO players is their ability to provide integrated services across the drug lifecycle. Various pharma players are keen on tie-ups with CDMOs offering advanced supply chain opportunities. In order to optimise development time and cost, drug developers are keen to progress their product with minimal supply chain complexities. This has helped CDMOs to expand their capabilities and emerge as the preferred partner of choice.

Indian Trade Generics Market

Trade generics are generics i.e. drugs for which the patents have expired and which are sold directly to the distributor and not marketed through medical representatives. They account for 10% of the generics segment. The trade generics imbibe the same quality and efficacy that of the branded generics. However, the push for high-margin branded generics by the medical representatives have overpowered this segment. Trade generics provide good opportunity for Indian generics manufacturer to export to some of the semi-regulated market as these market share similar disease profile as well as have lower healthcare expenditure.

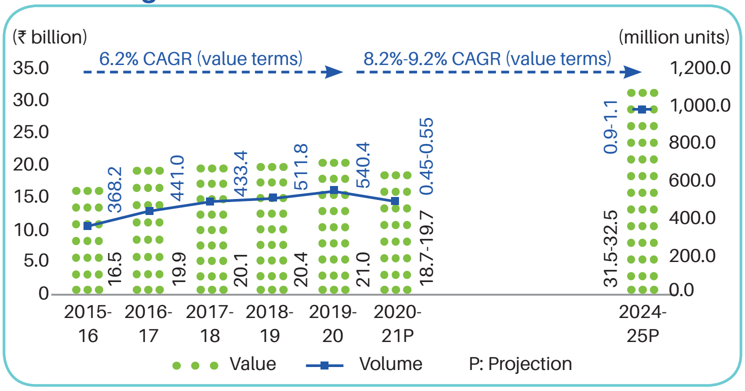
Advantage of trade generics

- Substitute for expensive brands
- More affordable
- Same efficiency levels as branded generics

Growth

India's trade generics have observed a CAGR of 6.2% over 2016-2020. The trade generics market is expected to outperform the domestic formulations market by volume. The sales volume of trade generics is likely to be 13% compared to 5% for formulations over the next five years. The segment is likely to record CAGR of 8.2-9.2% over 2021-25, reaching a market size of ~₹ 33 billion.

Outlook of growth



(Source: https://www.contractpharma.com/issues/2021-05-01/view_features/cdmo-market-trends-opportunities/)

Key Trends in the Trade Generics

Easy access to low cost healthcare

As trade generics are a relatively less expensive alternatives to branded generics, it caters to the healthcare needs of the underprivileged. The rural markets are characterised by lower penetration of healthcare facilities, low per capita consumption of medicines, a wide base of patients with acute and chronic diseases, and low penetration of generics. With low affordability trade generics becomes the favourable option, limiting expenses and ensuring cure.

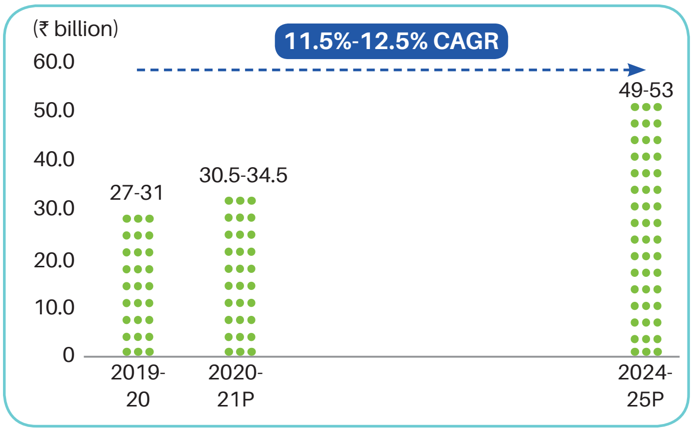
Government push for schemes such as Jan Aushadhi Yojana

The Government scheme Jan Aushadi Yojana aims to reduce the healthcare budgets of every citizen and provide quality generic medicines at affordable prices. This is likely to see a substantial improvement in sales of generics and may account for 2% of total domestic pharmaceutical sales by 2024.

Domestic Injectables CDMO Market

The domestic injectable CDMO industry focuses on manufacturing injectable formulations primarily for domestic formulation companies. Injectables, though a small segment in the CDMO space but is expected to experience significant growth on account of rising chronic therapies. The domestic injectables CDMO industry, valued at ₹ 31 billion in 2020 is positioned for a CAGR of 11.5-12.5% over the next five years.

Review and outlook on domestic injectables CDMO industry



P: Projection

There is an increasing demand for injectable manufacturing globally on account of Covid-19 and increase in drug approvals.

Key trends

- The liquid dosage sector is predicted to develop steadily due to the continuous use of liquid dosage formulation in the nasal and ophthalmic segments. This expansion is likely to be bolstered by increased R&D.
- The rising prevalence of chronic diseases in India as a result of rising pollution levels and the population's unhealthy lifestyle are the primary drivers of the generic injectables industry.

Windlas Biotech Limited

Company Overview

In the domestic pharmaceutical formulations Contract Development and Manufacturing Organisation (CDMO) industry, we are the leading players ranking among the top five (by revenue) in India. We are present across the value chain providing a comprehensive range of CDMO services ranging from product discovery, product development, licensing and commercial manufacturing of generic products, including complex generics, in compliance with current Good Manufacturing Practices. Additionally, our own branded products are sold in the trade generics and OTC markets as well as export generic products to several countries. Currently, we own and operate four manufacturing facilities located in Dehradun, Uttarakhand.

Total installed operating capacity per annum

Categories	2019-20	2020-21	2021-22	Capacity Utilisation
Tablets & Capsules	5,258 million	7,064 million	7,064 million	42.7%
Pouch & Sachet	43 million packs	54 million packs	54 million packs	5.5%
Liquid Bottles	61.1 million	61.1 million	61.1 million	51.7%

We have three distinct strategic business verticals (SBV):

- CDMO Services and Products
- Domestic Trade Generics and Over-The-Counter (OTC) Brands
- Exports

CDMO Services and Products

Our CDMO Services and Products SBV are focused on providing products and services across a diverse range of pharmaceutical and nutraceutical generic products. These products are sold to Indian and foreign multinationals who market these products under their own name. We are catering to top 7 out of 10 Indian Pharmaceutical Formulations Companies.

Domestic Trade Generics and OTC Brands

Trade generic products are generic medicines, i.e. drugs for which the patents have expired, which are sold directly to the distributor and not marketed through medical representatives. These products compete with the branded generics and are typically used as a substitute for more expensive branded generic medicines.

Our Domestic Trade Generics and OTC Brands SBV consists of (i) trade generic products; and (ii) OTC brands, which include nutraceutical and health supplement products. These products do not require prescription and are distributed and promoted in India under Windlas brand names through online and offline channels and majorly manufactured by us.

Exports

Export vertical is engaged in identifying high growth opportunities in semi-regulated international markets and selected regulated markets. The aim is to develop and register product applications in order to obtain marketing authorisations for medicines and health supplements. These products are sold to pharmaceutical companies and pharmacies in the respective markets.

Financial Performance

On a consolidated basis, the net adjusted revenue from operations grew 9% Y-o-Y to ₹ 466 Crore for 2021-22. EBITDA margins stood at 11.3% as against 12.7% Y-o-Y. A decline in EBITDA margins was primarily due to change in product mix, increased R&D expenses, additional plant manpower and higher product development or registrations. Our Company also incurred ₹ 1.8 Crore of ESOP-related expenses during the year. Adjusted profit after tax stood at ₹ 38 Crore as against ₹ 16 Crore Y-o-Y. Profit after tax has doubled on account of higher other income.

CDMO vertical highlights: For the full year 2021-22, revenue for CDMO vertical stood at ₹ 398 Crore as compared to ₹ 362 Crore in 2020-21, growing by 5% on YoY basis. CDMO vertical contributed approximately 81% and 85% for 2021-22 and 2020-21, respectively to the consolidated revenue.

Trade generics vertical highlights: For the full year 2021-22, revenue for trade generics vertical stood at ₹ 61 Crore as compared to ₹ 44 Crore in 2020-21, growing by 39% on YoY basis. Trade generics vertical contributed approximately 13% and 10% for 2021-22 and 2020-21, respectively to the consolidated revenue.

Export vertical: For the full year 2021-22, revenue for export vertical stood at ₹ 21 Crore as compared to ₹ 19 Crore in 2020-21, growing by 10% on YoY basis. The export vertical generics vertical contributed 4% of the consolidated revenue in both the years.

Over the next five years, we expect to double our CDMO revenue, triple revenues from trade generics, and quadruple export revenues. Our three-pronged CDMO vertical strategies of increasing revenue share from existing customers, new customer addition, and innovative product launches fuelled by strong R&D will augment the growth.

R&D and Innovation

Innovation is at the core of our spirit at Windlas. We aim to deliver customised, innovative and complex generic products to our customers. Our R&D team works closely with customers or prospective customers, and provides innovative and cost-efficient solutions tailored to meet specific customer requirements. Our R&D laboratories (which include formulation development, analytical development and chemical research areas) are located at Dehradun Plant - I, and are recognised as an in-house R&D unit by the Department of Scientific and Industrial Research, Ministry of Science and Technology, Government of India. Our R&D laboratories are focused on developing cost-efficient processes.

We have successfully utilised our R&D capabilities to develop various products, processes and technologies for diverse therapeutic segments. Over the years our Company has obtained more than 55 product marketing authorisations across various export markets, such as, Cambodia, Ivory Coast, Philippines, Thailand, Vietnam, Myanmar and Sri Lanka. Additionally, we have also entered into a technology licensing agreement in relation to nanoparticle-encapsulated curcumin solid dispersion technology with the National Institute of Pharmaceutical Education and Research, Mohali.

At WBL, we ensure that all our products go through the quality check by our R&D team and ensure to meet the global standards. The R&D team continues to assist us in developing newer technologies, delivery systems and manufacturing processes for existing as well as new products. This will eventually bring in economies of scale, efficiency, simplified processes, improvement in safety and reduced environmental load.

Quality, Health, Safety and Environment

Windlas Biotech Limited has well-defined electronic Quality Management System in place across all manufacturing facilities. Our Company ensures that all products manufactured are suitable for their intended use in term of safety, identity, strength, quality and purity. We ensure that the end-products are in conformity with the various regulatory directives and CGMP (Current Good Manufacturing Practices).

Our Company is constantly working on innovative technologies to create efficient waste management, Wastes are collected in separate waste disposal area and disposed through authorised outer vendor within ninety days following norms of State Pollution Control Board.

Our Company's primary focus has been around reducing emission and promoting cleaner environmental solutions. Eco-friendly boiler Briquette fire boiler is used at site, along with other common utilities to adjacent plant to minimise environmental load. We have significantly reduced water consumption through our innovative production processes and introduced rain water harvesting system at site.

Fuming hood with filtration system is installed at site lab to control the volatile organic carbon. To reduce industrial emission at sites, air conditioning system and heat ventilation system were also installed.

To optimise entire effluent stream, our Company has continuously innovated several techniques to reduce effluent generation in the process, Additionally, site the introduced UF plant to treat effluent discharge water and recirculated into the system.

Our Company is continuously innovating processes to reduce waste by maintaining higher yields.

During the year, our Company conducted various training programmes in all units regarding the use and value of personal protective equipment (PPE), safety awareness, and safety actions.

To monitor the fire threat, all our units have fire hydrant systems, fire extinguishers, and smoke and heat detectors and sprinkle system. Fire safety equipment are maintained and monitored as per specified frequency.

An external safety audit in accordance with PSCI checklist was conducted in year 2021 through Sanofi, at site to check safety, health and environment.

Employees

Our employees contribute significantly to our business operations. As of March 31, 2022, we had 959 permanent employees. In addition, we have entered into arrangements with third-party personnel companies for the supply of contract labour. The number of contract labourers varies from time-to-time based on the nature and extent of work contracted to independent contractors.

We train our employees on a regular basis to increase the level of operational excellence, improve productivity and maintain compliance standards on quality and safety. We also conduct training workshops for our employees to develop a variety of skill sets and organise modules at regular intervals to promote teamwork and personal growth of employees. In addition, our Company has adopted the ESOP 2021 with the aim to attract, retain and motivate the key talents by way of rewarding their performance and motivate them to contribute to the overall corporate growth and profitability. Our employees are not unionised into any labour or workers' unions and we have not experienced any major work stoppages due to labour disputes or cessation of work in the last three years.

Information Technology

An appropriate Information Technology (IT) infrastructure is important in order to support the growth of our business. Our IT systems are vital to our business and we have adopted an IT policy to assist us in our operations. The key functions of our IT team include establishing and maintaining enterprise information systems and infrastructure services to support our business requirements, maintaining secure enterprise operations through, among others, risk assessment, planning and mitigation policies, and identifying emerging technologies which may be beneficial to our operations. We have implemented an enterprise resource planning solution system to handle purchase of goods, services, inventory, supply chain management, invoicing, accounting, payments, collections, reconciliation, taxation, regulatory compliance, human resources management and other business functions.

We have also implemented a sales personnel management system which has the capability to record data at the headquarter-level as well as in relation to each employee, including presenting analysis and historical trends. It is capable of importing ERP data and generating reports which assist in effective management. The integration of our information technology systems with our sales and distribution infrastructure enables us to standardise our processes, reduce cost, enhance productivity, improve workflow and communications and improve our risk control mechanisms.

Risk Management

Our risk identification and management activities are continuous and ongoing. Each functional area is responsible for assessing, articulating and controlling relevant risks.

Industry Risk

Any negative impact on the industry can impact the prospects of our Company.

Windlas has presence across various geographies, we periodically evaluates various developments across the countries and identifies any risks and implements immediate action.

Operational Risk

Any manufacturing or quality control issues may damage our Company's reputation, adversely affecting business, results of operations, and financial conditions.

Windlas's facilities are all as per GMP standards. We also house a R&D team which does rigorous checks to ensure the quality and efficacy of the products as per customer standards.

Competition Risk

Competition from domestic and international players.

Our Company is focused on building economies of scale, two decades into the business, WBL has strengthened our business' long-term relation with marquee customers. Our Company undertook R&D initiatives which focuses on reducing costs, improving efficiency and turnaround time.

Suppliers Risk

Profitability and margins are directly impacted by the volatility in prices. In case of a significant change in the raw material's prices and operational cost among others, profitability, too, will shift.

Our Company has developed alternative suppliers to safeguard the raw material supply chain.

Financial Risk

The revenues are spread across various currencies, any drastic fluctuations will.

Our Company has robust hedging strategy and framework in place to safeguard against fluctuations.

Internal Control Systems

Our Company has adequate internal control systems commensurate with our business' size and nature of business. WBL firmly believes that change is the only permanent thing, and in line with that spirit, our Company regularly updates our systems for incremental improvements. The Audit Committee of the Board periodically reviews these systems, which record transactions, assets, and report on developments timely. Internal audit is carried out by an independent firm of Chartered Accountants on a quarterly basis. The Audit Committee also regularly reviews the periodic reports of the Internal Auditors. Issues raised by Internal Auditors and Statutory Auditors are discussed and addressed by the Audit Committee.

During the year, our Company conducted various training programmes in all units regarding the use and value of Personal Protective Equipment (PPE), safety awareness, and safety action work stoppages due to labour disputes or cessation of work in the last three years.

Cautionary Statement

The Management Discussion and Analysis contains 'forward-looking statements', identified by words like 'plans', 'expects', 'will', 'anticipates',' believes', 'intends', 'projects', 'estimates' and so on within the meaning of applicable securities laws and regulations concerning WBL's future business prospects and business profitability. All statements that address expectations or projections about the future, the Company's strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements. All these prospects are subject to a number of risks and uncertainties and the actual results could materially differ from those in such forward-looking statements.

The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties regarding fluctuations in earnings, ability to manage growth, competition (both domestic and international), economic growth in India and the target countries worldwide, ability to attract and retain highly skilled professionals, time and cost overruns on contracts, ability to manage international operations, Government policies and actions with respect to investments, fiscal deficits, regulations, interest and other fiscal costs generally prevailing in the economy, etc. Past performance may not be indicative of future performance. The Company does not undertake to make any announcement in case any of these forward-looking statements become materially incorrect in future nor shall the Company update any forward-looking statements made from time to time by or on its behalf.

DIRECTORS' REPORT

To,
The Members,

Your directors have pleasure in presenting the 21st Annual Report on the business and operations of the Company, together with the audited accounts for the financial year ended March 31, 2022.

FINANCIAL RESULTS

Financial performance of the Company is summarised in the table below:

(₹ In million)

Particulars	Consolidated		Standalone	
	2021-22	2020-21	2021-22	2020-21
Revenue from Operations including other Income	**4,726.36**	4,306.95	**4,726.36**	4,306.96
Less Expenses:				
Cost of goods sold	3,028.15	2,744.05	3,028.15	2,744.05
Employee benefits Expenses	634.08	583.24	634.08	583.24
Finance cost	14.17	12.90	14.17	12.90
Depreciation and Amortisation expenses	121.47	129.65	121.47	129.65
Other Expenses	472.83	401.81	468.11	401.81
Total Expenses	**4,270.71**	**3,871.65**	**4,265.99**	**3,871.65**
Profit before share of profit from joint venture and exceptional items	**455.65**	**435.30**	**460.37**	**435.31**
Share of gain/(loss) in associate company	-	(1.73)	-	-
Profit before exceptional items and tax	**455.65**	**433.57**	**460.37**	**435.31**
Exceptional items	-	(216.17)	-	(323.51)
Profit before tax	**455.65**	**217.40**	**460.37**	**111.80**
Tax expense	74.76	61.70	74.76	61.70
Net Profit for the year	**380.89**	**155.70**	**385.61**	**50.10**
Net profit attributable to -				
Owners of the Holding Company	380.89	158.32	385.61	50.10
Non-Controlling interest	-	(2.62)		

CONVERSION TO A PUBLIC COMPANY

During the year under review, the Company was converted from a private limited company to a public limited company pursuant to a special resolution passed by the shareholders of the Company on April 3, 2021, and the name of the Company was changed to 'Windlas Biotech Limited'. A fresh certificate of incorporation dated April 15, 2021, consequent upon change of name on conversion to a public limited company was granted by the Registrar of Companies, Uttarakhand at Dehradun ("RoC").

Additionally, the new set of Articles of Association of the Company, were approved and adopted as the new set of Articles of Association of the Company, in substitution for, and to the exclusion of, the existing Articles of Association of the Company.

STATE OF COMPANY'S AFFAIRS

During the year the Company made an initial public offer of 8,729,023 equity shares of face value of ₹ 5 each ("equity shares") for cash at a price of ₹ 460 per equity share (including a share premium of ₹ 455 per equity share) aggregating to ₹ 4,015.35 million (the "offer") comprising a fresh issue of 3,586,956 equity shares aggregating to ₹1,650.00 million (the "fresh issue") and an offer for sale of 5,142,067 equity shares, comprising of 1,136,000 equity shares aggregating to ₹ 522.56 million by Vimla Windlass (the "Individual Selling Shareholder") and 4,006,067 equity shares aggregating to ₹ 1,842.79 million by Tano India Private Equity Fund II (the "Investor Selling Shareholder") aggregating to ₹ 2,365.35 million (the "offer for sale). The IPO was over-subscribed by 22.47 times in aggregate. The Equity Shares of the Company were listed on the recognised stock exchanges i.e. BSE

Limited ("BSE") and National Stock Exchange of India Limited ("NSE") w.e.f. August 16,2021. The Issue was opened on August 4, 2021 and closed on August 6,2021.

During the year under review, the Company got listed on the Stock Exchanges after receiving listing cum trading approvals from BSE and NSE for the listing of the Equity Shares pursuant to their letters dated August 13, 2021.

SUB-DIVISION OF EQUITY SHARES

During the year under review, the shareholders of the Company approved the sub-division of each of the Equity Share of the Company having a face value of ₹ 10/- each in the Authorised Equity Share Capital of the Company be sub-divided into 2 Equity Shares having a face value of ₹ 5/- each ("Sub-division"), and upon such division 5,40,00,000 existing equity shares of ₹ 10 each of the Company aggregating to ₹ 54,00,00,000 in the Authorised Equity Share Capital of the Company shall be subdivided into 10,80,00,000 equity shares of ₹ 5 each aggregating to ₹ 54,00,00,000. The existing clause V of the Memorandum of Association was accordingly amended to reflect the sub-division of the nominal value of equity shares the company from the existing nominal value of ₹ 10 each to nominal value of ₹ 5 each.

TRANSFER TO RESERVES

The Company has not transferred any amount to any reserve for the financial year ended March 31, 2022.

DIVIDEND

Based on the Company's performance and keeping in mind the shareholders' interest, the Directors recommend a dividend of ₹ 3.50/- per equity share of ₹ 5 each (70%) for the year 2021-22. The dividend on equity shares is subject to the Shareholders' approval at the ensuing Annual General Meeting ('AGM'). The Register of Members and Share Transfer Books of the Company will remain closed from September 13, 2022 to September 19, 2022 (both days inclusive) for the purpose of payment of the dividend for the year ended March 31, 2022.

Dividend Distribution Policy

The Company has adopted a Dividend Distribution Policy that sets out the parameters and circumstances that will be taken into account by the Board in determining the distribution of dividend to its shareholders and/ or retaining profits earned by the Company. The policy is available on the website of the Company at the weblink https://windlas.com/policies/dividend-distribution-policy/

Employees Stock Options Scheme

The Board of Directors of the Company at its meeting held on April 16, 2021, approved introduction of the 'Windlas Biotech Limited Employees Stock Option Scheme 2021' ("ESOP 2021"/"Scheme") for the benefit of the present and future employees of the Company. A total of 5,46,222 (Five Lakhs Forty Six Thousand Two Hundred and Twenty Two) Options were available for being granted to eligible employees of the Company under "ESOP 2021". Each Option when exercised would be converted into one equity share of ₹ 5/- each fully paid-up. Options lapsed or cancelled due to any reason including the reason of lapse of exercise period or due to resignation of the employees/ Directors or otherwise, would be available for being re-granted at a future date subject to approval from the shareholders post listing of equity shares of the Company.

The options granted shall vest not later than 5 (five) years from the date of grant of such options. Number of Options that may be granted to an employee under the "ESOP 2021" shall not exceed one-fifth of the total number of Options reserved under the "ESOP 2021" in aggregate per employee or any such ceiling number of options as may be determined by the Committee within such limit with respect to an individual employee.

The Prospectus of the Company approved by the Board of Directors on August 8, 2021 at Page No. 76 under the heading "ESOP 2021" mentions that the total number of options in force is 546,222 whereas it should have been 419,439 since the company had already granted 419,439 options to the eligible employees prior to the IPO. Therefore, total number of options in force should be 419,439 stock options against 546,222 mentioned in the Prospectus.

ESOP Expenses as on March 31, 2022 is ₹ 18.13 million (Refer Note No. 30 of the Standalone Financial Statement). The options issued under "ESOP 2021" are exercisable after one year from the date of grant of options i.e. on or after May 3, 2022. There are no potential equity shares arising due to grant of stock options under "ESOP 2021". Therefore, there is no effect on Diluted Earnings per share (EPS) (Refer Note No. 37 of the Standalone Financial Statement).

Disclosure under SEBI (Share Based Employees Benefits and Sweat Equity) Regulations, 2021 regarding details of the "ESOP 2021" is given below.

Directors' Report (Contd.)

Date of Shareholders Approval of the Scheme	April 17, 2021 (prior to the IPO)	
Total number of options approved under the Scheme	546,222	
Number of options Granted	419,439 (Options granted on May 3, 2021, prior to the IPO to the Eligible Employees)	
Vesting of Options	Options granted under Plan shall vest not earlier than 1 (One) year and not later than maximum Vesting Period of 5 (five) years from the date of Grant.	
Exercise Price/ Pricing Formula	₹ 275.35 (The fair value of option has been determined using Black-Scholes option pricing model)	
Maximum period within which the grant shall be vested	5 (Five) years from the date of Grant	
Number of Options lapsed during the Year	44,848	
Number of Options outstanding as on March 31, 2022	374,591	
Employee-wise detail of options granted to:		
i. Key managerial personnel (KMP)	KMP	Options granted
	Komal Gupta	41,183
	Shailesh Gokhale	34,534
	Mohammed Aslam	19,862
	Om Prakash Sule	17,602
	Pawan Kumar Sharma	17,020
	Ananta Narayan Panda	1,365
ii. Any other employee who received a grant in any one year of options amounting to 5% or more of the options granted during the year	Nil	
iii. Identified employees who were granted options during any one year equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of our Company at the time of grant	Nil	

FINANCIAL STATEMENTS

In accordance with the Ministry of Corporate Affairs ("MCA") circular dated January 13, 2021 read with circulars dated April 08, 2020, April 13, 2020 and May 5, 2020,the Annual Report 2021-22 containing complete Balance Sheet, Statement of Profit & Loss, other statements and notes thereto, including consolidated financial statements, prepared as per the requirements of Schedule III to the Act, Directors' Report (including Management Discussion & Analysis and Corporate Governance Report) is being sent via email to all shareholders who have provided their email address(es).

The Annual Report 2021-22 is also available at the Company`s website at https://windlas.com/financial-information/fy-21-22/

CONSOLIDATED FINANCIAL STATEMENTS

In compliance with the applicable provisions of Act including the Accounting Standard Ind AS 110 on Consolidated Financial Statements, this Annual Report also includes Consolidated Financial Statements for the financial year 2021-22. Consolidated Turnover was ₹ 4659.30 million as against ₹ 4276.02 million in the previous year. Net Profit after Tax (after minority interest) for the year stood at ₹ 380.89 million as against ₹ 155.70 million in the previous year.

Pursuant to the provisions of the Companies Act, 2013 and Regulation 33 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements Regulation, 2015 ("Listing Regulations") and applicable Accounting Standards, the Audited Consolidated Financial Statements of the Company for the 2021-22, together with the Auditors' Report, form part of this Annual Report.

OPERATIONS AND BUSINESS PERFORMANCE

Kindly refer to Management Discussion & Analysis and Corporate Governance Report which forms part of this report.

CHANGE IN NATURE OF BUSINESS

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

CREDIT RATING

ICRA Limited, i.e. the Credit Rating Agency has upgraded the long-term rating of the Company to [ICRA] A+ (pronounced ICRA A plus) ("Rating") from [ICRA] A (pronounced ICRA A) ("Rating") and reaffirmed the short-term rating at [ICRA]A1 for facilities of the Company as per their letter dated September 21, 2021.

DIRECTORS

During the year under review, pursuant to the provisions of Section 196,197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification from time to time or any re-enactment thereof for the time being in force) (the "Act") read with Schedule V to the said Act, consent of the shareholders was accorded for payment of revised remuneration of ₹ 87 Lakhs per annum Fixed Remuneration and commission upto 1.5% of Net Profits of the Company, to Mr. Hitesh Windlass (DIN 02030941), as Managing Director of the Company with effect from May 3, 2021.

Furthermore, it was decided to pay a revised remuneration of ₹ 87 Lakhs per annum Fixed Remuneration and commission upto 1.5% of Net Profits of the Company, to Mr. Manoj Kumar Windlass (DIN 00221671), as Joint Managing Director of the Company with effect from May 3, 2021.

Pursuant to Section 149, 152 and other applicable provisions of the Companies Act,2013, one third of such of the Directors as are liable to retire by rotation, shall retire every year and, if eligible, offer themselves for re-appointment at every AGM. Accordingly, Mr. Manoj Kumar Windlass (DIN: 00221671), Director of the company will retire by rotation at the ensuing AGM, and being eligible, offers himself for re-appointment in accordance with provisions of the Act. The Board of Directors on the recommendation of the Nomination and Remuneration Committee ("NRC") has recommended his re-appointment.

Pursuant to Section 149, 152, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014 and Listing Regulations and upon recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on May 6, 2021 had appointed Mr. Vivek Dhariwal (DIN: 02826679),Mr. Srinivasan Venkataraman (DIN: 01132306) and Mr. Gaurav Gulati (DIN: 02308392) in the category of Non-Executive Independent Director of the Company, subject to approval of the shareholders in the next General Meeting, for a period of 5 consecutive years w.e.f. May 06, 2021. Mr. Vivek Dhariwal, Mr. Srinivasan Venkataraman and Mr. Gaurav Gulati were reappointed as Indepedent Directors by the shareholders of the Company at the extra ordinary general meeting of the Company held on May 7, 2021.

Mrs. Prachi Jain Windlass (DIN: 06661073) was appointed as the Non-Executive Non-Independent Director of the Company by the Members at the extra-ordinary general meeting of the Company held on May 4, 2021.

The term of office of Mr. Ashok Kumar Windlass (DIN: 00011451), Director of the Company, expired on March 31, 2021. However, he was rendering services to the Company as Executive Director. The shareholders of the Company through special resolution passed in the Extra Ordinary General meeting held on May 4, 2021approved his appointment as Whole Time Director for a period of 5 years from May 3, 2021 till May 2, 2026 who shall not retire by rotation, at a remuneration of ₹ 1,56,00,000 per annum and the shareholders further approved to pay a remuneration of ₹ 13,83,871 (Thirteen Lakhs eighty three thousand eight hundred seventy one only) for the period commencing from April 1, 2021 upto May 2, 2021 for the services rendered by him.

Mr. Hetal Madhukant Gandhi resigned from the office of Non-Executive Non-Independent Director of the Company w.e.f. April 21, 2021, due to personal reasons. He has confirmed that there are no material reasons other than personal reasons. The Board of Directors places on record its appreciation for valuable contribution made by Mr. Hetal Madhukant Gandhi during his tenure on the Board.

A brief resume of the Directors being appointed/ re-appointed, the nature of expertise in specific functional areas, names of companies in they hold directorships, committee memberships/ which chairmanships, their shareholding in the Company, etc., have been furnished in the explanatory statement to the notice of the ensuing AGM.

The Nomination and Remuneration Committee and the Board of Directors of the Company recommend their appointment/ re-appointment at the ensuing AGM.

The Company has received necessary declaration from all the Independent Directors under section 149(7) of the Act confirming that they meet the criteria of independence as laid down in Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations. The Company has also received from them declaration of compliance of Rule 6 (1) & (2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, regarding online registration with the 'Indian Institute of Corporate Affairs' at Manesar, for inclusion/

renewal of name in the data bank of Independent Directors. With regard to integrity, expertise and experience (including the proficiency) of the independent director appointed during the Financial year 2021-22, the Board of Directors have taken on record the declarations and confirmations submitted by the independent director and is of the opinion that the independent director is a person of integrity and possesses relevant expertise and experience and his continued association as Director will be of immense benefit and in the best interest of the Company. With regard to proficiency of the independent Director, ascertained from the online proficiency self-assessment test conducted by the institute, as notified under sub-section (1) of section 150 of the Act, the Board of Directors have taken on record the information submitted by independent director that he/she has complied with the applicable laws.

In terms of section 2(77) of the Act including Rules there under, Mr. Ashok Kumar Windlass, Whole Time Director, Mr. Hitesh Windlass, Managing Director, Mr. Manoj Kumar Windlass, Joint Managing Director and Mrs. Prachi Jain Windlass, Non- Executive Non Independent Director are related to each other.

Key Managerial Personnel

The Key Managerial Personnel (KMP) in the Company as per Section 2(51) and 203 of the Act are as follows:

Mr. Ashok Kumar Windlass, Whole time Director

Mr. Hitesh Windlass, Managing Director

Mr. Manoj Kumar Windlass, Joint Managing Director

Mr. Pawan Kumar Sharma, Executive Director

Mr. Ananta Narayan Panda, Company Secretary and Compliance Officer (appointed as a Company Secretary w.e.f. April 02, 2021)

Mrs. Komal Gupta, Chief Financial Officer

Policy on directors' appointment and Policy on remuneration

Pursuant to Section 134(3)(e) and Section178(3) of the Act, the policy on appointment of Board members including criteria for determining qualifications, positive attributes, independence of a director and the policy on remuneration of directors, KMP and other employees is disclosed in the Corporate Governance Report which is part of the Annual Report. The same are also available on the website of the Company at https://windlas.com/policies/nomination-and-remuneration-policy/

Performance Evaluation of the Board, its Committees and Individual Directors

In accordance with the applicable provisions of the Act and the Listing Regulations, the Board, in consultation with its Nomination and Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and individual directors, including Independent Directors. The framework is monitored, reviewed and updated by the Board, in consultation with the Nomination and Remuneration Committee, based on need and new compliance requirements.

The annual performance evaluation of the Board, its Committees and each Director has been carried out for the Financial year 2021-22 in accordance with the framework. The details of evaluation process of the Board, its Committees and individual directors, including independent directors have been provided under the Corporate Governance Report which forms part of this Report.

Directors' Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

a) in the preparation of the Annual Accounts for the financial year ended March 31, 2022, the applicable accounting standards have been followed. There are no material departures from the applicable accounting standards;

b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2022 and of the profit of the Company for that period;

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

d) the Directors had prepared Annual Accounts on a going concern basis;

e) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

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

HUMAN RESOURCES DEVELOPMENT AND INDUSTRIAL RELATIONS

Your Company lays extreme emphasis on human resources and caring for them at all levels. Your Company enjoyed harmonious relationships with workers and staff during the year under review and consider them their most important assets. Your Company is concerned for its people, customers, suppliers, and community at large which reflects in the Company's policy, programs and development efforts. As on March 31, 2022, your company had 962 permanent employees. Your Company is committed to build and strengthen the human capital by defining policies that support their growth, goals, and help them achieve excellence. Various trainings, seminars and workshops were conducted during the year to train employees and enhance their overall performance.

PARTICULARS OF EMPLOYEES/MANAGERIAL REMUNERATION

The information required under Section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

a) **The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year:**

Directors	Ratio to Median Remuneration
Mr. Vivek Dhariwal	*
Mr. Ashok Kumar Windlass	73.76
Mr. Hitesh Windlass	41.11
Mr. Manoj Kumar Windlass	40.61
Mr. Pawan Kumar Sharma	19.23
Ms. Prachi Jain Windlass	Nil
Mr. Srinivasan Venkataraman	*
Mr. Gaurav Gulati	*

*Since the remuneration/ sitting fee paid was only for part of the year, the ratio of their remuneration to median remuneration was not comparable, and hence not stated.

Note: No commission has been paid to Mr. Hitesh Windlass (MD) and Mr. Manoj Kumar Windlass (Jt. MD) during the Financial year 2021-22.

b) **The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:**

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
Mr. Vivek Dhariwal	*
Mr. Ashok Kumar Windlass	Nil
Mr. Hitesh Windlass	8.95
Mr. Manoj Kumar Windlass	14.51
Mr. Pawan Kumar Sharma	-14.37
Ms. Prachi Jain Windlass	Nil
Mr. Srinivasan Venkataraman	*
Mr. Gaurav Gulati	*
Ms. Komal Gupta (Chief Financial Officer)	17.53
Mr. Ananta Narayan Panda (Company Secretary)	**

* Mr. Vivek Dhariwal, Mr. Srinivasan Venkataraman and Mr. Gaurav Gulati were appointed as Independent Directors on May 6, 2021. Therefore, the increase in remuneration is not applicable.

**Mr. Ananta Narayan Panda was appointed on March 18, 2021. Hence, increase in remuneration for the financial year 2021-22 is not comparable.

c) **Percentage increase in the median remuneration of employees in the financial year:**

24.38%

d) **Number of permanent employees on the rolls of Company:**

962

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

Average percentile increase in salary of employees other than managerial personnel was 26.98%. Average percentile increase in managerial remuneration was 23.79% in 2021-22 over 2020-21.

f) **Affirmation that the remuneration is as per the Remuneration policy of the Company:**

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

g) A statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate Annexure forming part of this Report. Further, the Report and the Accounts are being sent to the Members excluding the aforesaid Annexure. In terms of Section 136 of the Act, the said Annexure is open for inspection at the Registered Office of the Company. Any Shareholder interested in obtaining a copy of the same may write to the Company Secretary.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this Boards' Report.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Board of your Company has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively. Your Company has maintained a proper and adequate system of internal controls.

The Company has appointed M/s. Grant Thornton, Chartered Accountants, as an Independent Internal Auditors who periodically audits the adequacy and effectiveness of the internal controls laid down by the management and suggests improvements. This ensures that all Assets are safeguarded and protected against loss from unauthorised use or disposition and that the transactions are authorised, recorded and reported diligently. Your Company's internal control systems are commensurate with the nature and size of its business operations. Internal Financial Controls are evaluated, and Internal Auditors' Reports are regularly reviewed by the Audit Committee of the Board.

Statutory Auditors Report on Internal Financial Controls as required under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 is annexed with the Independent Auditors' Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report with detailed review of operations, performance and future outlook, as stipulated under Regulation 34 read with Schedule V to the Listing Regulations is presented in a separate section forming part of this Annual Report.

RELATED PARTY TRANSACTIONS

The Company has a policy on Materiality of Related Party Transactions and has been uploaded on the website of the company which can be found on https://windlas.com/wp-content/uploads/2021/05/Policy-on-Materiality-of-related-party.pdf

All related party transactions that were entered into during the 2021-22 were on an arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large.

All related party transactions are presented to the Audit Committee. Omnibus approval is obtained for the transactions which are foreseen and repetitive in nature. A statement of all related party transactions is presented before the Audit Committee on quarterly basis, mentioning the nature, value and terms and conditions of transactions.

The details of Related party transactions are provided in the accompanying financial statements. As all related party transactions entered into by the Company were in ordinary course of business and were on an arm's length's basis, Form AOC-2 is not applicable to Company.

CORPORATE GOVERNANCE

The Company is committed to ensuring good governance practices while protecting the interest of the shareholders by using extreme care, skill and diligence in the business.

The report on Corporate Governance as stipulated under the Listing Regulations forms part of the Annual Report. A certificate from M/s Sandeep Joshi & Associates, Company Secretary regarding compliance of the conditions of Corporate Governance, as stipulated under Schedule V of the Listing Regulations is attached as Annexure and forms part of the Annual Report.

ANNUAL RETURN

In accordance with Section 92 (3) read with Section 134 (3)(a) of the Act, the Annual Return of the Company as on March 31, 2022 is available in the prescribed format on the Company's website on https://windlas.com/financial-information/fy-21-22-2/

DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 and no amount on account of principal or interest on public deposits was outstanding as on March 31, 2022.

The Company does not have any deposits which are not in compliance with the requirements of Chapter V of the Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

In accordance with the provisions of Section 186 of the Act, the details of Loans, Guarantees and Investments made by the Company as at March 31, 2022 are given in the notes to the Financial Statements.

CORPORATE SOCIAL RESPONSIBILITY

Disclosure as per Rule 8 of Companies (Corporate Social Responsibility Policy) Rules, 2014 in prescribed form is enclosed as Annexure I to the Directors' Report.

During the financial year 2021-22, the Company has spent ₹ 7.41 million (2% spend requirement was ₹ 7.35 million) towards various CSR activities, in line with the requirements of Section 135 of the Companies Act, 2013 ('Act'). Details of composition of CSR Committee and Meetings held during 2021-22 are disclosed in the Corporate Governance Report.

SUBSIDIARY

As on March 31, 2022, the Company has one subsidiary namely Windlas Inc.

The Company has attached along with its financial statements, a separate statement containing the salient features of the financial statements of the said subsidiaries in "Form AOC-1".

During the year, under review, the Board of Directors reviewed the affairs of the subsidiaries. Also in conformity with Section 134 of the Companies Act, 2013 and Rule 8(1) of the Company (Accounts) Rules, 2014, Note 47 of Consolidated Financial Statement cover the highlights of performance of subsidiaries and their contribution to the overall performance of the Company during the year.

The Company does not have any Associate Company or Joint Venture. A policy on material subsidiaries has been formulated and is available on the website of the Company at https://windlas.com/policy-on-material-subsidiary/

FAMILIARISATION PROGRAMME

The Company has a familiarisation programme for its Independent Directors which is imparted at the time of appointment of an Independent Director on Board as well as on need basis During the year, the Independent Directors of the Company were familiarised and the details of familiarisation programmes imparted to them are placed on the website of the Company at https://windlas.com/policies/familarization-program-for-independent-directors/

SIGNIFICANT AND MATERIAL ORDERS PASSED BY COURTS, REGULATORS OR TRIBUNALS

There were no significant material orders passed by Courts/ Regulators/ Tribunals which would impact the going concern status of the Company and its future operations.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company persistently promotes ethical behavior in all its business activities and in line with the best international governance practices. The Company has established a system through which directors, employees and business associates may report unethical behavior, malpractices, wrongful conduct, fraud, violation of Company's code of conduct without fear of reprisal. Reporting of instances of leak/ suspected leak of any Unpublished Price Sensitive Information is allowed through this vigil mechanism and the Company has made its employees aware of the same.

The policy has also been posted on the Company's website at https://windlas.com/vigil-mechanism-policy/

The Audit Committee periodically reviews the existence and functioning of the mechanism. It reviews the status of complaints received under this policy on a quarterly basis. The Committee has, in its report, affirmed that no personnel have been denied access to the Audit Committee.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Pursuant to provisions of Section 134 of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 the details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are attached as Annexure II to this report.

STATUTORY AUDITORS

In accordance with the provisions of Section 139 of the Companies Act, 2013, the members at the 19th Annual General Meeting held on August 28, 2020 had approved the appointment of M/s. SS Kothari Mehta & Company, Chartered Accountants (Firm Registration No: 000756N) for a term of 5 years, to hold office till the conclusion of 24th Annual General Meeting, As per the provisions of Section 139 of the Act, they have confirmed that they are not disqualified from continuing as Auditors of the Company.

The Auditors of the Company have not reported any instances of fraud committed against the Company by its officers or employees as specified under Section 143(12) of the Companies Act, 2013.

COST AUDITORS

In terms of the Section 148 of the Companies Act, 2013 read with the Companies (Cost Record and Audit) Rules, 2014 the Company is required to maintain cost accounting records and have them audited every year.

The Board has appointed M/s. Saurabh Jain and Associates as Cost Auditor of the Company for 2022-23 under Section 148 and all other applicable provisions of the Act.

Shareholder's approval is being sought for ratification of the Remuneration proposed to be paid to M/s. Saurabh Jain and Associates, Cost Auditor of the Company in respect of Cost Audit for the financial year ending March 31, 2023 as mentioned in the Notice convening the AGM.

The Company has maintained cost records as specified under section 148(1) of the Act.

SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, the Company had appointed Mr. Sandeep Joshi, Company Secretary (COP No. 19210), Proprietor of M/s Sandeep Joshi & Associates, Company Secretary in Practice to undertake the Secretarial Audit of the Company.

Pursuant to provisions of Section 204(1) of the Companies Act, 2013 and Regulation 24A of the Listing Regulations, the Secretarial Audit Report for the financial year ended March 31, 2022 issued by CS Mr. Sandeep Joshi (COP No. 19210), Proprietor of M/s. Sandeep Joshi & Associates, Company Secretary in Practice and the Secretarial Auditor of the Company is annexed as Annexure III and forms an integral part of this Report. During the year under review, the Secretarial Auditor had not reported any fraud under Section 143(12) of the Act.

Explanation or Comments on disqualifications, reservations, adverse remarks or disclaimers in the auditor's reports:

There is no qualification, reservation or adverse remark or disclaimer made by the Auditor in their report. As regards the observations of the Statutory Auditors and the Secretarial Auditor in their Report, the same are self- explanatory and need no clarifications.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company is fully committed to uphold and maintain the dignity of every woman working with the Company. The Company has zero tolerance towards any action on the part of any one which may fall under the ambit of 'Sexual Harassment' at workplace. The Policy framed by the Company in this regard provides for protection against sexual harassment of women at workplace and for prevention and redressal of such complaints.

Internal Complaints Committees (ICC) have been set up to redress complaints received regarding sexual harassment. Details of Internal Complaints Committee

Status of the Complaints during the 2021-22 is as follows:

Particulars	No. of Complaints
Number of Complaints pending as on Beginning of the Financial Year	0
Number of Complaints filed during the Financial Year	0
Number of Complaints pending as on The end of the Financial Year	0

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

COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS

During the Financial Year, your Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

GREEN INITIATIVE

As a part of its "Green Initiative", the Company has been taking all the measures to reduce its impact on the environment. The Company has implemented the "Green Initiative" to enable electronic delivery of notice/documents/ annual reports to shareholders. Electronic copies of the Annual Report 2021-22 and Notice of the 21st Annual General Meeting will be sent to all members through email, whose e-mail addresses are registered with the Company/Depository Participant(s).

ACKNOWLEDGEMENT

The Directors acknowledge with gratitude and wishes to place on record its appreciation for the dedication and commitment of the Company's employees at all levels which has continued to be our major strength. The enthusiasm and unstinting efforts of the employees have enabled the Company to remain as industry leaders. We place on record our appreciation for the support and co-operation the Company has been receiving from its suppliers, distributors, dealers, business partners, franchisee units and others associated with the Company as its trading partners. The Company looks upon them as partners in its progress and has shared with them the rewards of growth.

For and on behalf of the Board

Hitesh Windlass	**Manoj Kumar Windlass**
Managing Director	Jt. Managing Director
DIN: 02030941	DIN: 00221671
Place: Gurgaon	Place: Dehradun
Date: May 12, 2022	Date: May 12, 2022

ANNEXURE I

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES FOR THE FINANCIAL YEAR 2021-22

[Pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014]

1. Brief outline on CSR Policy of the Company:

Windlas Biotech Limited endeavors to work in partnership with all stakeholders in developing a healthy, aware society with focus on environment for socio-economic development and possible social, educational and environmental causes on a regular basis. We firmly believe that to succeed an organisation must maintain highest standards of corporate behavior towards its investors, stakeholders, employees and societies in which it operates. Our CSR Committee aims to undertake activities involving promotion of healthcare including preventive healthcare, promoting education & other activities as permitted under Schedule VII of the Companies Act, 2013.

2. CSR Policy:

The Company has framed a CSR Policy as required under Section 135 of the Companies Act 2013 and the Rules made thereunder. The CSR Policy has been posted on the website of the Company. During the Year, the CSR Meetings were held on June 29, 2021 & February 21, 2022.

3. Composition of CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Ms. Prachi Jain Windlass	Non- Executive Director	2	2
2	Mr. Manoj Kumar Windlass	Joint Managing Director	2	2
3	Mr. Ashok Kumar Windlass	Whole Time Director	2	2
4	Mr. Vivek Dhariwal	Independent Director	2	2

4. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

https://windlas.com/policies/csr-policy/

https://windlas.com/csr/

5. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable.

Not Applicable

6. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Not Applicable

7.	**Average Net Profit of the Company as per section 135(5):**	₹ 367.73 million
(a)	Two percent of average net profit of the company as per Section 135(5)	₹ 7.35 million
(b)	Surplus arising out of the CSR projects or programmes: or activities of the previous financial years	- Nil
(c)	Amount required to be set off for the financial year,	- Nil
(d)	Total CSR obligation for the financial year (7a+7b-7c):	₹ 7.35 million
(e)	CSR budgeted amount for the financial year:	₹ 7.40 million

Annexure I (Contd.)

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (₹ in million)	Amount Unspent (₹ in million)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
7.41	Nil	NA	NA	Nil	NA

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No	Name of the Project	Item from the List of activities In Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Nil Amount allocated for the project (₹ in million)	Amount spent in the current financial Year (₹ in million)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ in million)	Mode of Implementation- Direct (Yes/No).	Mode of Implementation- Through Implementing Agency	
				State	District						Name	CSR registration number
1.	-	-	-	-	-	-	-	-	-	-	-	-
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount Spent for the project (in ₹ million).	Mode of Implementation- Direct (Yes/No).	Mode of Implementation -Through Implementing Agency	
				State	District			Name	CSR registration number
1.	Promoting healthcare including preventive healthcare	(i)	Yes	Uttarakhand	Dehradun	2.90	Yes	General Public- 1.Oxi meters 2.Hand Sanitizer 3. Medicines	
2	Promoting healthcare including preventive healthcare	(i)	Yes	Uttarakhand	Dehradun	4.30	No	Smile India Trust Help of needy people Swami Vivekanand Health Mission Society	CSR00013466 CSR00013441
3.	Promoting Education	(i)	Yes	Uttarakhand	Dehradun	0.21	Yes	Saraswati Vidya Mandir – 1.Computer Items	CSR00017563
	Total					**7.41**			

Annexure I (Contd.)

(d) **Amount spent in Administrative Overheads:** Nil

(e) **Amount spent on Impact Assessment, if applicable:** Not Applicable

(f) **Total amount spent for the Financial Year (8b+8c+8d+8e):**

Sl. No.	Particular	Amount (₹ In million)
(i)	Two percent of average net profit of the company as per Section 135(5)	7.35
(ii)	Total amount spent for the Financial Year	7.41
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.06
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Nil

(g) Excess amount for set off, if any: Nil

9. (a) **Details of Unspent CSR amount for the preceding three financial years:** Not Applicable.

The Company has spent excess amount on CSR activities/projects in the preceding three financial years..

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under Section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (₹ in Lakhs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
-	Nil	Nil	Nil	Nil	Nil	Nil	Nil

(b) **Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):** Nil

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project	Financial Year in which the project was commenced	Project Duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹).	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project - Completed /Ongoing.
1.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

10. **In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details):** Not Applicable

11. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):** Not Applicable

Place: Gurgaon
Date: May 12, 2022

Hitesh Windlass
Managing Director

Prachi Jain Windlass
Chairperson, CSR Committee

ANNEXURE II

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

[Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014]

A. CONSERVATION OF ENERGY

a)	Energy conservation measures taken and their impact.	Centralised HVAC control and energy saving. Replacing the CFLs with LEDs through which we save more than half of the previous consumption Using Briquette in boiler through which we saved cost and by using the Briquette we also saved Electricity units generation. Steam condensate recovery system Installed VFD in air compressor motors
b)	Additional Investment and proposals if any, being implemented for reduction of consumption of energy.	Regular Maintenance Program to avoid wear and tear and reduce high energy consumption Reduced peak hours' load and reduced the energy consumption by shifting the load
c)	Impact of the measures as (a) & (b) above for reduction of energy consumption and consequent impact on the cost of production of goods.	The above measures have helped the Company in effective and economic consumption of electricity, fuel and reduced the energy expenses.
d)	Other Measures	Electrical Blower fix in Elmach Machine for forming die cooling instead of air nozzle which save 105 CFM.

Form for Disclosure of particulars with respect to Conservation of Energy, total energy consumption and energy consumption per unit of production.

Dehradun Plant

			March 31, 2022	March 31, 2021
1.	**ELECTRICITY**			
	(a)	Purchased Units	12704694	1,14,80,920
	Total Amount (₹)		**86720261**	**9,09,17,695**
		Average Rate/Unit (₹)	6.85	7.92
	(b)	Own Generation through DG set Units	278640	193892
		Unit Generated per lit of Diesel oil	3.6	4
		Cost of fuel /Unit (₹)	21.43	15.52
2.	**Briquette**			
	Quantity (Kg)		1998175	1581427
	Total Amount (in ₹)		**14476783**	**10870311**
	Average Rate/kg.		7.24	6.67

B. TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATION

The Company is engaged in the process research for new products and continuous improvement of existing products. However, the Company is primarily engaged in in the business of contract manufacturing.

RESEARCH & DEVELOPMENT (R&D)

During the year the Company has received No Objection Certificate for 10 products developed in-house from Drugs Controller General of India (DCGI). The Company has filed two new applications for patents with Controller of Patents (Government of India) and it has received one patent registration certificate for Taste masked Iron compositions. The Company launched fixed dose combination of Mirabegron Extended Release plus Solifenacin tablets in India.

Annexure II (Contd.)

EXPENDITURE ON RESEARCH & DEVELOPMENT:

The Company has incurred Research & Development expenditure of Rs. 65.11 Mn. (Rs. 36.06 Mn. In financial year 2020-21) during 2021-22.

C. FOREIGN EXCHANGE EARNING & OUTGO

(₹ In millions)

		March 31, 2022	March 31, 2021
a)	Total Foreign exchange earning	232.137	1.03
b)	Total Foreign exchange outgo	61. 434	NIL

On behalf of the Board of Directors

Hitesh Windlass
Managing Director
Gurgaon

Manoj Kumar Windlass
Jt. Managing Director
Dehradun

Date: May 12, 2022

ANNEXURE III

SECRETARIAL COMPLIANCE REPORT OF

WINDLAS BIOTECH LIMITED

FOR THE YEAR ENDED MARCH 31, 2022

(Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014)

To

The Members,
Windlas Biotech Limited
40/1, Mohabewala Industrial Area,
Dehradun, Uttarakhand, 248110

We have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good corporate governance practice by **Windlas Biotech Limited (“the Company”)**. The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2022, 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 March 31, 2022, according to the provisions of:

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

ii. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

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

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings;

The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’) to the extent applicable:

a. the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations");

b. the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

c. the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

d. the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;

e. the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014/ the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

f. the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008/ the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

g. the Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013/ the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations,2021;

h. the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

i. the Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009

We have also examined compliance with the applicable clauses of the Secretarial Standards with respect to meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India under the provisions of Companies Act, 2013.

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

Annexure III (Contd.)

We further report that:

a. The Board of Directors of the Company is duly constituted. 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;

b. Adequate notice of at least seven days was given to all directors to schedule the Board Meetings and Meetings of Committees except in some cases where the meeting was held on a shorter notice with appropriate consent of all the directors and members. Agenda and detailed notes on agenda were sent in advance in adequate time before the meetings and a system exists for Directors for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

c. On verification of minutes, we have not found any dissent / disagreement on any of the agenda items discussed in the Board and Committee meetings from any of the Directors and all the decisions are carried through.

Based on the information received and records maintained, 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.

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, based on the representations made by the management, the Company has identified and complied with the following law applicable to the Company:

o Drugs and Cosmetics Act, 1940

For **SANDEEP JOSHI & ASSOCIATES**
Company Secretaries

SANDEEP JOSHI
Proprietor
ACS 42945, CP No. 19210
ICSI'S UDIN: **A042945D000312500**

Place: Dehradun
Date: May 12, 2022

Note: This report is to be read with our letter of even date which is annexed as **Annexure 1** and forms an integral part of this report.

ANNEXURE 1

To

The Members,
Windlas Biotech Limited
40/1, Mohabewala Industrial Area,
Dehradun, Uttarakhand, 248110

My Secretarial Compliance Report for the Financial Year ended on March 31, 2022 of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My 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 of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **SANDEEP JOSHI & ASSOCIATES**
Company Secretaries

SANDEEP JOSHI
Proprietor
ACS 42945, CP No. 19210
ICSI'S UDIN: **A042945D000312500**

Place: Dehradun
Date: May 12, 2022

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Good Corporate Governance is imbibed in the culture of the Company and is one of the most integral part of the Company's Management and business philosophy. The Company abides by the principles and spirit of good Corporate Governance and embeds the principles of independence, transparency, accountability, integrity into the value system that drives the Company and its growth.

The Board of Directors exercise their responsibilities towards all the stakeholders and ensure that transparency is maintained at all times. Moreover, they also ensure that there is independence in the decision making process. The Company has a Code of Conduct in place which serves as a guide to each employee, on the standards of values, ethics and business principles.

The Company also has a Whistle Blower Policy that provides a mechanism for the employees to approach the Chairman of the Audit Committee and disclose information that may evidence unethical or improper activity concerning the Company.

2. BOARD OF DIRECTORS

a. Composition

The present Board comprises of 8 members: 4 Non-Executive Directors (NEDs) and Mr. Hitesh Windlass is the Managing Director, Mr. Manoj Kumar Windlass is Joint Managing Director, Mr. Ashok Kumar Windlass is Wholetime Director and Mr. Pawan Kumar Sharma is Executive Director of the Company. Out of the 4 NEDs, 3 are Independent Directors and one director viz. Ms. Prachi Jain Windlass is a Non-Independent NED Woman Director. The Company has a Non-Executive Chairman (Independent Director) and the number of Independent Directors is one-third of the total number of Directors. Except Independent Directors and the Wholetime Director, all other Directors are liable to retire by rotation. None of the Directors on the Board holds directorship in more than ten public companies. None of the Directors on the Board has attained the age of 75 years.

b. Independent Directors

All the Independent Directors of the Company have confirmed that they satisfy the criteria of Independence as indicated in the Companies Act, 2013 (the Act) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) including any statutory modification/enactments thereof. They have also confirmed their registration with the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs in compliance with the requirements of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties. The Board of Directors of the Company confirm that in its opinion, the Independent Directors fulfill the conditions specified in Listing Regulations and are independent of the Management of the Company.

None of the Independent Directors of the Company is a Wholetime Director of any listed company and does not serve as an Independent Director in more than 7 listed companies. The Independent Directors are appointed for a term of five years, subject to maximum of 2 terms of five years each or up to the age of retirement. The Company has issued letter of appointment to the Independent Directors in the manner as provided in the Act. The terms and conditions of their appointment have been disclosed on the website of the Company.

The Company follows the process for evaluation of the Directors, Board as a whole and evaluation of the respective Committees, based on certain criteria and questionnaires filled in by the Directors. The Nomination and Remuneration Committee has laid down the evaluation criteria for performance evaluation of Individual Directors (including Independent Directors) which also includes the attendance of Directors, commitment/ contribution at Board/Committee Meetings and guidance/support to Management outside Board/ Committee Meetings. The Directors freely interact with the Management on information that may be required by them.

During 2021-22, a separate Meeting of Independent Directors of the Company was held on November 25, 2021 to discuss the performance evaluation based on the self assessment of Directors and the Board and also to assess the quality, content and timeliness of flow of information between the Management and the Board, including the quality of Board Agenda papers and Minutes. The Independent Directors have expressed their satisfaction and complimented the good process followed by the Company, including conduct of Board Meetings and quality of Minutes.

The Directors of the Company are familiarised with the Company's operations, business, industry and environment in which it functions and the regulatory environment applicable to it. The familiarisation programme for Directors has been disclosed on the website of the Company https://windlas.com/policies/familarization-program-for-independent-directors/.

c. **Performance Evaluation**

Pursuant to the provisions of the Act and Listing Regulations, the Board has carried out the performance evaluation of the Directors, Board as a whole and Committees.

d. **Non-Executive Directors' compensation and disclosures**

Sitting fees is not paid to Non-Independent NEDs. However, sitting fees is paid to Independent directors as decided by the management of the Company.

e. **Other provisions as to Board and Committees**

During 2021-22, thirteen Board Meetings were held, through video conferencing on the following dates and the gap between two consecutive Board Meetings did not exceed 120 days.

Dates of meetings:- April 2, 2021, April 16, 2021 (Two meetings were held on this date), April 27, 2021, May 03, 2021, May 6, 2021, May 13, 2021, June 29, 2021, July 24, 2021, August 8, 2021, September 8, 2021, November 1, 2021, February 2, 2022.

Detailed agenda papers are circulated to all the Directors 7 days in advance for Meetings (other than if held by shorter notice) to enable them to attend and take informed decisions at the Meetings.

No Director is a Member of more than 10 Committees and Chairman of more than 5 Committees (Committees being Audit Committee and Shareholders' Relationship Committee as per Regulation 26(1) of the Listing Regulations), across all the public companies of which he/she is a Director. Necessary disclosures regarding Committee positions have been made by all the Directors.

The Board periodically reviews compliance of all laws applicable to the Company, based on a certificate given by the Managing Director, including the steps taken, to rectify instances of non-compliances, if any.

f. **Code of Conduct**

The Directors comply with the Code of Conduct as applicable to the company and as defined by the management of the company. Senior management includes the functional heads of the Company. The Independent Directors have also confirmed compliance with the Code as prescribed in Schedule IV to the Act.

g. **Category and Attendance**

The names, categories, position and Director Identification Number (DIN) of the Directors, their attendance at Board Meetings held during the year and at the last Annual General Meeting, as also the number of Directorships and Committee Memberships held by them in other companies (as on March 31, 2022) are given below:

Name of Directors	Category	Board Meetings attended during 2021-2022	Attendance at the last AGM held on July 05, 2021	Number of Directorships in other public limited companies (excluding directorship in associations, private/ Section 8/foreign companies)	Number of Committee positions held in other public companies	
					Chairman	Member
Mr. Ashok Kumar Windlass	Whole Time Director	13	Yes	NIL	NA	NA
Mr. Manoj Kumar Windlass	Joint Managing Director	13	Yes	NIL	NA	NA

Report on Corporate Governance (Contd.)

Name of Directors	Category	Board Meetings attended during 2021-2022	Attendance at the last AGM held on July 05, 2021	Number of Directorships in other public limited companies (excluding directorship in associations, private/ Section 8/foreign companies)	Number of Committee positions held in other public companies	
					Chairman	Member
Mr. Srinivasan Venkataraman	Independent Director	7	Yes	NIL	NA	NA
Mr. Hitesh Windlass	Managing Director	13	Yes	NIL	NA	NA
Mr. Gaurav Gulati	Independent Director	7	Yes	NIL	NA	NA
Mr. Vivek Dhariwal	Independent Director	7	Yes	NIL	NA	NA
Ms. Prachi Jain Windlass	Non- Executive Director	8	Yes	NIL	NA	NA
Mr. Pawan Kumar Sharma	Executive Director	1	No	NIL	NA	NA

h. Directorship held in other listed entities as on March 31, 2022

No directors hold any directorship in other listed entities as on March 31, 2022.

i. Matrix setting out skills/expertise competence of Board of Directors

1. **Vivek Dhariwal** is the Chairman and Non-Executive Independent Director of our Company. He holds a bachelor's degree in technology (chemical engineering) from the Indian Institute of Technology, Bombay and a master's degree in science (chemical engineering) from University of Kentucky. He has over 21 years of experience in manufacturing and supply operations. He was previously associated with ICI India Limited, Baxter India Private Limited and Pfizer Limited.

2. **Ashok Kumar Windlass** is the Wholetime Director of our Company. He holds a diploma in civil engineering from Government Polytechnic, Ambala City. He has over 21 years of experience in the manufacturing and pharmaceutical business in India. He is one of our Promoters and one of the founders of our Company. He is one of the first directors of our Company and was appointed as the Managing Director of our Company on April 1, 2001 and subsequently appointed as the Wholetime Director on May 3, 2021. He plays a significant role in the administration, legal and engineering functions of our Company. He is also the Chairman of the Confederation of Indian Industries Uttarakhand State Council. He has been conferred Uttarakhand Ratan at the 38thAnnual All India Conference of Intellectuals organised by All India Conference of Intellectuals in 2018.He is also a director on the board of directors of Windlas Exports Private Limited and Ashok Vimla Trusteeship Services Private Limited.

3. **Hitesh Windlass** is the Managing Director of our Company. He holds a bachelor's degree in ceramic engineering from the Indian Institute of Technology, Banaras Hindu University and a master's degree in business administration from the Graduate School of Business, University of Chicago. He has set up our Domestic Trade Generics, OTC Brands and Exports SBVs and plays a significant role in driving the technical operations, quality, R&D, manufacturing strategy and financial strategy of our Company. He has over 14 years of experience in the field of management. He was previously associated as a process engineer with Intel Corporation, USA. He joined our Company on January 21, 2008 as Director and was appointed as Managing Director of our Company on April 30, 2020.

4. **Manoj Kumar Windlass** is the Joint Managing Director of our Company. He holds a bachelor's degree in business administration from Georgia State University, Atlanta. He has over 16 years of experience in product development, operations, procurement and portfolio functions of the medicine business. He has set up our CDMO Services and Products SBV and plays a significant role in driving the product portfolio decisions and overall commercial operations including business development, supply chain and procurement of our Company. He joined our Company on April 1, 2006 as a Director of our Company and was appointed as Joint Managing Director of our Company on April 30, 2020. He has received a certificate of appreciation on August 26, 2020 from DIG/ Sr. Superintendent of Police Distt., Dehradun for his voluntary services rendered to the community and cooperation to the Police during the Covid-19 pandemic.

5. **Pawan Kumar Sharma** is an Executive Director of our Company. He holds a bachelor's degree in Law from the Hemwati Nandan Bahuguna Garhwal University, Srinagar (Garhwal). He is responsible for the commercial and administrative activities of the Company. He has over 21 years of experience in the pharmaceutical industry. He joined our Company on April 1, 2001 as a Manager Taxations and Administrative and was elevated to the position of executive director on June 3, 2019.

6. **Prachi Jain Windlass** is the Non-Executive Director of our Company. She holds a bachelor's degree in technology from the Indian Institute of Technology, Delhi, master's degree in science (electrical engineering) from the University of Southern California, Los Angeles and a master's degree in business administration from University of Chicago. She was previously associated with Boston Consulting Group, Gurgaon. Currently, she is associated with Michael & Susan Dell Foundation India LLP.

7. **Srinivasan Venkataraman** is a Non-Executive Independent Director of our Company. He is a fellow member of the Institute of Chartered Accountants of India. He was previously associated with Wealth Tree Advisors Private Limited, Hines, Aon Global Insurance Services Private Limited, and Lovelock & Lewes.

8. **Gaurav Gulati** is the Non-Executive Independent Director of our Company. He holds a bachelor's degree in Science (computer science) from the University of Illinois, at Chicago and a master's degree in business administration from the University of Chicago Booth School of Business. He was previously associated with Oyo Hotels and Homes Private Limited.

3. AUDIT COMMITTEE

a. Composition, name of Members and Chairman

The Audit Committee comprise of 2 Non-Executive Independent Directors and 1 Managing Director-

Name	Position on the Committee	Designation
Mr. Srinivasan Venkataraman	Chairman	Independent Director
Mr. Gaurav Gulati	Member	Independent Director
Mr. Hitesh Windlass	Member	Managing Director

All members of the Committee are financially literate and have relevant finance and/or audit exposure. The Chief Financial Officer (CFO), and the Statutory Auditors attend the Meetings as Invitees. The Business Heads also attend the Meetings, as and when required. The Cost Auditor attends the meetings at which Cost Audit related matters are discussed. The Company Secretary acts as the Secretary and the Minutes are circulated and discussed at the Board Meetings.

b. Meetings and attendance during the financial year

Four meetings were held during the financial year 2021-22 on the following dates through video conferencing:-

June 29, 2021; September 8, 2021; November 1, 2021; February 2, 2022

The attendance of each member of the committee is given below:-

Report on Corporate Governance (Contd.)

Name of Members	No. of Meetings attended
Mr. Srinivasan Venkataraman	4
Mr. Gaurav Gulati	4
Mr. Hitesh Windlass	4

The quorum shall be either two members or one third of the members of the Audit Committee whichever is greater, but there should be a minimum of two independent members present. Mr. Srinivasan Venkataraman attended the last AGM of the Company as Chairman of the Audit Committee. The Board of Directors has accepted all the recommendations made by the Audit Committee from time to time.

c. Terms of reference and role of Audit Committee

The terms of reference, powers and role of Audit Committee are in accordance with Regulation 18(3) and Schedule II of the Listing Regulations read with Section 177(4) of the Act. The broad terms of reference/functions of the Audit Committee are as under:-

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommend appointment, remuneration and terms of appointment of auditors, including cost auditors, of the Company;
- Approval of payment to statutory auditors, including cost auditors, for any other services rendered by them;
- Review with the management, the annual financial statements and auditor's report thereon before submission to the Board for its approval, with particular reference to:
    a. matters required to be included in the Directors' responsibility statement to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
    b. changes, if any, in accounting policies and practices and reasons for the same;
    c. major accounting entries involving estimates based on the exercise of judgement by management;
    d. significant adjustments made in the financial statements arising out of audit findings;
    e. compliance with listing and other legal requirements relating to financial statements;
    f. disclosure of any related party transactions;
    g. qualifications and modified opinion(s) in the draft audit report.
- Review with the management, the quarterly financial statements before submission to the Board for approval;
- Examination of the financial statement and auditor's report thereon;
- Monitoring the end use of funds raised through public offers and related matters;
- Review with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for the purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions with related parties of the Company;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;

a. Review with the management, performance of statutory and internal auditors.

b. Review with the management adequacy of the internal control systems.

- Review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discuss with internal auditors of any significant findings and follow-up thereon;
- Review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- Discuss with statutory auditors, internal auditors, secretarial auditors and cost auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
- Look into the reasons for substantial defaults, in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- Review the functioning of the Whistle Blower mechanism / oversee the vigil mechanism;
- Approval of appointment of Chief Financial Officer after assessing qualifications, experience and background, etc. of the candidate;
- Mandatorily review the following:

a. Management Discussion and Analysis of financial condition and results of operations;

b. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;

c. Management letters / letters of internal control weaknesses issued by the statutory auditors;

d. Internal audit reports relating to internal control weaknesses;

e. Appointment, removal and terms of remuneration of the chief internal auditor

f. Statement of deviations:

▶ quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations);

▶ annual statement of funds utilised for purpose other than those stated in the offer document / prospectus in terms of Regulation 32(5) of the Listing Regulations;

- Review financial statements, in particular the investments made by the Company's unlisted subsidiaries;
- Note report of compliance officer as per SEBI (Prohibition of Insider Trading) Regulations, 2015;
- Formulate the scope, functioning, periodicity of and methodology for conducting the internal audit;
- Review show cause, demand, prosecution notices and penalty notices, which are materially important;
- Review any material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company;
- Review any issue, which involves possible public or product liability claims of substantial nature, including any judgement or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that may have negative implications on the Company;
- Details of any joint venture or collaboration agreement;

Report on Corporate Governance (Contd.)

- Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business;
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material;
- Review the utilisation of loans and / or advances from / investment by the holding company in the subsidiary exceeding ₹ 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments;
- Carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification as may be applicable

9. SUBSIDIARY COMPANIES

The Company has one Foreign unlisted subsidiary company.

The Board of Directors have adopted the Policy for determining 'material' subsidiaries as specified in Listing Regulations. This Policy is uploaded on the Company's website https://windlas.com/policy-on-material-subsidiary/.

As defined in Regulation 16(1)(c) of Listing Regulations, during 2021-22, the foreign subsidiary does not fall under the category of 'material subsidiary'. The financial statements of the subsidiary company, including investments made, if any, are reviewed by the Audit Committee. The financial performance, Minutes of Board Meetings of the subsidiary company and all significant transactions or arrangements entered into by the subsidiary company are reviewed by the Board.

10. RELATED PARTY TRANSACTIONS

The Company has in line with the requirements of the Listing Regulations formulated a Policy on materiality of Related Party transactions (RPTs) and also on dealing with RPTs., which has been uploaded on the website of the Company at https://windlas.com/policy-on-materiality-of-related-party/.

The Audit Committee had granted omnibus approval upto certain threshold limits for RPTs during 2021-22 and the actual value of transactions were reviewed on quarterly basis vis-à-vis the limits. The Company had no materially significant RPTs that could have any potential conflict with the interest of the Company. During the year under review, besides the transactions reported in the Notes to Accounts (Refer Note No. 42 of the Standalone Financial Statements). Except as disclosed in Note No. 42 of the Standalone Financial Statements there were no other RPTs with promoters, directors, management, joint ventures/subsidiaries, etc. that had any potential conflict with the interest of the Company at large.

All transactions with Related Parties were on arm's length basis and in the normal course of business during 2021-22. The interest of Directors, if any, in transactions are disclosed at Board Meetings and the interested Director does not participate in the discussion or vote on such transactions.

11. MANAGERIAL REMUNERATION

a. Nomination and Remuneration Committee

The Nomination and Remuneration Committee (NRC) comprise of the following members-

Name	Position on the Committee	Designation
Mr. Srinivasan Venkataraman	Chairperson	Independent Director
Mr. Gaurav Gulati	Member	Independent Director
Mr. Vivek Dhariwal	Member	Independent Director

During the year 2021-22, One meeting was held on January 21, 2022 through video conferencing.

The attendance of each member of the Committee is given below:

Name of Members	No. of meetings attended
Mr. Srinivasan Venkataraman	1
Mr. Gaurav Gulati	1
Mr. Vivek Dhariwal	1

The Minutes of NRC Meetings are circulated and noted by the Directors at the Board Meeting. Mr. Srinivasan Venkataraman, Chairman of NRC was present at the last AGM of the Company. The quorum of the NRC meeting is two members with at least one Independent Director. The Board of Directors has accepted all the recommendations made by NRC from time to time.

The board terms of reference and responsibilities of NRC as under:-

- Formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees;

  The Nomination and Remuneration Committee, while formulating the above policy, should ensure that:

  (i) the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;

  (ii) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

  (iii) 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;

- Formulate the criteria for evaluation of performance of Independent Directors and the Board of Directors;
- Devise a policy on Board diversity;
- Identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and / or removal;
- Consider extension or continue the term of appointment of the Independent Directors on the basis of the report of performance evaluation of Independent Directors;
- Specify the manner for effective evaluation of performance of Board, its Committees and Individual Directors to be carried out either by the Board, by the Human Resources, Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;
- Review Human Resource policies and overall human resources of the Company;
- Recommend / review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria;
- Administer, monitor and formulate detailed terms and conditions of the Windlas Biotech Limited – Employee Stock Option Plan 2021;
- Review information on recruitment and remuneration of senior officers just below the level of Board of Directors, including appointment or removal of Chief Financial Officer and the Company Secretary;
- Review significant labour problems and their proposed solutions;
- Review significant development in Human Resources / Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc;
- Recommend to the Board, all remuneration, in whatever form, payable to senior management;
- Carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification as may be applicable.

b. Remuneration Policy

The Board has adopted the Remuneration Policy for Directors, KMPs and other employees as disclosed in the Directors' Report and uploaded on website of the Company at https://windlas.com/policies/nomination-and-remuneration-policy/

The key principles governing the Remuneration Policy are as under:-

a) The Key Managerial Personnel, Senior Management Personnel and other employees shall be paid remuneration as per the Compensation and Benefit Policy of the Company as revised through the ASR process from time to time.

b) The Human Resource department will inform the Committee, the requisite details on the proposed increments for every Annual Salary Review (ASR) cycle / process including payouts for the variable part (Performance Incentive).

c) The composition of remuneration so determined by the Committee shall be reasonable and sufficient to attract, retain and motivate the Key Managerial Personnel and Senior Management of the quality required to effectively run the Company. The relationship of remuneration to performance should be clear and meet appropriate performance benchmarks.

d) The market salary survey for total remuneration is commissioned with external consultants. The basket of companies chosen for the survey are selected and finalised by HR department in consultation with concerned department making requisition.

e) Revision in remuneration of Key Managerial Personnel assuming position of a director within the meaning of the Act, shall require prior approval of the Committee and the Board. Such Director shall not participate in discussion and voting thereon.

f) The remuneration, including revision in remuneration, payable to Senior Management shall be recommended by the Committee to the Board of Directors.

g) Remuneration to Non-Executive & Independent Directors.

Sitting Fees

The Independent Directors of the Company are entitled to sitting fees as determined by Board from time to time for attending Board / Committee meetings thereof in accordance with the provisions of Companies Act, 2013.

Profit-linked Commission

The Managing Director and Joint Managing Director are entitled to profit-linked commission within the monetary limit approved by the shareholders of the Company subject to the same not exceeding 1.5% of the net profits of the Company computed as per the applicable provisions of the Companies Act. During the year under review the Managing Director and Joint Managing Director have not been paid/ received any profit linked commission.

The remuneration of the Managing Director and Joint Managing Director is reviewed by the NRC based on certain criteria such as industry benchmarks, Company's performance and the responsibilities shouldered by them. Annual salary increment and commission or incentive remuneration is decided by the NRC within the overall ceilings prescribed under the Act and in line with the terms and conditions approved by the shareholders. The recommendation of the NRC is placed before the Board for its approval.

The Independent Directors of the Company are paid sitting fees for attending Board/ Committee Meetings, as under:

Meeting	Fees per Meeting (₹)*
Board Meeting	50000
Audit Committee Meeting	35000
Nomination and Remuneration Committee Meeting	35000
Corporate Social Responsibility Committee Meeting	35000
Stakeholders Relationship Committee Meeting	35000
Annual Independent Directors Meeting	Nil

The fees is paid to Independent Directors only. No sitting fees is paid to Non-Executive Directors.

*The fees is per person per meeting.

Remuneration to Directors

The Directors' remuneration paid/payable and sitting fees paid in 2021-22 and their shareholding in the Company as on date are given below:

Non-Executive Directors

Name of Directors	Commission for 2021-22 (₹ in Lakhs)	Sitting Fees paid in 2021-22 (₹ in Lakhs)	No. of shares held
Ms. Prachi Jain Windlass	Nil	Nil	3

Executive Directors

Name of Directors	Salary in ₹ million	Perquisites and allowances (₹ in million)	Commission for 2021-22 (₹ in million)	No. of shares held
Mr. Ashok Kumar Windlass	11.51	4.09	Nil	44,00,000
Mr. Hitesh Windlass	6.41	2.28	Nil	3
Mr. Manoj Kumar Windlass	6.32	2.27	Nil	3
Mr. Pawan Kumar Sharma	2.04	2.03	Nil	Nil

12. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee (SRC) reviews the shares related activities, also looks into the redressal of shareholder and investor complaints, compliances in respect of dividend payments and transfer of unclaimed amount to the Investor Education and Protection Fund pursuant to the provisions of Section 125 of the Act.

The composition of the Stakeholders Relationship Committee is as under:-

Name	Position on the Committee	Designation
Mr. Gaurav Gulati	Chairman	Independent Director
Ms. Prachi Jain Windlass	Member	Non-Executive Director
Mr. Manoj Kumar Windlass	Member	Jt. Managing Director

During the year 2021-22, two meetings of SRC were held on October 14, 2021 and January 21, 2022, mostly through video conferencing and the same were also attended by the Company Secretary. The Minutes of the SRC Meetings are circulated and noted by the Directors at Board Meetings. Mr. Gaurav Gulati attended the last AGM of the Company as Chairman of SRC.

In line with Listing Regulations, a charter defining the role of SRC has been formulated as under:

- To resolve the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc. and assisting with quarterly reporting of such complaints;

- To review the measures taken for effective exercise of voting rights by shareholders;
- To review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
- To review various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/ statutory notices by the shareholders of the Company;
- To take note, consider and resolve the total number of shareholders' complaints received from various authorities;
- To take note of the complaints not solved to the satisfaction of shareholders;
- To take note of total number of pending share transfers; and
- Carrying out such other functions as may be specified by the Board from time to time or specified/provided under the Companies Act, 2013 or the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, each as amended or by any other regulatory authority.

During 2021-22, 1959 complaints were received from SEBI/RTA/Lead Managers to the Issue/ Stock Exchanges. which were suitably dealt with and attended. As on March 31, 2022, no complaints were pending.

Mr. Ananta Narayan Panda, Company Secretary and Compliance Officer of the Company liaise with SEBI and other regulatory authorities in the matter of investors complaints. The Board has nominated Mr. Ananta Narayan Panda as the Compliance Officer of the Company for monitoring the share transfer process and other related matters. His email id is grievance@ windlasbiotech.com and his contact details are +91 124 2821030.

13. OTHER COMMITTEES

In addition to the above Committees, the Board has constituted Corporate Social Responsibility (CSR) Committee which comprises of:-

Name	Position on the Committee	Designation
Ms. Prachi Jain Windlass	Chairperson	Non-Executive Director
Mr. Vivek Dhariwal	Member	Independent Director
Mr. Ashok Kumar Windlass	Member	Whole Time Director
Mr. Manoj Kumar Windlass	Member	Joint Managing Director

A CSR Policy has been formulated by the Committee, which has been approved by the Board, to undertake CSR projects/activities. During 2021-2022, two meetings were held on June 29, 2021 and February 21, 2022. The Board of Directors has accepted all the recommendations made by CSR Committee from time to time.

14. GENERAL BODY MEETINGS

The 18th and 19th AGMs were held by the company at its Registered Office at Plot 40/1, Mohabewala Industrial Area, Dehradun, Uttarakhand 248110.

The 20th AGM was held through video conferencing/other audio visual means as permitted by the MCA and Securities and Exchange Board of India (SEBI). The date and time of the AGMs held during preceding three years are as given below:

Date of AGM	Time
18th AGM- September 25, 2019	2.00 pm
19th AGM- August 28, 2020	2.30 pm
20thAGM- July 05, 2021	4.00 pm

No Special Resolutions were passed at the 18th AGM of the Company.

The following Special Resolutions were passed at the 19th AGM of the Company:-

1. Regularisation of appointment of Mr. Hitesh Windlass as Managing Director of the Company.
2. Regularisation of appointment of Mr. Manoj Kumar Windlass as Joint Managing Director of the Company.

No Special Resolutions were passed at the 20th AGM of the Company.

During 2021-22 Five Extraordinary General Meetings were held and twelve Special Resolutions were passed.

15. DETAILS OF DIRECTORS SEEKING APPOINTMENT/ REAPPOINTMENT AS REQUIRED UNDERREGULATION 36(3) OF LISTING REGULATIONS

As required under Regulation 36(3) of Listing Regulations, particulars of Director/s seeking appointment/reappointment are given in the Explanatory Statement annexed to the Notice of the 21st Annual General Meeting of the Company to be held on September 19, 2021.

16. DISCLOSURES

- A certificate from Sandeep Joshi & Associates, Practicing Company Secretaries, certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the companies by SEBI, MCA or any such statutory authority is annexed as part of this Report
- Mr. Ashok Kumar Windlass, Whole Time Director, Mr. Hitesh Windlass, Managing Director, Mr. Manoj Kumar Windlass, Joint Managing Director and Ms. Prachi Jain Windlass, Non- Executive Non Independent Director are related to each other
- During the last three years, there were no strictures or penalties imposed by SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to capital markets
- The Company has adopted a Whistle Blower Policy which enables the employees to report concerns about unethical behaviour, actual or suspected fraud or violation of Code of Conduct. The mechanism provides for adequate safeguards against victimisation of employees and provides direct access to the Chairman of the Board Audit Committee on concerns relating to financial accounting matters.The Whistle Blower Policy of the Company has been disclosed on the website of the Company
- Senior Management has made the disclosure to the Board and confirmed that they had no material financial and commercial transactions that could have a potential conflict with the interest of the Company at large
- In the preparation of financial statements, the Company has followed the Accounting Standards as prescribed by the Central Government
- NOTE ON UTILISATION OF IPO FUNDS

During the year the Company made an initial public offer of 8,729,023 equity shares of face value of ₹ 5 each ("equity shares") for cash at a price of ₹ 460 per equity share (including a share premium of ₹ 455 per equity share) aggregating to ₹ 4,015.35 million (the "offer") comprising of a fresh issue of 3,586,956 equity shares aggregating to ₹1,650.00 million (the "fresh issue") and an offer for sale of 5,142,067 equity shares, comprising of 1,136,000 equity shares aggregating to ₹ 522.56 million by Vimla Windlass (the "Individual Selling Shareholder") and 4,006,067 equity shares aggregating to ₹ 1,842.79 million by Tano India Private Equity Fund II (the "Investor Selling Shareholder") aggregating to ₹ 2,365.35 million (the "offer for sale).

The Equity Shares of the Company were listed on the recognised stock exchanges i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE ") w.e.f. August 16, 2021. Disclosure on utilisation of IPO funds is given in Note No. 46 of the Standalone Financial Statement.

- In line with the requirements of SEBI, Reconciliation of Share Capital Audit is carried out on a quarterly basis by a firm of Practicing Company Secretaries to confirm that the aggregate number of equity shares of the Company held in NSDL and CDSL and in physical form, tally with the total number of issued/ paid-up, listed and admitted capital of the Company

- The Managing Director has in accordance with Regulation 17(8) of Listing Regulations certified to the Board on matters pertaining to CEO/CFO certification

- **Credit Rating**

  ICRA Limited, i.e. the Credit Rating Agency has upgraded the long-term rating of the Company to [ICRA] A+ (pronounced ICRA A plus) ("Rating") from [ICRA] A (pronounced ICRA A) ("Rating") and reaffirmed the short-term rating at [ICRA] A1 for facilities of the Company as per their letter dated September 21, 2021

- **Consolidated payment to Statutory Auditors**

Sr. No.	Particulars	By Company (₹ In million)	By Subsidiary (₹ In million)	Total (₹ In million)
1.	Statutory Audit fees including tax audit fees	2.40	Nil	2.40
2.	Other services	1.03	Nil	1.03
3.	Reimbursement of expenses	Nil	Nil	Nil

- The Company has complied with the mandatory requirements of Listing Regulation and has unqualified financial statements. The Directors freely interact with the Management on information that may be required by them. The Management also shares with the Board, changes/proposed changes in relevant laws and regulations and their implication on the Company

- **Dividend Distribution Policy**

  The Company has formulated Dividend Distribution Policy which is available on the website of the Company.

- **Commodity price risk or foreign exchange risk and hedging activities**

  The Company does not deal in commodity and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required

- The disclosure in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been made in Directors' Report

17. MEANS OF COMMUNICATION

- The quarterly, half-yearly and annual financial results are generally published in widely circulated newspapers: Financial Express in English; Rajdhani in Hindi and also displayed on the website of the Company https://windlas.com/financial-information/quarterly-results-press-release/ soon after its submission to the Stock Exchanges.

- Shareholding Pattern, Corporate Governance Report and financial results are uploaded in the prescribed format, on NEAPS and Listing Centre maintained by NSE and BSE, respectively.

- The financial results, official news releases and presentations, conference calls with the institutional investors or with the analysts are displayed on the Company's website https://windlas.com/financial-information/financial-results-q3-oct-dec/. Copies of Press Release are filed with the Stock Exchanges.

- The Company's website contains information on Windlas' management, vision, mission, policies and corporate sustainability.

18. GENERAL SHARHOLDERS INFORMATION

Date of Annual General Meeting	September 19, 2021
Financial Calendar	April 1 to March 31 (a) First Quarter Results - By August 14, 2022 (b) Second Quarter Results - By November 14, 2022 (c) Third Quarter Results - By February 14, 2023 (d) Results for the year ending March 31, 2023 - By May 30, 2023
Date of Book Closure	September 13, 2022 to September 19, 2022 (both days inclusive)
Dividend Payment Date	Dividend, if declared would be paid on or after September 24, 2022.
Listing on Stock Exchange	BSE Limited (BSE) P.J. Towers, Dalal Street, Mumbai 400 001 National Stock Exchange of India Limited (NSE) Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai 400 051
Payment of Listing Fees	The Company has paid the listing fees to BSE and NSE for the year 2022-23.

Stock Code

BSE	543329
NSE	WINDLAS
ISIN for NSDL/CDSL	INE0H5O01029

Market Information

Market price data-monthly high/low and trading volumes during the last financial year on the BSE/NSE depicting liquidity of the Company's Equity Shares of ₹ 5 each on the said exchanges is given hereunder:

Month	BSE Limited			NSE Limited		
	High	Low	Volume ('000)	High	Low	Volume ('000)
Aug'21	452	332.05	10718.68	452	332.05	10718.68
Sep'21	411.1	357	4418.98	411.1	357	4418.98
Oct'21	384	307.1	1653.23	384	307.1	1653.23
Nov'21	324	277	1606.79	324	277	1606.79
Dec'21	295.45	258.05	1648.8	295.45	258.05	1648.8
Jan'22	288.2	255.3	1098.85	288.2	255.3	1098.85
Feb'22	292.8	232.75	1352.36	292.8	232.75	1352.36
March'22	249	209.3	846.72	249	209.3	846.72

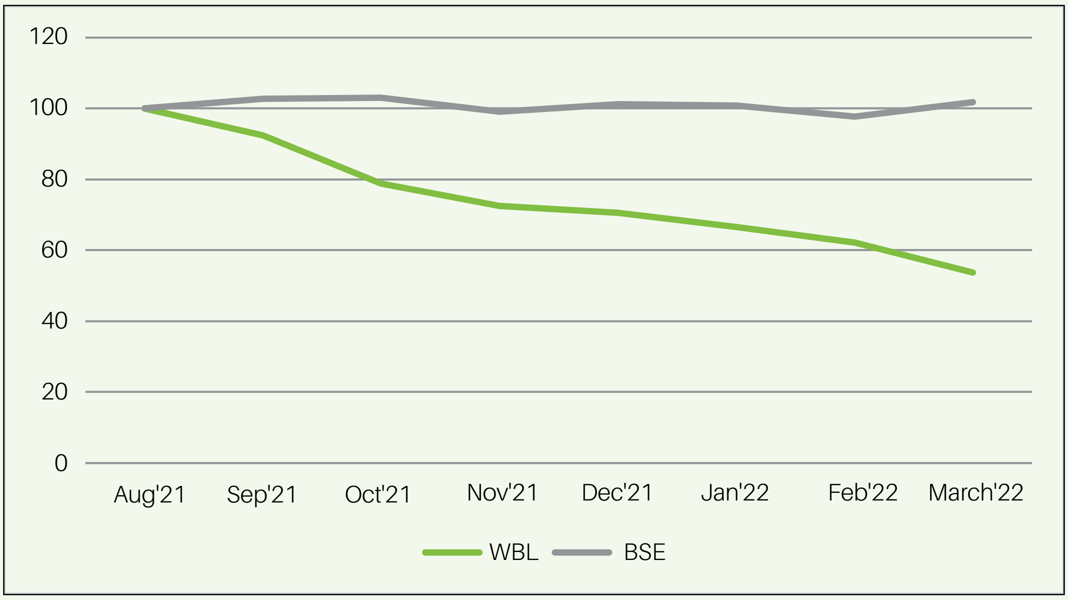
[Source: This information is compiled from the data available from the websites of NSE and BSE]

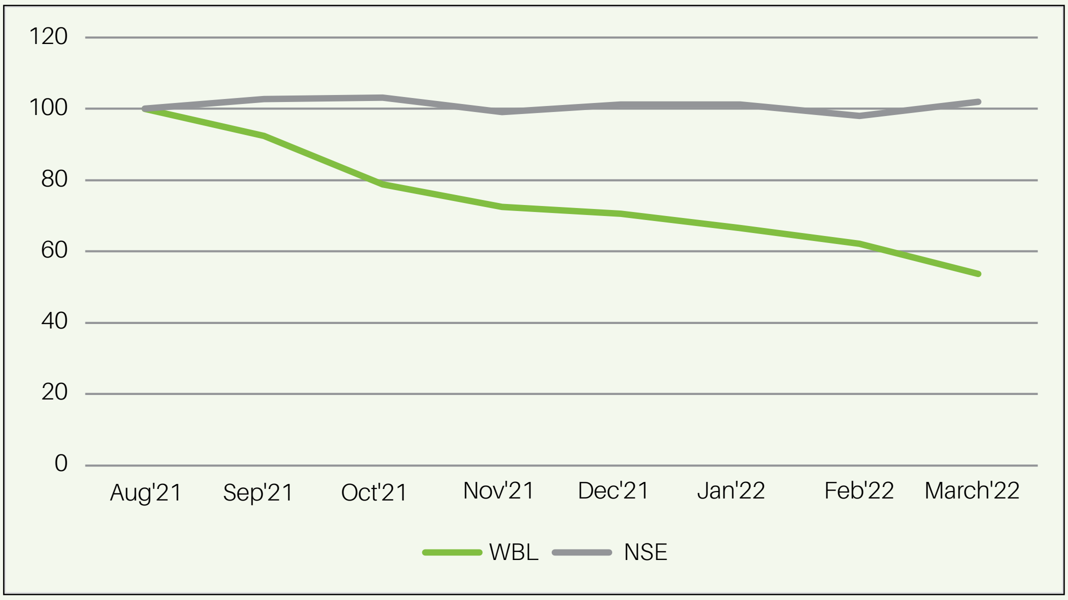
Report on Corporate Governance (Contd.)

The performance of the Company's scrip (Equity Shares of ₹ 5 each) on the BSE as compared to the BSE Sensex and NSE Nifty:

Month	Windlas Biotech's Closing Price on NSE on the last trading day of month (₹)	BSE Sensex at the Close of last trading day of the month	NSE Nifty at the Close of last trading day of the month
2021			
April			
May			
June			
July			
August	210.05	58568.51	17464.75
September	243.2	56247.28	16793.9
October	260.2	58014.17	17339.85
November	275.95	58253.82	17354.05
December	283.25	57064.87	16983.2
2022			
January	308.4	59306.93	17671.65
February	361.05	59126.36	17618.15
March	390.9	57552.39	17132.2

Perfomance in comparison with broad indices





Distribution of shareholding as on March 31, 2022

No. of equity shares held	No. of Shareholders	No. of Shares held	% of Issued Share Capital
Upto 5000	92717	4739083	21.7445
5001 to 10000	30	237371	1.0891
10001 and above	32	16817921	77.1663
Total	**92779**	**21794375**	**100**
Physical Mode	-	-	-
Electronic Mode	92779	21794375	100
- NSDL	31448		
- CDSL	61331		

Shareholding Pattern as on March 31, 2022

Category	No. of shares held	Percentage
Promoter and Promoter Group	13,065,352	59.95
Mutual Funds	2,523,966	11.58
Alternate Investment Funds	45,000	0.21
Foreign Portfolio Investor	742,082	3.40
Financial Institutions/Banks	8,706	0.04
Insurance Companies	17,411	0.08
NBFCs registered with RBI	294	0.00
Trusts	5,400	0.02
Hindu Undivided Family	183,639	0.84
Non Resident Indians (Non Repat)	36,621	0.17
Non Resident Indians (Repat)	54,674	0.25
Body Corp-Limited Liability Partnership	15,010	0.07

Category	No. of shares held	Percentage
Clearing Member	65,110	0.30
Bodies Corporate	339,431	1.56
Individuals/Public	5,146,032	21.53
Total	**21,794,375**	**100.00**

Shareholders holding more than 1% Equity Shares of the Company as on March 31, 2022

Name of Shareholder	No. of Shares Held	% of Issued Share Capital
AKW WBL Family Private Trust	8381340	38.4564
Ashok Kumar Windlass	4400000	20.1887
ICICI Prudential Smallcap Fund	784333	3.5988
ICICI Prudential Pharma Healthcare And Diaganostics (P.H.D) Fund	757052	3.4736
Inevsco India Smallcap Fund	454353	2.0847
Malabar India Fund Limited	400000	1.8353
Vimla Windlass	284000	1.3031

Registrar and Transfer Agent	Link Intime India Private Limited
Share Transfer System	There are no cases of share transfer or transmission during the year since all shares are held in dematerialised form. However, the transmission cases and demat requests, if any, shall be processed and approved by the Share Transfer Committee of the Board on a fortnightly basis and it will be reported at the subsequent Board Meeting.
Dematerialisation of shares and liquidity	100% of the share capital has been dematerialised as on March 31, 2022.
Outstanding GDRs/ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity	The Company has not issued GDRs/ADRs/Warrants or any convertible instruments.
Plant locations	The Company's manufacturing activities are located at: 1. Dehradun Plant- I, located at 40/1, Mohabewala Industrial Area, Dehradun in Uttarakhand 2. Dehradun Plant- II, located at Khasra no. 141 to 143 and 145, Mohabewala Industrial Area, Dehradun in Uttarakhand 3. Dehradun Plant- III, located at Plot no. 39, Pharma City Selaqui Industrial Area, Dehradun in Uttarakhand 4. Dehradun Plant- IV, located at Plot no. 183 and 192, Mohabewala Industrial Area, Dehradun in Uttarakhand
Addresses for correspondence	All correspondence relating to shares should be addressed to Link Intime India Private Limited, C-101, 1st Floor, 247 Park Lal Bhadur Shastri Marg Vikhroli (West) Mumbai, Maharashtra400083. The Company's Registrar and Transfer Agent at the address mentioned aforesaid. Shareholders holding shares in electronic mode should address their correspondence to the respective Depository Participants.

Unclaimed Dividends

Pursuant to Section 125 of the Act, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of its transfer to the Unpaid Dividend Account of the Company is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. However, there is no case of unclaimed dividends with the Company.

Remittance of Dividend through NACH/DCF

Members holding shares in physical form, desirous of receiving dividend by direct electronic deposit through National Automated Clearing House (NACH)/Direct Credit Facility arrangements with the Banker, to their bank accounts may authorise the Company by giving details of their NACH mandate. For more details, kindly write to the Company's Registrar and Transfer Agent – Link Intime India Private Limited.

Bank Details for Electronic Shareholding

While opening Accounts with Depository Participants (DPs), you may have given your Bank Account details, which were used by the Company for ECS/printing on dividend warrants for remittance of dividend. However, remittance of dividend through ECS/NECS has been replaced by NACH. In order to facilitate the Company to remit the dividend amount through NACH, please furnish your new bank account number allotted to you by your bank to your DPs, along with photocopy of cheque pertaining to your bank account.

Physical Transfer of Shares

As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. Further, SEBI vide its circular dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. Members can contact the Company by sending an email at grievance@windlasbiotech.com or to the Company's Registrar and Transfer Agent, Link Intime India Private Limited at delhi@linkintime.co.in for assistance in this regard.

Nomination Facility

Shareholders should register their nominations in Form SH-13 in case of physical shares with the Company's Registrar and Transfer Agent – Link Intime India Private Limited. In case of dematerialised shares, nomination should be registered by the shareholders with their DP. Nomination would help the nominees to get the shares transmitted in their favour in a smooth manner without much documentation/legal requirements.

Receipt of Balance Sheet/other documents through Electronic mode

As servicing of documents to shareholders, including Notice of Annual General Meeting, Balance Sheet, Statement of Profit and Loss, etc. is permitted through electronic mail, the Company will send the Annual Report and other documents in electronic form to those shareholders whose e-mail address are registered with the Company's Registrar and Transfer Agent – Link Intime India Private Limited or made available by the Depositories.

In compliance with MCA Circular dated May 5, 2020 read with Circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 and SEBI Circulars dated May 12, 2020 and January 15, 2021, Notice of 21st AGM along with the Annual Report 2021-22 is sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report 2021-22 are also available on the Company's website www.windlas.com and websites of the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively.

DECLARATION BY THE MANAGING DIRECTOR ON COMPLIANCE WITH THE CODE OF CONDUCT

I hereby declare that all the Directors and Senior Management personnel have as on March 31, 2022 affirmed compliance of their respective Codes of Conduct adopted by the Company and confirmation to that effect has been given by each of them.

Hitesh Windlass
Managing Director
DIN: 02030941

Date: May 12, 2022
Place: Gurgaon

ANNEXURE

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Members of
Windlas Biotech Limited
40/1, Mohabewala Industrial Area,
Dehradun, Uttarakhand, 248110

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Windlas Biotech Limited** having CIN L74899UR2001PLC033407 and having registered office at 40/1, Mohabewala Industrial Area, Dehradun, Uttarakhand, 248110 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2022 have been debarred or disqualified from being appointed or continuing as Directors of company by the Securities and Exchange Board of India (SEBI) and Ministry of Corporate Affairs (MCA) or any such other Statutory Authority. or any such other Statutory Authority

Details of Directors:

Name	DIN	Begin date
Ashok Kumar Windlass	00011451	19/02/2001
Manoj Kumar Windlass	00221671	01/04/2006
Srinivasan Venkataraman	01132306	06/05/2021
Hitesh Windlass	02030941	21/01/2008
Gaurav Gulati	02308392	06/05/2021
Vivek Dhariwal	02826679	06/05/2021
Prachi Jain Windlass	06661073	03/05/2021
Pawan Kumar Sharma	08478261	11/06/2019

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

For Sandeep Joshi & Associates

Sandeep Joshi
Practicing Company Secretary
Proprietor
Membership No. 42945
COP No. 19210
ICSI UDIN: **A042945D000312335**

Date: 12/05/2022
Place: Dehradun

Report on Corporate Governance (Contd.)

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members,
WINDLAS BIOTECH LIMITED

1. I have examined the compliance conditions of Corporate Governance by WINDLAS BIOTECH LIMITED (CIN: L74899UR2001PLC033407) for the year ending March 31, 2022 as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).
2. The compliance of conditions of Corporate Governance is the responsibility of the management. My examination has been limited to a review of the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the certificate of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. No investor grievance(s) are pending for a period exceeding one month against the Company as per the records maintained by the Company.
4. In my opinion and to the best of my information and according to the explanations given to me and the representations made by the Directors and the management, I certify that the Company has complied with all applicable conditions of Corporate Governance as stipulated in the Listing Regulations.
5. The Company has submitted and published the Financial Results for all the quarters within the stipulated time.
6. I further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

SANDEEP JOSHI
Practicing Company Secretary
UDIN: **A042945D000312467**

Date: 12/05/2022
Place: Dehradun

INDEPENDENT AUDITORS' REPORT

To the Members Of Windlas Biotech Limited (formerly known as Windlas Biotech Private Limited)

Report on the Audit of the Standalone financial Statements

OPINION

We have audited the accompanying Standalone financial statements of Windlas Biotech Limited (formerly known As **Windlas Biotech Private Limited**) ("the Company"), which comprise the Standalone Balance Sheet as at 31 March 2022, and the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the Standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules,2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

KEY AUDIT MATTERS:

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

We have determined the matters described below to be the key audit matters to be communicated in our report

Sr. No.	Key Audit Matter	Auditor's Response
1	Revenue Recognition: For the year ended March 31, 2022 the Company has recognized revenue from contracts with customers amounting to ₹ 4633.73 millions. Revenue from contracts with customers is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, rebates, scheme allowances, price concessions, incentives, and returns, if any, as specified in the contracts with the customers. The risk is, therefore, that revenue may not be recognized in the correct period or that revenue and associated profit is misstated. Refer to Accounting Policies Note 2.13 and Note No. 26 of the standalone Financial Statements.	**Our audit procedures included the following:** • Understanding the policies and procedures applied to revenue recognition, as well as compliance thereof, including an analysis of the effectiveness of controls related to revenue recognition processes employed by the Company. • On sample basis, examining supporting documents for the sales transaction occurring during the year and near the end of the accounting period including the credit notes issued after period end to verify the occurrence and accuracy of revenue, whether revenue recording was consistent with the conditions, and whether it was in compliance with the Company's Policy. • Performed analytical procedure to identify the unusual trends and also tested journal entries recognized in revenue focusing on unusual or irregular transactions.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprise the information included in the in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Standalone financial statements and our auditor's report thereon.

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

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

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

RESPONSIBILITY OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

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

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

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based

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

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

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

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

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

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

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

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows 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 Indian Accounting Standards (Ind AS) specified under section 133 of the Act.

   e) On the basis of the written representations received from the directors as on 31 March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of section 164 (2) of the Act.

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

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

      In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

Independent Auditors' Report (Contd.)

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations as at 31 March 2022 on its financial position in its Standalone financial statements. Refer Note no. 47 to the Standalone financial statements.

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any on long-term contracts. The Company did not have any long-term derivative contracts.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b). The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. According to the information and explanations given to us, the company has not declared or paid any dividend during the year. The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Reg. No. 000756N

Vijay Kumar
Partner
Membership No. 092671
UDIN : 22092671AIVSUC4031

Place: New Delhi
Date: May 12, 2022

ANNEXURE A to the Independent Auditor's Report

The Annexure as referred in clause (1) 'Report on Other Legal and Regulatory Requirements of our Independent Auditors' Report to the members of **Windlas Biotech Limited (formerly known as Windlas Biotech Private Limited)** on the Standalone financial statements for the year ended March 31, 2022, we report that:

i. (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant & Equipment & and relevant details of right- of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a regular program of physical verification of its Property, Plant & Equipment and right to use assets which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, all major items of assets were physically verified by the management during the year and no material discrepancies were noticed on such verification as compared to the books of accounts.

(c) According to the information and explanation given to us and based on our examination of records, we report that, the title deeds of all immovable properties disclosed in the financial statements included under Property, Plant and Equipment (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company as at the balance sheet date except for the following property which was transferred as a result of an amalgamation of companies as stated in the Note 3 to the Standalone Financial Statements wherein the title deeds are in the name of the erstwhile Company:

Description of Property	Gross Carrying Value (Amount in millions)	Held in name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in name of company
Land	137.73	Windlas Healthcare Private Limited	No	From May 1, 2020	Pursuant to scheme of arrangement for merger in Financial Year 2020-21 these assets are in the process of being transferred in the name of the Company.
Building	145.15	Windlas Healthcare Private Limited	No	From May 1, 2020	
Total	**282.88**				

(d) According to the information and explanations given to us and based on our examination of records, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us, no proceedings have been initiated against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder as well no proceedings are pending against the company.

ii. (a) We have been explained by the management that the inventory (except stock lying with the third parties and in transit, for which confirmations have been received/ material received) has been physically verified at reasonable intervals and the procedures of physical verification of inventory followed by the management are reasonable in relation to the size of the Company and nature of its business. According to information and explanations given to us, the material discrepancies, if any, noticed on such physical verification of inventory as compared to book records were properly dealt within the books of accounts.

Annexure A to the Independent Auditor's Report (Contd.)

(b) According to the information and explanations given to us, the company has been sanctioned working capital limits in excess of 5 crores from banks on the basis of security of current assets; The quarterly returns/statements filed by the Company with such banks and financial institutions are in agreement with the books of accounts of the Company

iii. According to the information and explanations given to us, the company has not provided loans ,advances in the nature of loans, guarantee & security to any other entity during the year. Also , the company has not made any investments during the year. Accordingly, reporting under clause 3(iii)(a),(b),(c),(d),(e) & (f) of the Order is not applicable for the year..

iv. According to the information and explanations given to us, the Company has not given any loan or guarantee or provided any security covered under section 185 of the Act. The company has complied with the provision of section 186 of the act in respect of investments made.

v. According to the information and explanations given to us, the Company has not accepted any deposits or deemed deposits from the public within the meaning of sections 73 to 76 of the Act and the rules framed there under. Accordingly, the provisions of clause 3 (v) of the Order are not applicable to the Company.

vi. We have broadly reviewed the books of account maintained by the Company pursuant to the rules prescribed by the Central Government of India for the maintenance of cost records under sub-section 1 of section 148 of the Act and are of the opinion that, prima facie, the prescribed records and accounts have been made and maintained. However, we have not carried out a detailed examination of such records with a view to determining whether they are accurate or complete.

vii. (a) According to the information and explanations given to us and on the basis of examination of the records of the Company, the Company is generally regular in depositing undisputed statutory dues including Goods & Service Tax, provident fund, employees' state insurance, income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax and any other statutory dues with appropriate authorities to extend applicable.

According to the information and explanations given to us and on the basis of examination of the records of the Company, there are no undisputed statutory dues payable for the period of more than six months from the date they become payable as on 31st March 2022.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2022 on account of disputes are given below.

Name of Statute	Nature Of Dues	Period (F.Y.) to which the amount relates	Amount Demanded (excluding Interest in millions)	Amount paid in millions	Forum Where Dispute is Pending
State Excise Act Uttarakhand	State Excise Duty	FY 2008-2009 to FY 2012-13	25.30	25.30	Hon'ble High Court, Nainital

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961); reporting under clause 3(viii) of the Order is not applicable.

ix. (a) According to the information and explanation given to us and based on our examination of records, the Company has not defaulted in repayment of loans or other borrowings or in the payment of Interest thereon to any lender and hence, reporting under clause 3(ix)(a) of the Order is not applicable.

(b) According to the information and explanations given to us, the company has not been declared willful defaulter by any bank or financial institution or other lender.

(c) According to the information and explanations given to us, the company has not taken any term loans during the year.

(d) According to the information and explanation given to us and based on our examination of records, funds raised on short term basis have not been utilised for long term purposes.

(e) According to the information and explanations given to us and based on our examination of records, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) According to the information and explanations given to us and based on our examination of records, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

x. (a) In our opinion and according to information and explanations given by the management and audit procedures performed by us, monies raised by the Company by way of initial public offer and term loans were applied for the purpose for which they were raised, though idle/surplus funds which were not required for immediate utilization have been gainfully invested in liquid investments payable on demand. The maximum amount of idle/surplus funds invested during the year was ₹ 6,361.72 million, of which ₹ 812.92 million was outstanding at the end of the year.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3 (x) (b) of the Order is not applicable

xi. (a) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of fraud by the Company or on the Company being noticed or reported during the year, nor have we been informed of such case by the management.

(b) According to the information and explanations given to us and based on our examination of records, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) According to the information and explanations given to us, no whistle-blower complaints have been received by the company.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013, where applicable, and details of such transactions have been disclosed in the Standalone financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under section 133 of the Companies Act, 2013.

xiv. (a) In our opinion and according to the information and explanations given to us, the company has an adequate internal audit system commensurate with the size and nature of its business.

(b) As a part of audit procedures, the reports of the Internal Auditors for the year under audit were considered by us.

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clause 3(xv) of the Order is not applicable.

xvi. (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, this clause of the Order is not applicable.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company. Accordingly, this clause 3 (xvi)(c) of the Order is not applicable.

(d) In our opinion and according to the information and explanations given to us, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

xvii. The Company has not incurred cash losses during the

Annexure A to the Independent Auditor's Report (Contd.)

financial year covered by our audit and the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx. (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(b) According to the information and explanations given to us, the company has not undertaken any ongoing projects for CSR during the year, accordingly reporting under Clause (xx)(b) of the Order is not applicable for the year.

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Reg. No. 000756N

Vijay Kumar
Partner
Membership No. 092671
UDIN : 22092671AIVSUC4031

Place: New Delhi
Date: May 12, 2022

ANNEXURE B to the Independent Auditor's Report

"Annexure B" to the Independent Auditor's Report of even date on the Standalone Financial Statements of WINDLAS BIOTECH LIMITED (formally known as Windlas Biotech Private Limited)

Report on the Internal Financial Controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in clause 2(f) of 'Report on Other Legal and Regulatory Requirements' of our Independent Auditor's Report.

We have audited the internal financial controls with reference to financial statements of **Windlas Biotech Limited** (formally known as Windlas Biotech Private limited) ("the Company") as of March 31, 2022 in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITORS' RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any

Annexure B to the Independent Auditor's Report (Contd.)

evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2022, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls with reference to Financial statements issued by the Institute of Chartered Accountants of India.3

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Reg. No. 000756N

Vijay Kumar
Partner
Membership No. 092671
UDIN : 22092671AIVSUC4031

Place: New Delhi
Date: May 12, 2022

STANDALONE BALANCE SHEET

as at March 31, 2022

(All amounts in Indian Rupees in millions, unless otherwise stated)

Particulars	Notes	As at March 31, 2022	As at March 31, 2021
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	884.35	925.05
Capital work in Progress	4	75.81	0.37
Right of Use	5	22.99	29.53
Goodwill	6 (a)	-	-
Other Intangible Assets	6 (b)	4.50	4.82
Intangible Assets Under Development	6 (c)	4.32	-
Financial Assets:			
(i) Investments	9	0.34	0.34
(ii) Other Financial Assets	10	51.78	29.85
Deferred Tax Assets (Net)	7	20.35	-
Other Non-Current Assets	11	29.50	28.50
		1,093.94	**1,018.46**
Current Assets			
Inventories	12	587.10	414.61
Financial Assets:			
(i) Investments	9	648.24	231.43
(ii) Trade Receivables	13	1,107.72	794.05
(iii) Cash and Cash Equivalents	14	5.52	157.75
(iv) Bank Balance other than cash and cash equivalents	15	1,132.53	151.82
(v) Other Financial Assets	10	41.55	4.51
Current Tax Assets (Net)	8	40.96	39.67
Other Current Assets	11	252.71	147.64
		3,816.33	**1,941.48**
Total assets		**4,910.27**	**2,959.94**
EQUITY AND LIABILITIES			
Equity			
(i) Equity Share Capital	16	108.97	64.11
(ii) Other Equity	17	3,842.29	1,925.79
		3,951.26	**1,989.90**
Liabilities			
Non-Current Liabilities			
Financial Liabilities:			
(i) Borrowings	18	4.44	8.32
(ii) Lease liability	19	-	5.17
(iii) Other Financial Liabilities	21	2.38	1.80
Provisions	22	15.66	13.73
Deferred Tax Liabilities (Net)	7	-	6.83
		22.48	**35.85**
Current Liabilities			
Financial Liabilities:			
(i) Borrowings	23	56.77	304.84
(ii) Trade Payables	24		
(a) total outstanding dues of micro enterprises and small enterprises		47.82	17.34
(b) total outstanding dues for creditors other than micro enterprises and small enterprises		581.17	381.99
(iii) Lease liability	20	5.16	5.16
(iv) Other Financial Liabilities	21	227.27	194.83
Other Current Liabilities	25	15.04	27.21
Provisions	22	3.30	2.82
		936.52	934.19
Total equity and liabilities		**4,910.27**	**2,959.94**

Summary of significant accounting policies

Accompanying notes form an integral part of the financial statements

As per our report of even date

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Registration Number - 000756N

For and on behalf of the board of directors of Windlas Biotech Limited
(formerly known as Windlas Biotech Private Limited)

Vijay Kumar
Partner
Membership No. - 092671
Place: New Delhi
Date: May 12, 2022

Ashok Kumar Windlass
Chairman and Executive Director
DIN: 00011451
Place: Dehradun
Date: May 12, 2022

Hitesh Windlass
Managing Director
DIN: 02030941
Place: Gurgaon
Date: May 12, 2022

Manoj Kumar Windlass
Joint Managing Director
DIN: 00221671
Place: Dehradun
Date: May 12, 2022

Komal Gupta
Chief Financial Officer
Place: Gurgaon
Date: May 12, 2022

Ananta Narayan Panda
Company Secretary
Place: Gurgaon
Date: May 12, 2022

STANDALONE PROFIT AND LOSS

for the year ended March 31, 2022

(All amounts in Indian Rupees in millions, unless otherwise stated)

Particulars	Notes	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue from Operations	26	4,659.30	4,276.02
Other Income	27	67.06	30.94
Total Income		**4,726.36**	**4,306.96**
EXPENSES			
Cost of Material Consumed	28	3,075.58	2,707.37
Changes in Inventories of Finished goods and Work-in-progress	29	(47.42)	36.68
Employee Benefit Expenses	30	634.08	583.24
Finance Cost	31	14.17	12.90
Depreciation and Amortization expense	32	121.47	129.65
Other Expenses	33	468.11	401.81
Total Expenses		**4,265.99**	**3,871.65**
Profit before exceptional items and tax		**460.37**	**435.31**
EXCEPTIONAL ITEMS	34		
Impairment of Goodwill		-	(272.64)
Loss on fair valuation of previously held equity interest on acquisition of control in Subsidiary that subsequently got merged into the Company		-	(50.87)
Profit before tax		**460.37**	**111.80**
INCOME TAX EXPENSE			
Current tax		101.33	48.42
Deferred Tax	7	(26.57)	13.28
Total Tax Expense		74.76	61.70
Profit for the year		**385.61**	**50.10**
Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss:			
Remeasurement of defined benefit plans- gain/(loss)		(2.41)	0.73
Income tax effect		0.61	(0.18)
Other Comprehensive Income for the year		**(1.80)**	**0.55**
Total Comprehensive Income for the year		**383.81**	**50.65**
EARNINGS PER SHARE:			
Basic (in ₹)		18.81	2.75
Diluted (in ₹)		18.81	2.75
Face value per share (in ₹)		5	5

Summary of significant accounting policies

Accompanying notes form an integral part of the financial statements

As per our report of even date

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Registration Number - 000756N

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Partner
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For and on behalf of the board of directors of Windlas Biotech Limited
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Date: May 12, 2022

Komal Gupta
Chief Financial Officer
Place: Gurgaon
Date: May 12, 2022

Ananta Narayan Panda
Company Secretary
Place: Gurgaon
Date: May 12, 2022

STANDALONE STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2022

(All amounts in Indian Rupees in millions, unless otherwise stated)

A. EQUITY SHARE CAPITAL

Equity shares of face value ₹ 5 each issued, subscribed and fully paid up

Particulars	No. of shares	Amount
As at April 1, 2020	**6,411,063**	**64.11**
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance as on April 1, 2020	**6,411,063**	**64.11**
Changes during the period	-	-
As at March 31, 2021	**6,411,063**	**64.11**
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance as on April 1, 2021	**6,411,063**	**64.11**
Impact of split of shares	6,411,063	-
Issue of Bonus shares	5,385,293	26.93
Fresh issue of Equity shares	3,586,956	17.93
As at March 31, 2022	**21,794,375**	**108.97**

B. OTHER EQUITY

	Reserves and surplus				Total Equity
	Securities premium	**General Reserve**	**ESOP Reserve**	**Retained earnings**	
As at April 1, 2020	**754.91**	**136.25**	**-**	**1,248.22**	**2,139.38**
Changes in accouting policy or prior period errors	-	-	-	-	-
Restated balance as on April 1, 2020	**754.91**	**136.25**	**-**	**1,248.22**	**2,139.38**
Increase/ (decrease) during the year	-	-		-	-
Profit for the year	-	-		50.10	50.10
Other comprehensive income, net of income tax	-	-		0.55	0.55
On Acquisition of non controlling interest of subsidiary company that subsequently got merged into the Company				(264.24)	(264.24)
As at March 31, 2021	**754.91**	**136.25**	**-**	**1,034.63**	**1,925.79**
Changes in accouting policy or prior period errors	-	-	-	-	-
Restated balance as on April 1, 2021	**754.91**	**136.25**	**-**	**1,034.63**	**1,925.79**
Issue of Bonus shares	(26.93)				(26.93)
Issue of Equity shares	1,632.08	-			1,632.08
Share issue expenses	(90.59)				(90.59)
ESOP reserve created during the year	-	-	18.13		18.13
Profit for the year	-	-	-	385.61	385.61
Other comprehensive income, net of income tax	-	-		(1.80)	(1.80)
As at March 31, 2022	**2,269.47**	**136.25**	**18.13**	**1,418.44**	**3,842.29**

Summary of significant accounting policies

Accompanying notes form an integral part of the financial statements

As per our report of even date

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Registration Number - 000756N

Vijay Kumar
Partner
Membership No. - 092671
Place: New Delhi
Date: May 12, 2022

For and on behalf of the board of directors of Windlas Biotech Limited
(formerly known as Windlas Biotech Private Limited)

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DIN: 00011451
Place: Dehradun
Date: May 12, 2022

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Managing Director
DIN: 02030941
Place: Gurgaon
Date: May 12, 2022

Manoj Kumar Windlass
Joint Managing Director
DIN: 00221671
Place: Dehradun
Date: May 12, 2022

Komal Gupta
Chief Financial Officer
Place: Gurgaon
Date: May 12, 2022

Ananta Narayan Panda
Company Secretary
Place: Gurgaon
Date: May 12, 2022

STANDALONE CASH FLOWS STATEMENT

for the year ended March 31, 2022

(All amounts in Indian Rupees in millions, unless otherwise stated)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	**460.37**	**111.80**
Adjustments for:		
Exceptional Items		
Loss on fair valuation of previously held equity interest on acquisition of control in Subsidiary that subsequently got merged into the Company	-	50.87
Impairment of Goodwill	-	272.64
Depreciation & amortization expense	121.47	129.65
Balances written off (net)	3.13	9.12
Balance written back	-	2.87
Allowance for Doubtful Debts	3.48	1.50
(Gain) / Loss on Investments measured at FVTPL (net)	(19.90)	(5.75)
ESOP Expenses	18.13	-
Other Intangible Assets written off	-	14.00
Net (gain)/ loss on sale of Property Plant & Equipment	(0.10)	(0.09)
Interest expense on borrowings	13.47	11.74
Interest expense on lease liability	0.70	1.16
Interest income	(42.85)	(19.21)
Operating Profit before working capital changes	**557.90**	**580.30**
CHANGES IN OPERATING ASSETS AND LIABILITIES:		
Increase/(decrease) in provisions	2.41	(4.61)
Increase/(decrease) in trade payables	229.66	(460.46)
Increase/(decrease) in other financial liabilities	27.36	55.29
Increase/(decrease) in other current liabilities	(12.17)	10.42
Decrease/(increase) in loans and advances	-	(5.39)
Decrease/(increase) in trade receivables	(316.81)	(149.50)
Decrease/(increase) in inventories	(172.49)	100.70
Decrease/(increase) in other financial assets	(18.28)	2.68
Decrease/(increase) in other non current assets	(1.00)	5.31
Decrease/(increase) in other current assets	(117.81)	45.05
Cash generated from operations	**178.77**	**179.80**
Income taxes refunded/ (paid)	(88.80)	(65.32)
Net cash flow from operations (A)	**89.97**	**114.48**
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant & equipment, Intangible assets and capital work in progress including capital advances and capital creditors	(147.99)	(58.46)
Sale of property, plant & equipment, Intangible assets and capital work in progress	1.10	0.15
Purchase of controlling interest in associate company that subsequently got merged into the Company	-	(40.59)
Purchase of non controlling interest of subsidiary company that subsequently got merged into the Company	-	(994.41)
Proceeds from redemption/ (investment in) Mutual Funds (net)	(415.49)	1,022.15
Interest received	25.62	16.62
Proceeds from redemption of / (Investment in) fixed deposits (net)	(1,006.32)	(147.38)
Net cash used in investing activities (B)	**(1,543.08)**	**(201.92)**
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds/(Repayment) of Short Term Borrowings (Net)	(248.07)	84.60
Share Issue Expenses	(77.85)	(12.74)
Proceeds from issue of equity shares	1,650.00	-
Repayment of Long Term Borrowings	(3.88)	(45.75)
Repayment of Lease liabilities (principal portion)	(5.17)	(4.70)
Interest paid (including interest on lease liabilities)	(14.15)	(13.65)
Net cash flow from/ (used in) financing activities (C)	**1,300.88**	**7.76**

Standalone Cash flows statement (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**(152.23)**	**(79.68)**
Cash and cash equivalents at the beginning of the year	157.75	180.78
Cash acquired on acquisition of subsidiary that subsequently got merged into the Company	-	56.65
Cash and cash equivalents at the closing of the year	**5.52**	**157.75**

Notes:

a) Cash and Cash Equivalents included in Cash Flow Statement comprise of following (Refer Note 15):

Particulars	As at March 31, 2022	As at March 31, 2021
Balances with Banks	3.54	37.21
Fixed deposits with original maturity of less than 3 months	1.82	118.11
Cash on Hand	0.16	2.43
Total	**5.52**	**157.75**

b) Reconciliation of changes in liabilities arising from financing activities:

Particulars	As at April 1, 2020	Net Cash Flows	Non cash changes Fair value changes	As at March 31, 2021
Long term borrowings	52.73	(45.75)	-	8.32
Short term borrowings*	221.58	84.60	-	304.84
Interest accrued	0.79	(13.65)	12.86	-
Lease liabilities	15.03	(4.70)	0.00	10.33
Total Liabilities	**290.13**	**20.50**	**12.86**	**323.49**

Particulars	As at March 31, 2021	Net Cash Flows	Non cash changes Fair value changes	As at March 31, 2022
Long term borrowings	8.32	(3.88)	-	4.44
Short term borrowings*	304.84	(248.07)	-	56.77
Interest accrued	-	(14.15)	14.15	-
Lease liabilities	10.33	(5.17)	0.00	5.16
Equity Share Capital	-	1,650.00	(1,650.00)	-
Total Liabilities	**323.49**	**1,378.73**	**(1,635.85)**	**66.37**

* including current maturities of long-term debt

Summary of significant accounting policies

Accompanying notes form an integral part of the financial statements

As per our report of even date

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Registration Number - 000756N

For and on behalf of the board of directors of Windlas Biotech Limited
(formerly known as Windlas Biotech Private Limited)

Vijay Kumar
Partner
Membership No. - 092671
Place: New Delhi
Date: May 12, 2022

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Chairman and Executive Director
DIN: 00011451
Place: Dehradun
Date: May 12, 2022

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Managing Director
DIN: 02030941
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Komal Gupta
Chief Financial Officer
Place: Gurgaon
Date: May 12, 2022

Ananta Narayan Panda
Company Secretary
Place: Gurgaon
Date: May 12, 2022

NOTES to Standalone Financial Statements
for the year ended March 31, 2022
(All amounts in Indian Rupees in millions, unless otherwise stated)

1 CORPORATE INFORMATION

Windlas Biotech Limited (formerly known as Windlas Biotech Private Limited) ('the Company') is a limited company domiciled in India and incorporated on February 19, 2001 under the provisions of the Companies Act, 1956 having its registered office at 40/1, Mohabewala Industrial Area, Dehradun, Uttarakhand. The Company is engaged in manufacturing and trading of pharmaceutical products. The Company's manufacturing facilities are located at Dehradun in Uttarakhand. Pursuant to a special resolution passed in the extraordinary general meeting of the shareholders of the Company held on April 03, 2021, the Company has converted from a Private Limited Company to a Public Limited Company and consequently, name of the Company has changed to Windlas Biotech Limited pursuant to fresh certificate of incorporation issued by ROC on April, 15 2021. The Standalone Financial Statements for the year ended March 31, 2022 were approved for issue by the Board of Directors, in accordance with resolution passed on 12th May 2022."

2 SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these Standalone Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.01 Basis of preparation

i) Compliance with IndAS

The Standalone Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and relevant provisions of the Companies Act, 2013.

ii) Historical cost convention

The Standalone Financial Statements have been prepared on a historical cost basis, except for the following assets and liabilities:

i) Certain financial assets and liabilities that are measured at fair value

ii) Defined benefit plans-plan assets measured at fair value

The Standalone Financial Statements are presented in Indian Rupees ('INR') and all values are rounded to nearest millions (INR '000,000) upto two decimal places, except when otherwise indicated.

2.03 Current versus non-current classification

The Company presents assets and liabilities in the Standalone balance sheet based on current/non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle

- Held primarily for purpose of trading

- Expected to be realized within twelve months after the reporting period, or

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

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle

- It is held primarily for purpose of trading

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

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

All other liabilities are classified as non current.

Deferred tax assets and deferred tax liabilities are classified as non- current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.04 Business Combinations and Goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Company elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred. At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Company entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date.
- Assets (or disposal Companys) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard.
- Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree. If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss or OCI, as appropriate. Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation

NOTES to Standalone Financial Statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained. If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Company reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

2.05 Common Control transactions

A business combination involving entities or businesses under common control is a business combination in which all of the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination and the control is not transitory. The transactions between entities under common control are specifically covered by Ind AS 103. Such transactions are accounted for using the pooling-of-interest method. The assets and liabilities of the acquired entity are recognised at their carrying amounts in the Company's Standalone financial statements with the exception of certain income tax and deferred tax assets. No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies. The components of equity of the acquired companies are added to the same components within the Company's equity. The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves. The acquiree companies' shares issued in consideration for the acquired companies are recognized from the moment the acquired companies are included in these Standalone financial statements and the financial statements of the commonly controlled entities would be combined, retrospectively, as if the transaction had occurred at the beginning of the earliest reporting period presented. However, the prior year comparative information is only adjusted for periods during which entities were under common control.

2.06 Property, plant and equipment

Property, Plant and equipment including capital work in progress are stated at cost, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises of purchase price, taxes, duties, freight and other incidental expenses directly attributable and related to acquisition and installation of the concerned assets and are further adjusted by the amount of input tax credit availed wherever applicable. Subsequent costs are included in asset's carrying amount or recognised as separate assets, as appropriate, only when it is probable that future economic benefit associated with the item will flow to the Company and the cost of item can be measured reliably. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their respective useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Capital work- in- progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

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

Depreciation on property, plant and equipment is provided on prorata basis on written-down value method using the useful lives of the assets estimated by management and in the manner prescribed in Schedule II of the Companies Act 2013. The useful life is as follows:

Assets	Useful life (in years)
Building	30
Plant and machinery	15
Furniture and fixtures	10
Vehicles	8
Office equipment	5
Computers and servers	3-6
Exceptions to above	
Plant & machinery (Continuous Process plant)* (Including second hand Purchase)*	15
Lab Equipment*	15

*Based on Internal assessment the management believes that the useful life given above best represent the period over which management expects to use these assets Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all the items of property, plant and equipment recognized as at 1 April 2019, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment."

2.07 Intangible assets

Separately acquired intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalized development cost, are not capitalized and the related expenditure is reflected in statement of Profit and Loss in the period in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Research and development cost

Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognized as an intangible asset when the Company can demonstrate all the following:

i) The technical feasibility of completing the intangible asset so that it will be available for use or sale;

ii) Its intention to complete the asset;

iii) Its ability to use or sell the asset;

iv) How the asset will generate future economic benefits;

v) The availability of adequate resources to complete the development and to use or sell the asset; and

vi) The ability to measure reliably the expenditure attributable to the intangible asset during development.

Following the initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized on straight line basis over the estimated useful life. During the period of development, the asset is tested for impairment annually.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortized over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss in the expense category consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from disposal of the intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the assets are disposed off.

Intangible assets with finite useful life are amortized on a straight line basis over the estimated useful economic life of 5 years, which represents the period over which the Company expects to derive economic benefits from the use of the assets.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all the items of intangible assets recognized as at 1 April 2019, measured as per the previous GAAP, and use that carrying value as the deemed cost of such Intengible assets."

2.08 Impairment of non- financial Assets

Intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are Companyed at the lowest levels for the which there are separately identifiable cash inflows which largely independent of the cash inflows from other assets or Companys of assets (cash - generating units). Non - financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.09 Compound financial instruments

Compound financial instruments are separated into liability and equity components based on the terms of the contract. On issuance of compound financial instruments, the fair value of the liability component is determined using a market rate for an equivalent instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction cost) until it is extinguished on redemption/ conversion.

2.10 Financial instruments

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

(i) Financial Assets

The Company classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss)
- Those measured at amortized cost

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

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction cost of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Subsequent measurement

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

- Debt instruments at fair value through profit and loss (FVTPL)
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments at amortized cost
- Equity instruments

Where assets are measured at fair value, gains and losses are either recognized entirely in the statement of profit and loss (i.e. fair value through profit or loss),or recognized in other comprehensive income(i.e. fair value through other comprehensive income). For investment in debt instruments, this will depend on the business model in which the investment is held. For investment in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for equity instruments at FVTOCI.

Debt instruments at amortized cost

A Debt instrument is measured at amortized cost if both the following conditions are met:

a) **Business Model Test :** The objective is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realize its fair value changes).

b) **Cash flow characteristics test:** The contractual terms of the Debt instrument give rise on specific dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

This category is most relevant to the Company. After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. The EIR amortization is included in other income in profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

Debt instruments at fair value through OCI

A Debt instrument is measured at fair value through other comprehensive income if following criteria are met:

a) **Business Model Test :** The objective of financial instrument is achieved by both collecting contractual cash flows and for selling financial assets.

b) **Cash flow characteristics test:** The contractual terms of the Debt instrument give rise on specific dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

Debt instrument included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI), except for the recognition of interest income, impairment gains or losses and foreign exchange gains or losses which are recognized in statement of profit and loss. On derecognition of asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to statement of profit & loss. Interest earned whilst holding FVTOCI financial asset is reported as interest income using the EIR method.

Debt instruments at FVTPL

FVTPL is a residual category for financial instruments. Any financial instrument, which does not meet the criteria for amortized cost or FVTOCI, is classified as at FVTPL.A gain or loss on a Debt instrument that is subsequently measured at FVTPL and is not a part of a hedging relationship is recognized in statement of profit or loss and presented net in the statement of profit and loss within other gains or losses in the period in which it arises. Interest income from these Debt instruments is included in other income.

Equity investments of other entities

All equity investments in scope of IND AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognized by an acquirer in a business combination to which IND AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income all subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Profit and loss.

Derecognition

A financial asset (or ,where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognized (i.e. removed from the Company's statement of financial position) when:

- The rights to receive cash flows from the asset have expired, or
- the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass through" arrangement and either;

  (a) the Company has transferred the rights to receive cash flows from the financial assets or

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(b) the Company has retained the contractual right to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all the risks and rewards of the ownership of the financial assets. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all the risks and rewards of the ownership of the financial assets, the financial asset is not derecognized.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit losses (ECL) model for measurement and recognition of impairment loss on the following financial asset and credit risk exposure

- Financial assets measured at amortized cost;

- Financial assets measured at fair value through other comprehensive income(FVTOCI);

The Company follows "simplified approach" for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables;

Under the simplified approach, the Company does not track changes in credit risk. Rather , it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward looking estimates are analysed.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12-months ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider: (i) All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument (ii) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss. This amount is reflected under the head 'other expenses' in the statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

(a) Financial assets measured as at amortized cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

(b) Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.

(c) Debt instruments measured at FVTOCI: For debt instruments measured at FVTOCI, the expected credit losses do not reduce the carrying amount in the balance sheet, which remains at fair value. Instead, an amount equal to the allowance that would arise if the asset was measured at amortised cost is recognised in other comprehensive income as the "accumulated impairment amount".

(ii) Financial liabilities:

Initial recognition and measurement

Financial liabilities are classified at initial recognition as financial liabilities at fair value through profit or loss, loans and borrowings, and payables, net of directly attributable transaction costs. the Company financial liabilities include loans and borrowings including bank overdraft, trade payables, trade deposits, retention money, liabilities towards services, sales incentive and other payables.

Subsequent measurement

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

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationship as defined by Ind AS 109. The separated embedded derivate are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Trade Payables

These amounts represents liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 90 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at fair value and subsequently measured at amortized cost using Effective interest rate method.

Loans and borrowings

Borrowings are initially recognized at fair value, net of transaction cost incurred. After initial recognition, interest-bearing borrowings are subsequently measured at amortized cost using the Effective interest rate method. Gains and losses are recognized in profit or loss when the liabilities are derecognised as well as through the Effective interest rate amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the Effective interest rate. The Effective interest rate amortization is included as finance costs in the statement of profit and loss. Borrowing are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or medication is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

Offsetting of financial instruments:

Financials assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

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Reclassification of financial assets/ financial liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

2.11 Inventories

a) **Basis of valuation:**

i) Inventories are valued at lower of cost and net realizable value after providing cost of obsolescence, if any. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realizable value is made on an item-by-item basis.

b) **Method of Valuation:**

i) **Cost of raw materials and components** has been determined by using FIFO method and comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventories to their present location and condition.

ii) **Cost of finished goods and work-in-progress** includes direct labour and an appropriate share of fixed and variable production overheads and excise duty as applicable. Fixed production overheads are allocated on the basis of normal capacity of production facilities. Cost is determined on moving weighted average basis.

iii) **Net realizable value** is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

2.12 Taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity, respectively.

Current tax:

Current tax expenses are accounted in the same period to which the revenue and expenses relate. Provision for current income tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the applicable tax rates and the prevailing tax laws.

The Company's management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

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:

Deferred income tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred tax arises from the initial recognition of goodwill, an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction. Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis."

2.13 i) Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company collects Goods and Service Tax on behalf of government, and therefore, these are not consideration to which the Company is entitled, hence, these are excluded from revenue. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

a) Revenue from sale of goods

Revenue from sale of goods is recognised at the point in time when significant risk and rewards of ownership of the goods is transferred to the customer, generally ex-factory. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods, the Company considers the effects of variable consideration, the existence of significant financing components, non-cash consideration, and consideration payable to the customer (if any).

b) Revenue from sale of services

Revenue from sale of services is recognised over a period of time because the customer simultaneously receives and consumes the benefits provided by the Company and accounted revenue as and when services are rendered on cost plus basis where cost is determined on principles mutually agreed with customers.

c) Consideration of significant financing component in a contract

The Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

d) Trade Receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within one year and therefore are all classified as current. Where the settlement is due after one year, they are classified as non-current. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

e) Contract Assets

A contract asset is the entity's right to consideration in exchange for goods or services that the entity has transferred to the customer. A contract asset becomes a receivable when the entity's right to consideration is unconditional, which is the case when only the passage of time is required before payment of the consideration is due. The impairment of contract assets is measured, presented and disclosed on the same basis as trade receivables.

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f) **Contract Liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

g) **Impairment**

An impairment is recognised to the extent that the carrying amount of receivable or asset relating to contracts with customers (a) the remaining amount of consideration that the Company expects to receive in exchange for the goods or services to which such asset relates; less (b) the costs that relate directly to providing those goods or services and that have not been recognised as expenses.

ii) **Other Income**

a) **Export incentives**

Revenue from export benefits arising from duty drawback scheme, merchandise export incentive scheme are recognised on export of goods in accordance with their respective underlying scheme at fair value of consideration received or receivable.

b) **Interest Income**

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

2.14 Employee benefits

(i) **Short-term obligations**

Liabilities for wages and salaries, including non monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognized in respect of employee service upto the end of the reporting period and are measured at the amount expected to be paid when the liabilities are settled. the liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) **Other long-term employee benefit obligations**

a) **Compensated Absences**

"Liability in respect of compensated absences becoming due or expected to be availed within one year from the balance sheet date is recognised on the basis of undiscounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees. Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of profit and loss in the year in which such gains or losses are determined."

(iii) **Post-employment obligations**

a) **Gratuity**

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is determined by actuarial valuation as on the balance sheet date, using the projected unit credit method. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

(i) The date of the plan amendment or curtailment, and

(ii) The date that the Company recognises related restructuring costs. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

(i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and nonroutine settlements; and

(ii) Net interest expense or income

b) Provident fund

The Company makes contributions to statutory provident fund in accordance with the Employees Provident Fund and Miscellaneous Provisions Act, 1952, which is a defined contribution plan. The Company's contributions paid/payable under the scheme is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

c) Employee State Insurance

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

d) Superannuation Scheme

The Company contributes towards a fund established to provide superannuation benefit to certain employees in terms of Group Superannuation Policy entered into by such fund with the Life Insurance Corporation of India.

e) Pension Scheme

The Company makes contributions to the Pension Scheme fund in respect of certain employees of the Company.

2.15 Leases- Company as a lessee

Leases are accounted for using the principles of recognition, measurement, presentation and disclosures as set out in Ind AS 116 Leases.

On inception of a contract, the Company assesses whether it contains a lease. A contract contains a lease when it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The right to use the asset and the obligation under the lease to make payments are recognised in the Company's financial statements as a right-of-use asset and a lease liability.

Lease contracts may contain both lease and non-lease components. The Company allocates payments in the contract to the lease and non-lease components based on their relative stand-alone prices and applies the lease accounting model only to lease components.

The right-of-use asset recognised at lease commencement includes the amount of lease liabilities on initial measurement, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated to a residual value over the rights-of-use assets' estimated useful life or the lease term, whichever is lower. Right-of-use assets are also adjusted for any re-measurement of lease liabilities and are subject to impairment testing. Residual value is reassessed at each reporting date.

The lease liability is initially measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments (including 'in-substance fixed' payments) and variable lease payments that depend on an index or a rate, less any lease incentives receivable. 'In-substance fixed' payments are payments that may, in form, contain variability but that, in substance, are unavoidable. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease term includes periods subject to extension options which the Company is reasonably certain to exercise and excludes the effect of early termination options where the Company is not reasonably certain that it will exercise the option. Minimum lease payments

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include the cost of a purchase option if the Company is reasonably certain it will purchase the underlying asset after the lease term.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest on lease liability and reduced for lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification e.g. a change in the lease term, a change in the 'in-substance fixed' lease payments or as a result of a rent review or change in the relevant index or rate.

Variable lease payments that do not depend on an index or a rate are recognised as an expense in the period over which the event or condition that triggers the payment occurs. In respect of variable leases which guarantee a minimum amount of rent over the lease term, the guaranteed amount is considered to be an 'in-substance fixed' lease payment and included in the initial calculation of the lease liability. Payments which are 'in-substance fixed' are charged against the lease liability.

The Company has opted not to apply the lease accounting model to intangible assets, leases of low-value assets or leases which have a term of less than 12 months. Costs associated with these leases are recognised as an expense on a straight-line basis over the lease term Lease payments are presented as follows in the Company's statement of cash flows: (i) short-term lease payments, payments for leases of low-value assets and variable lease payments that are not included in the measurement of the lease liabilities are presented within cash flows from operating activities; (ii) payments for the interest element of recognised lease liabilities are presented within cash flows from financing activities; and (iii) payments for the principal element of recognised lease liabilities are presented within cash flows from financing activities.

2.16 Government Grants

Government Grants are recognized at their fair value when there is reasonable assurance that the grant will be received and all the attached conditions will be complied with.

When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset.

When the Company receives grants of non-monetary assets, the asset and grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset.

2.17 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 number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

2.18 Borrowing Costs

Borrowing cost includes interest and other costs incurred in connection with the borrowing of funds and charged to Statement of Profit & Loss on the basis of effective interest rate (EIR) method. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are recognized as expense in the period in which they occur.

2.19 Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposit held at call with financial institutions, other short - term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

2.20 Foreign currencies

(i) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Company's financial statements are presented in Indian rupee (INR) which is also the Company's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rate prevailing at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transaction and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rate are generally recognised in the statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences

Exchange differences arising on settlement or translation of monetary items are recognized as income or expense in the period in which they arise with the exception of exchange differences on gain or loss arising on translation of non-monetary items measured at fair value which is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in OCI or profit or loss are also recognized in OCI or profit or loss, respectively).

2.21 Provisions and Contingent Liabilities

Provisions

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognized because it cannot be measured reliably. the Company does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

Contingent assets

Contingent assets are not recognised in the financial statements. Contingent assets are disclosed in the financial statements to the extent it is probable that economic benefits will flow to the Company from such assets.

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

2.22 Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(i) In the principal market for asset or liability, or

(ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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A fair value measurement of a non- financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

the Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1- Quoted(unadjusted) market prices in active markets for identical assets or liabilities

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.23 Exceptional items

Items which are material by virtue of their size and nature are disclosed separately as exceptional items to ensure that financial statements allows an understanding of the underlying performance of the business in the year and to facilitate comparison with prior year.

2.24 Employees Stock option plan

Some employees (including senior executives) of the Company receive remuneration in the form of share based payment, whereby employees render services as consideration for equity instruments (equity-settled transactions).

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/ or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company’s best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company’s best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

2.25 Standalone statement of cash flows

Standalone statements of cash flows is made using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferral accruals of past or future cash receipts or payments and item of income or expense associated with investing or financing of cash flows. The cash flows from operating, financing and investing activities of the Company are segregated.

2.26 Significant accounting judgements, estimates and assumptions

The preparation of the Company’s financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Judgements

In the process of applying the Company’s accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the Standalone Financial Statements.

a) Recognition of deferred taxes

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilized.

b) Impairment of Financial assets

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

c) Recognition of revenue

The price charged from the customer is treated as stand alone selling price of the goods transferred to the customer. At each balance sheet date, basis the past trends and management judgment, the Company assesses the requirement of recognising provision against the sales returns for its products and in case, such provision is considered necessary, the management make adjustment in the revenue. However, the actual future outcome may be different from this judgement.

d) Impairment of non-Financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An assets recoverable amount is the higher of an asset's CGU'S fair value less cost of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, or other fair value indicators.

e) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease etc. The lease term in future periods is reassessed to

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ensure that the lease term reflects the current economic circumstances.

f) Government grants

The Company assesses whether the government grant received is for purchase of capital assets or for meeting expenses as per the conditions attached to the grant and recognises the same as either deduction from cost of assets or income in statement of profit and loss.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

a) Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority

b) Gratuity benefit

The cost of defined benefit plans (i.e. Gratuity benefit) is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. In determining the appropriate discount rate, management considers the interest rates of long term government bonds with extrapolated maturity corresponding to the expected duration of the defined benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in Note 41.

c) Fair value measurement of financial instrument

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

d) Property, plant and equipment and intangible assets

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of the Company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. For managements estimates on useful life of assets refer note 2.06 and 2.07.

2.27 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1, 2022, as below:

Ind AS 103 - Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the

Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements

Ind AS 16 – Proceeds before intended use

The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements

Ind AS 37 – Onerous Contracts - Costs of Fulfilling a Contract

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 109 – Annual Improvements to Ind AS

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability. The Company does not expect the amendment to have any significant impact in its financial statements

Ind AS 116 -Annual Improvements to Ind AS

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Company does not expect the amendment to have any significant impact in its financial statements.

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3 PROPERTY, PLANT AND EQUIPMENT

	Freehold Land*	Buildings*	Plant & Machinery	Furniture & Fixtures	Office Equipments	Computers	Electrical Installation	Motor Vehicles	Total
Gross Block									
As at April 01, 2020	**77.98**	**301.85**	**308.76**	**9.85**	**0.80**	**5.40**	**31.14**	**6.81**	**742.59**
On acquisition of subsidiary that subsequently got merged into the Company	137.73	145.15	386.24	13.78	6.19	-	-	-	689.09
Additions	-	4.74	45.95	2.48	0.19	2.02	3.66	3.53	62.57
Disposals	-	-	-	-	-	-	-	1.32	1.32
As at March 31, 2021	**215.71**	**451.74**	**740.95**	**26.11**	**7.18**	**7.42**	**34.80**	**9.02**	**1,492.93**
Additions	-	1.86	55.00	2.87	0.34	2.19	3.02	7.73	73.02
Disposals	-	-	-	-	-	-	1.41	4.77	6.18
As at March 31, 2022	**215.71**	**453.60**	**795.95**	**28.98**	**7.52**	**9.62**	**36.41**	**11.98**	**1,559.77**
Depreciation									
As at April 01, 2020	**-**	**26.51**	**42.79**	**1.59**	**0.40**	**1.92**	**6.52**	**1.83**	**81.56**
On acquisition of subsidiary that subsequently got merged into the Company	-	86.09	267.70	10.00	5.46	-	-	-	369.25
Charge for the year	-	31.99	72.38	3.27	0.51	1.79	6.80	1.73	118.47
Adjustment	-	(0.35)	-	-	-	-	-	-	(0.35)
Disposals	-	-	-	-	-	-	-	1.05	1.05
As at March 31, 2021	**-**	**144.25**	**382.87**	**14.86**	**6.37**	**3.71**	**13.32**	**2.51**	**567.88**
Charge for the year	-	29.35	68.35	3.08	0.39	2.67	5.75	3.13	112.72
Adjustment	-		-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	0.77	4.41	5.18
As at March 31, 2022	**-**	**173.59**	**451.22**	**17.94**	**6.76**	**6.38**	**18.30**	**1.23**	**675.42**
Net Carrying Value									
As at March 31, 2021	**215.71**	**307.50**	**358.08**	**11.25**	**0.81**	**3.71**	**21.48**	**6.51**	**925.05**
As at March 31, 2022	**215.71**	**280.01**	**344.73**	**11.04**	**0.76**	**3.24**	**18.11**	**10.75**	**884.35**

Description of Property	Gross Carrying Value (Amount in millions)	Held in name of	Whether title deed holder is a promotor / director / employee or their relatives	Property held since which date	Reason for not being held in name of company
Land	137.73	Windlas Healthcare Private Limited	No	From May 1, 2020	Pursuant to scheme of arrangement for merger in FY 2020-21 these assets are in the process of being transferred in the name of the Company
Building	145.15	Windlas Healthcare Private Limited	No	From May 1, 2020	
Total	**282.88**				

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4 CAPITAL WORK-IN-PROGRESS

	Amount
As at April 01, 2020	-
Additions	5.46
Capitalized during the year	5.09
As at March 31, 2021	**0.37**
Additions	75.81
Expense off during the year	0.37
As at March 31, 2022	**75.81**

4 (i)

Capital Work-in-progress as at March 31, 2022	Amount of CWIP for a period of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress	75.81	-	-	-
Projects temporarily suspended	-	-	-	-

4 (ii)

Capital Work-in-progress as at March 31, 2021	Amount of CWIP for a period of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress	0.37	-	-	-
Projects temporarily suspended	-	-	-	-

5 RIGHT OF USE

	Leasehold land	Leasehold Buildings	Total
Deemed Cost			
As at April 1, 2020	**15.02**	**27.60**	**42.62**
Additions	-	-	-
Deductions	-	-	-
As at March 31, 2021	**15.02**	**27.60**	**42.62**
Additions	-	-	-
Deductions	-	-	-
As at March 31, 2022	**15.02**	**27.60**	**42.62**
Depreciation / Amortization			
As at April 1, 2020	**0.17**	**6.38**	**6.55**
Charge for the year	0.17	6.37	6.54
Deductions	-	-	-
As at March 31, 2021	**0.34**	**12.75**	**13.09**
Charge for the year	0.17	6.37	6.54
Deductions		-	-
As at March 31, 2022	**0.51**	**19.12**	**19.63**
Net Carrying Value			
As at March 31, 2021	**14.68**	**14.85**	**29.53**
As at March 31, 2022	**14.51**	**8.48**	**22.99**

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6 (A) GOODWILL

	Amount	Total
Deemed Cost		
As at April 01, 2020	**-**	**-**
On acquisition of subsidiary	272.64	272.64
Additions	-	-
Disposals	-	-
As at March 31, 2021	**272.64**	**272.64**
Additions	-	-
Disposals	-	-
As at March 31, 2022	**272.64**	**272.64**
Amortization / Impairment		
As at April 01, 2020	**-**	**-**
On acquisition of subsidiary	-	-
Charge for the year	-	-
Impairment of Goodwill (Refer Note 34)	272.64	272.64
Disposals	-	-
As at March 31, 2020	**272.64**	**272.64**
Charge for the year	-	-
Disposals	-	-
As at March 31, 2021	**272.64**	**272.64**
Net Carrying Value		
As at March 31, 2021	**-**	**-**
As at March 31, 2022	**-**	**-**

6 (B) OTHER INTANGIBLE ASSET

	Product development	Software	Total
Deemed Cost			
As at April 01, 2020	**-**	**8.33**	**8.33**
On acquisition of subsidiary	22.41	17.00	39.41
Additions	-	0.69	0.69
Disposals	-	-	-
Impairment of asset	(14.00)	-	(14.00)
As at March 31, 2021	**8.41**	**26.02**	**34.43**
Additions		1.89	1.89
Disposals	-	-	-
As at March 31, 2022	**8.41**	**27.91**	**36.33**
Amortization			
As at April 01, 2020	**-**	**2.81**	**2.81**
On acquisition of subsidiary	6.82	14.99	21.81
Charge for the period	1.59	3.40	4.99
Disposals	-	-	-
As at March 31, 2021	**8.41**	**21.20**	**29.61**
Charge for the year		2.21	2.21
Others			-
Disposals		-	-
As at March 31, 2022	**8.41**	**23.42**	**31.83**
Net Carrying Value			
As at March 31, 2021	**0.00**	**4.82**	**4.82**
As at March 31, 2022	**0.00**	**4.50**	**4.50**

(All amounts in Indian Rupees in millions, unless otherwise stated)

6 (C) INTANGIBLE ASSETS UNDER DEVELOPMENT

	Amount
As at April 1, 2020	**-**
Additions	-
Other direct expense	-
Capitalized during the year	-
Write off	-
As at March 31, 2021	**-**
Less : On disposal of subsidiary company	-
Additions	4.32
Other direct expense	-
Capitalized during the year	-
Write off	-
As at March 31, 2022	**4.32**

Intangible Assets Under Development as at March 31, 2022	Amount of Intangible Assets Under Development for a period of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress	4.32	-	-	-
Projects temporarily suspended	-	-	-	-

Intangible Assets Under Development as at March 31, 2021	Amount of Intangible Assets Under Development for a period of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress	-	-	-	-
Projects temporarily suspended	-	-	-	-

7 DEFERRED TAX CREATED ON:

	Balance sheet	
	For the year ended March 31, 2022	For the year ended March 31, 2021
Accelerated depreciation as per Income tax Act, 1961	16.28	(13.71)
Employee benefits	11.23	10.37
Financial instruments measured at amortised cost	0.38	0.92
Financial instruments measured at fair value through P&L	(5.86)	(1.52)
Right of use, net of lease liability	(4.49)	(4.83)
Others	2.81	1.94
	20.35	**(6.83)**
Deferred tax comprise of:		
Deferred tax asset	32.00	15.90
Deferred tax liability	(11.65)	(22.73)
Net deferred tax asset/ (liability)	**20.35**	**(6.83)**

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

	Statement of Profit & Loss	
	For the year ended March 31, 2022	For the year ended March 31, 2021
Movement of deferred tax		
Accelerated depreciation as per Income tax Act, 1961	(29.99)	27.30
Employee benefits	(0.86)	0.15
Financial instruments measured at amortised cost	0.54	0.41
Financial instruments measured at fair value through P&L	4.34	(13.56)
Right of use, net of lease liability	(0.34)	(0.46)
Others	(0.87)	(0.38)
	(27.18)	13.46
Tax impact of other comprehensive income	0.61	(0.18)
Deferred tax expense/ (credit) charged in profit and loss	**(26.57)**	**13.28**

	For the year ended March 31, 2022	For the year ended March 31, 2021
Income Tax		
The major components of income tax expense are:		
Profit and loss -		
Current income tax:		
Current income tax charge	114.73	48.42
Adjustment of tax relating to earlier periods	(13.40)	-
Deferred tax:		
Related to origination and reversal of temporary differences	(26.57)	13.28
Income tax expense reported in the statement of profit and loss	**74.76**	**61.70**
Reconciliation of tax expense and accounting profit		
Accounting profit / (loss) before tax from continuing operations	460.37	111.80
Statutory income tax rate applicable	25.17%	25.17%
Tax at India's statutory income tax rate	115.87	28.14
Adjustment for less depreciation under income tax	7.67	3.36
Adjustment for gratuity, leave encashment and bonus allowed on actual paid basis	(0.20)	0.13
Income not taxable	(21.59)	81.42
Other expenses disallowed	13.01	13.98
Unabsobed Depreciation of WHPL brought forward & utilised	-	(83.50)
Income chargeable at different tax rate	1.33	6.79
Others	(1.35)	(1.87)
Deferred tax asset expense/ (credit) during the year	(26.57)	13.28
Adjustments in respect of current income tax of previous years	(13.40)	-
Income tax expense reported in the statement of profit and loss	**74.76**	**61.70**

8 CURRENT TAX ASSETS (NET)

	For the year ended March 31, 2022	For the year ended March 31, 2021
Advance tax (net of provision for taxation)	40.96	39.67
Total	**40.96**	**39.67**

NOTES to Standalone Financial Statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

9 INVESTMENTS

	Current		Non Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Investments in Subsidary measured at cost (unquoted):				
Investment in Windlas Inc.		-	0.34	0.34
Investment in Mutual Funds measured at fair value through P&L				
HDFC Growth Fund - Regular Plan - NIL (March 31, 2021 : 8520.46 units)	-	2.01	-	-
HDFC Low Duration Fund - Direct Plan Growth Option - 12,74,812.278 units (March 31, 2021 : 12,74,812.278 units)	63.47	60.65	-	-
L&T Arbitrage opportunities fund direct growth- 6,284,250.896 units (March 31, 2021 : NIL)	102.11	-	-	-
HDFC Liquid DP Growth option- 24,424.028 units (March 31, 2021 : NIL)	102.20	-	-	-
Nippon India Arbitrage Fund- 4,488,428.265 units (March 31, 2021 : NIL)	102.46	-	-	-
Tata Arbitrage Fund-Direct Plan Growth- 8,510,864.683 units (March 31, 2021 : NIL)	102.01	-	-	-
ICICI Prudential Savings Fund - Direct Plan - Growth - 4,02,128.239 units (March 31, 2020 : 4,02,128,239 units)	175.99	168.77	-	-
Total	**648.24**	**231.43**	**0.34**	**0.34**
Aggregate amount of quoted investments	648.24	231.43	-	-
Aggregate Market value of quoted investments	648.24	231.43	-	-
Aggregate amount of unquoted investments	-	-	0.34	0.34
Aggregate amount of impairment in value of investments	-	-	-	-

10 OTHER FINANCIAL ASSETS

	Current		Non Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Advance to Employees	0.17	0.34	0.05	0.10
Interest accrued on fixed deposits	16.39	1.31	-	-
Security Deposits	24.20	-	26.11	29.75
Fixed Deposit having remaining maturity of more than 12 months		-	25.61	-
Earnest money deposit	0.80	2.86	-	-
Total	**41.55**	**4.51**	**51.78**	**29.85**

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

11 OTHER ASSETS

	Current		Non Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Advances to suppliers/ vendors				
Capital Advances	-	-	1.53	1.73
Advances to Suppliers	26.19	15.39	-	-
Other Advances (refer note 41)	3.41	0.80		-
Other assets				
Balances with government authorities (refer note 47)	207.83	107.62	26.24	26.77
Prepaid / Recoverable expenses	9.54	11.09	1.73	-
Other receivables	5.74	-	-	-
Share Issue Expenses (to the extent not w/ff)***	-	12.74	-	-
Total	**252.71**	**147.64**	**29.50**	**28.50**

***The Company has so far incurred share issue expenses of ₹ 90.59 million as at March 31, 2022 (₹ 12.74 million as at March31, 2021) in connection with public offer of equity shares. These expenses have been adjusted against security premium.

12 INVENTORIES

	As at March 31, 2022	As at March 31, 2021
[The Inventory is valued at lower of cost and net realizable value]		
Raw Materials & Packing Materials	349.12	249.75
Consumables	40.73	15.04
Work-in-progress	66.35	85.45
Finished Goods (including goods in transit of ₹. 26.59 Mn as at March 31, 2022 and Nil as at March 31, 2021)	130.89	64.37
Total	**587.10**	**414.61**

13 TRADE RECEIVABLES

	As at March 31, 2022	As at March 31, 2021
Trade Receivables considered good – Unsecured	1,107.72	794.05
Trade Receivables which have significant increase in Credit Risk	-	-
Trade Receivables - credit impaired	11.17	7.70
	1,118.89	801.75
Less: Allowance for expected credit loss	(11.17)	(7.70)
Total	**1,107.72**	**794.05**

The carrying value of the trade receivables may be affected by the changes in the credit risk as explained in note 45.

Generally, the average credit period is based on specific arrangement with the other party. Interest is charged as per the agreed terms post expiry of the credit period.

The following table summarises the change in impairment allowance measured using the life time expected credit loss model:

Particulars	As at March 31, 2022	As at March 31, 2021
At the beginning of the year	7.70	6.20
Provision made during the year	3.47	1.50
Utilized /reversed during the year	-	-
At the end of the year	**11.17**	**7.70**

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

Contract Balances

(A) - Trade receivables, contract assets and contract liabilities

Particulars	As at March 31, 2022	As at March 31, 2021
Trade receivables {Refer note (a) below}	1,107.72	794.05
Contract liabilities {Refer note (b) below}		
Advance from customers	7.30	14.84

Note (a)- Account receivables represent the amount for which performance obligation has been fulfilled and revenue recognized but the money is receivable from customer.

Note (b) - Advance from customers represents the obligation of the Company to transfer goods or services to the customers for which the consideration has already been received from the customers. Advance from customers are recognised as revenue when the Company performs under the contract with the customer.

(B) - Unsatisfied performance obligation

Total value of performance obligation of the Company remaining unsatisfied at the end of year/period with timelines within which it is expected to recognise revenue :

Particulars	As at March 31, 2022	As at March 31, 2021
Within one year	7.30	14.84
More than one year	-	-
(C) - During the year, revenue recognised from amounts included in contract liabilities at the beginning of the year is	14.84	7.06

Classification and aging of Trade Receivables As at March 31, 2022

13 (i)	Particulars	Outstanding for following periods from due date of payment						
		Not due	**< 6 Months**	**6 months - 1 year**	**1-2 Years**	**2-3 Years**	**> 3 Years**	**Total**
	(i) undisputed trade Receivables – considered good	599.80	495.95	11.97	-	-	-	1,107.72
	(ii) undisputed trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
	(iii) undisputed trade Receivables – credit impaired	-	-	11.17	-	-	-	11.17
	(iv) disputed trade Receivables – considered good	-	-	-	-	-	-	-
	(v) disputed trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
	(vi) disputed trade Receivables – credit impaired	-	-	-	-	-	-	-
	Total	**599.80**	**495.95**	**23.14**	**-**	**-**	**-**	**1,118.89**
	Less: Allowance for expected credit loss							(11.17)
	Total Receivables							**1,107.72**

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

Classification and aging of Trade Receivables As at March 31, 2021

13 (ii)	Particulars	Outstanding for following periods from due date of payment						
		Not due	< 6 Months	6 months - 1 year	1-2 Years	2-3 Years	> 3 Years	Total
	(i) undisputed trade Receivables – considered good	353.73	435.87	4.45	-	-	-	794.05
	(ii) undisputed trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
	(iii) undisputed trade Receivables – credit impaired	-	-	3.24	4.45	-	-	7.70
	(iv) disputed trade Receivables – considered good	-	-	-	-	-	-	-
	(v) disputed trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
	(vi) disputed trade Receivables – credit impaired	-	-	-	-	-	-	-
	Total	**353.73**	**435.87**	**7.69**	**4.45**	**-**	**-**	**801.75**
	Less: Allowance for expected credit loss							(7.70)
	Total Receivables							**794.05**

14 CASH AND CASH EQUIVALENTS

	As at March 31, 2022	As at March 31, 2021
Balances with banks- in current accounts	3.54	37.21
Fixed deposits- original maturity less than 3 months	1.82	118.11
Cash in Hand	0.16	2.43
Total	**5.52**	**157.75**

15 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

	As at March 31, 2022	As at March 31, 2021
Receivable from IPO Public - Escrow Account	26.21	-
Fixed Deposit- Original maturity more than 3 months but upto 1 year	1,106.32	151.82
Total	**1,132.53**	**151.82**

16 EQUITY SHARE CAPITAL

	As at March 31, 2022	As at March 31, 2021
(a) Authorised Share capital		
Equity Shares		
Equity Shares of 5 each: 108,000,000 (Equity Shares of ₹ 10 each March 31, 2021: 54,000,000)	540.00	540.00
Instruments entirely equity in nature		
Preference Shares		
0.001% Non- Cumulative Compulsory Convertible Preference Shares of 100 each : 300,000 (March 31, 2021: 300,000)	30.00	30.00
Optionally Convertible Preference Shares of 10 each : 20,500,000(March 31, 2020 : 20,500,000)	205.00	205.00
Total authorised share capital	775.00	775.00
(b) Issued, Subscribed & Fully Paid up Shares		
Equity Shares of 5 each: 21,794,375 (March 31, 2021: 6,411,063 Equity Shares of 10 each)	108.97	64.11
Total issued, subscribed and fully paid up share capital	108.97	64.11

(All amounts in Indian Rupees in millions, unless otherwise stated)

- The Company has only one class of issued shares referred to as equity shares having a par value of Re. 5 each. The holder of equity shares are entitled to one vote per share.
- n the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder

(c) Reconciliation of shares outstanding at the beginning and at the end of the reporting year

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
Balance at the beginning of the year	64,11,063	64.11	64,11,063	64.11
Split of shares	64,11,063	-	-	-
Issue of Bonus shares	53,85,293	26.93	-	-
Fresh issue of Equity shares	35,86,956	17.93	-	-
Balance at the end of the reporting year	**2,17,94,375**	**108.97**	**64,11,063**	**64.11**

(d) The Board of Directors at its meeting held on May 12, 2022, has proposed final dividend of ₹ 3.50 Per share subject to approval in annual general meeting

(e) Details of shareholders holding more than 5% shares in the Company

Name of shareholders	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Amount	No. of shares	Amount
Equity shares of ₹ 5 each fully paid-up (March 31, 2021 - Equity shares of ₹ 10 each full paid-up)				
Sh. Ashok Kumar Windlass	44,00,000	20.19%	45,00,471	70.20%
Smt. Vimla Windlass	2,84,000	1.30%	5,00,000	7.80%
Tano India Private Equity Fund II	-	0.00%	14,10,587	22.00%
AKW WBL Family Private Trust	83,81,340	38.46%	-	0.00%
Icici Prudential Pharma Healthcare And Diaganostics (P.H.D) Fund	11,21,827	5.15%	-	0.00%
	1,41,87,167	**65.10%**	**64,11,058**	**100.00%**

* Impact of split of shares has not taken

(f) Details of promoters shareholding

Name of shareholders	As at March 31, 2022		As at March 31, 2021		% changes during the FY 2021-22	
	No. of shares	% of holding	No. of shares	% of holding		
Equity shares of ₹ 5 each fully paid-up (March 31, 2021 - Equity shares of ₹ 10 each full paid-up)						
Sh. Ashok Kumar Windlass	44,00,000	20.19%	45,00,471	70.20%	(1,00,471)	-50.01%
Smt. Vimla Windlass	2,84,000	1.30%	5,00,000	7.80%	(2,16,000)	-6.50%
Sh. Hitesh Windlass	3	0.00%	1	0.00%	2	0.00%
Sh. Manoj Kumar Windlass	3	0.00%	1	0.00%	2	0.00%
Smt. Payal Windlass	3	0.00%	1	0.00%	2	0.00%
Smt. Prachi Jain Windlass	3	0.00%	1	0.00%	2	0.00%
	46,84,012	**21.49%**	**50,00,475**	**78.00%**	**(3,16,463)**	**-56.51%**

* Changes in shareholding during the year also represents impact of split of shares from ₹ 10 to ₹ 5

NOTES to Standalone Financial Statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

Name of shareholders	As at March 31, 2021		As at March 31, 2020		% changes during the FY 2021-22	
	No. of shares	% of holding	No. of shares	% of holding		
Equity shares of ₹ 10 each fully paid-up						
Sh. Ashok Kumar Windlass	45,00,471	70.20%	45,00,471	70.20%	-	-
Smt. Vimla Windlass	5,00,000	7.80%	5,00,000	7.80%	-	-
Sh. Hitesh Windlass	1	0.00%	1	0.00%	-	-
Sh. Manoj Kumar Windlass	1	0.00%	1	0.00%	-	-
Smt. Payal Windlass	1	0.00%	1	0.00%	-	-
Smt. Prachi Jain Windlass	1	0.00%	1	0.00%	-	-
	50,00,475	**78.00%**	**50,00,475**	**78.00%**	**-**	**-**

(g) ESOP

During the year ended March 31, 2022, the Company has instituted "Windlas Biotech Limited - Employee Stock Option Plan 2021" ('ESOP Scheme 2021') pursuant to the approval of Board of Directors of the company as on April 16, 2021 and the Shareholders of the Company as on April 17, 2021.The maximum number of shares that may be issued pursuant to the scheme shall not exceed 546,222 shares. Out of 546,222 shares, 4,19,439 shares were granted on June 03, 2021 (grant date) to the eligible employees.

(h) Sub-Division

During the year ended March 31, 2022, the equity shares of the Company having the face value of INR 10 (Rupees ten only) each were subdivided into 2 (two) equity shares having a face value of INR 5 (Rupees Five only) each. Accordingly 64,11,063 equity shares of face value of INR 10 each were sub divided into 1,28,22,126 equity shares of face value of INR 5 each.

(i) Bonus

During the year ended March 31, 2022, pursuant to Section 63 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, proposed that a sum of ₹ 26.93 millions be capitalized as Bonus Equity shares out of free reserves and surplus, and distributed amongst the Equity Shareholders by issue of 53,85,293 Equity shares of ₹ 5/- each credited as fully paid to the Equity Shareholders in the proportion of 4.2 (Four point two) Equity share for every 10 (Ten) Equity shares. In the preceding 5 years, there was no other Bonus issue and/or issue of shares other than for cash considerations.

17 OTHER EQUITY

	As at March 31, 2022	As at March 31, 2021
Security Premium		
Balance as per last Balance Sheet	754.91	754.91
Less Utilised for issue of Bonus shares	(26.93)	-
Add: Created from fresh issue of Equity shares	1,632.08	-
Less: Utilised for share issue expenses	(90.59)	-
Balance as at the year end	**2,269.47**	**754.91**
General reserve		
Balance as per last Balance Sheet	136.25	136.25
Add: Additions during the year	-	-
Less: Utilized during the year	-	-
Balance as at the year end	**136.25**	**136.25**
ESOP reserve		
Balance as per last Balance Sheet	-	-
Add: Additions during the year	18.13	-
Less: Utilized during the year		-
Balance as at the year end	**18.13**	**-**
Retained Earnings		
Balance as per last Balance Sheet	1,034.63	1,248.22
Add: Profit for the year	385.61	50.10
Add: Other comprehensive income (Net of tax)	(1.80)	0.55
Add: On Acquistion of non controlling interest of subsidiary company		(264.24)
Balance as at the end of the year	**1,418.44**	**1,034.63**
Total	**3,842.29**	**1,925.79**

(All amounts in Indian Rupees in millions, unless otherwise stated)

Nature and Purpose of Reserves

Security Premium

Securities Premium is credited when shares are issued at premium. It is utilized in accordance with the provisions of Act, to issue bonus shares, to provide for premium on redemption of shares, write-off equity related expenses like underwriting cost etc.

General reserve

General Reserve is created out of the profits earned by the Company by way of transfer from surplus in the statement of profit and loss. The Company can use this reserve for payment of dividend, issue of bonus shares and fully / partly paid-up equity shares.

ESOP reserve

Share based payment reserve is used to recognise the value of equity settled share based payments provided to employees as a part of their remuneration.

Retained Earnings

Retained Earnings represents undistributed profit of the company which can be distributed to its Equity Share holders in accordance with requirements of Companies Act, 2013.

18 BORROWINGS (NON CURRENT)

	As at March 31, 2022	As at March 31, 2021
Term loans- Secured		
Loan from banks	4.44	8.32
Total	**4.44**	**8.32**

A. Terms of Loans taken

(i) Loan from IndusInd Bank amounting to NIL (March 31, 2021: 6.98 millions) carrying interest rate of 1% above Bank Base rate, (Current IBL Base rate is 11.00%) minimum current applicable rate is 12.00% is outstanding as on March 31, 2022 and is repayable in equal monthly instalments. The loan is secured by (A) First pari passu charge on all Fixed assets of the company (both present and future) except the assets acquired out of finance from other financers. (B) Exclusive charge on P&M, Equipment's, building procured from term loan availed from IBL. (C) Second part pari passu charge on the entire current assets (both present and future) of the company. (D) pari passu charge by way of EQM on the company's factory land and building at KH. No. 166Ga, 168kha, 40/1,142-kha and 143- Ka,167-Gha,168 Gha, 172 Da, Mouza Chanderbani Khalsa, Mohabewala Industrial Area, Dehradun. (E) pari passu charge by way of EQM on the company's land at khasra No. 145 Ka and Khasra No. 143 Kha situated at Village - Mohabewala, Paragana - central Doon, Distt- Dehradun (F) Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

(ii) Loan from SIDBI Bank amounting to 4.75 millions (March 31, 2021: 7.27 millions) carrying interest rate of 8.09% is outstanding as on March 31, 2022 and is repayable in equal monthly instalments. The loan is secured by (A) First charge by the way of hypothecation on the MFAs of the company situated at Plot No. 40/1, Mohabewala Industrial Area, Dehradun, Uttarakhand 248110 & khasra no. 141KHA, khasra no. 142KHA, 143KA, 145KHA, 145GA at Mohabewala industrial area, Dehradun, Uttarakhand. (B) Extension of first charge by the way of Hypothecation of all movable assets including the movables, plant & machinery, spares, tools & accessories, office equipment, computers, furniture, already acquired out of earlier Term Loan assistances located at Kh no. 141KHA, 142 KHA, 143KHA, 145KHA, 145GA Mohabewala Industrial Area, District & Taluka: Dehradun Uttarakhand. (C) Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

(iii) Loan from SIDBI Bank amounting to 3.33 millions (March 31, 2021: 4.44 millions) carrying interest rate of 5% (fixed) per annum,with monthly rest,on the principal amount of the loan outstanding as on March 31, 2022 and is repayable in equal monthly instalments. The loan is secured by (A) Extension of first charge by the way of Hypothecation on Plant & Machinery / Misc. Fixed Assets, acquired from earlier SIDBI Term Loan installed at Plot No. 40/1, Mohabewala Industrial Area, Dehradun-248110. (B) Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

B. As on the reporting date there is no default in repayment of loans and interest.

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

19 LEASE LIABILITY (NON CURRENT)

	As at March 31, 2022	As at March 31, 2021
Lease liability	-	5.17
Total	**-**	**5.17**

20 LEASE LIABILITY (CURRENT)

	As at March 31, 2022	As at March 31, 2021
Lease liability	5.16	5.16
Total	**5.16**	**5.16**

(i) The carrying amounts of lease liabilities and the movements during the year:

Particulars	As at March 31, 2022	As at March 31, 2021
At the beginning of the year	10.33	15.03
Accretion of interest	0.70	1.16
Payments	(5.87)	(5.86)
At the end of the year	**5.16**	**10.33**

(ii) The following are the amounts recognised in profit or loss:

Particulars	As at March 31, 2022	As at March 31, 2021
Depreciation expense of right-of-use assets	6.54	6.54
Interest expense on lease liabilities	0.70	1.16

(iii) The total amount of cash flows on account of lease liabilities for the year has been disclosed in standalone cash flow statement.

21 OTHER FINANCIAL LIABILITIES

	Current		Non Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Interest Accrued but not due on loans	0.03	0.05	-	-
Capital creditors	8.86	3.42	-	-
Security Deposits	0.90	-	2.38	1.80
Employee Related Payables	58.59	69.33	-	-
Accrued Expenses	158.89	122.03	-	-
Total	**227.27**	**194.83**	**2.38**	**1.80**

22 PROVISIONS

	Current		Non Current	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits				
Provision for compensated absences	3.30	2.82	15.66	13.73
	3.30	**2.82**	**15.66**	**13.73**

NOTES to Standalone Financial Statements

for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

23 BORROWINGS

	As at March 31, 2022	As at March 31, 2021
Secured		
Loan from banks - Repayable on demand	53.13	95.03
Current maturities of long-term debt	3.64	10.79
Loan from others	-	199.02
Total	**56.77**	**304.84**

Terms of loan taken

(i) 'Working capital loans are secured by way of first pari passu charge on the current assets by hypothecation of stocks of raw materials, finished and semi finished goods, stores and spares, bills receivable, book debts and all other movable current assets of the Company both present and future, and additionally secured by way of charge on several fixed assets of the Company and Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

(ii) 'Loan from Bajaj Finserv amounting to NIL (March 31, 2021: 80 millions) carries interest rate of 6.75% per annum, with monthly rest on the principal amount of the loan outstanding as on March 31, 2022. The loan is repayable in a bullet payment after 6 months from the date of disbursement, i.e. March 23, 2021 while the interest is payable in monthly instalments. The loan is secured by (A) Subservient charge on current asset of the company. (B) Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

(iii) 'Loan from Bajaj Finserv amounting to NIL (March 31, 2021: 120 millions) carries interest rate of 6.75% per annum, with monthly rest on the principal amount of the loan outstanding as on March 31, 2022. The loan is repayable in a bullet payment after 12 months from the date of disbursement, i.e. March 24, 2021 while the interest is payable in monthly instalments. The loan is secured by (A) Exclusive charge on movable fixed assets valued at 15 Crore. (B) Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

24 TRADE PAYABLE

	As at March 31, 2022	As at March 31, 2021
(a) total outstanding dues of micro enterprises and small enterprises (refer note 39)	47.82	17.34
(b) total outstanding dues for creditors other than micro enterprises and small enterprises	581.17	381.99
Total	**628.99**	**399.33**

Classification and aging of Trade Receivables As at March 31, 2022

24 (i)

Particulars	Outstanding for following periods from due date of payment					
	Not due	< 1 Year	1-2 Years	2-3 Years	> 3 Years	Total
(i) MSME	46.92	0.90	-	-	-	47.82
(ii) Others	476.53	92.69	11.95	-	-	581.17
(iii) Disputed Dues-MSME	-	-	-	-	-	-
(iv) Disputed Dues-Others	-	-	-	-	-	-
Total Payables	**523.45**	**93.59**	**11.95**	**-**	**-**	**628.99**

NOTES to Standalone Financial Statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

Classification and aging of Trade payables As at March 31, 2021

24 (ii)	Particulars	Outstanding for following periods from due date of payment					
		Not due	< 1 Year	1-2 Years	2-3 Years	> 3 Years	Total
	(i) MSME	16.45	0.89	-	-	-	17.34
	(ii) Others	321.41	56.86	0.46	3.26	-	381.99
	(iii) Disputed Dues-MSME	-	-	-	-	-	-
	(iv) Disputed Dues-Others	-	-	-	-	-	-
	Total Payables	**337.86**	**57.75**	**0.46**	**3.26**	**-**	**399.33**

25 OTHER CURRENT LIABILITIES

	As at March 31, 2022	As at March 31, 2021
Advances from Customers	7.30	14.84
Payable to Statutory Authorities	7.74	12.37
Total	**15.04**	**27.21**

26 REVENUE FROM OPERATIONS

	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue from contract with customers		
Sale of Products	4,405.01	4,057.33
Export Sales	209.35	189.95
Sale of services	19.37	19.84
Other Operating Revenues:		
Scrap Sales	8.81	2.51
Export Incentives	13.10	1.97
Other operating Income	3.66	4.42
Total	**4,659.30**	**4,276.02**

Timing of revenue recognition	For the year ended March 31, 2022	For the year ended March 31, 2021
Goods transferred at a point in time	4,614.36	4,247.28
Services transferred over the time	19.37	19.84
Total revenue from contract with customers	**4,633.73**	**4,267.12**

Revenue by location of customers	For the year ended March 31, 2022	For the year ended March 31, 2021
India	4,424.38	4,077.17
Outside India	209.35	189.95
Total revenue from contract with customers	**4,633.73**	**4,267.12**

Reconciliation of revenue recognised in statement of profit and loss with contracted price

	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue as per contracted price	4,633.73	4,267.12
Less: adjustment on account of price variation	-	-
Less: Turnover discount	-	-
	4,633.73	**4,267.12**

NOTES to Standalone Financial Statements

for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

Performance obligation

Sale of products: Performance obligation in respect of sale of goods is satisfied when control of the goods is transferred to the customer, generally on delivery of the goods. {refer accounting policy 2.13}.

Sales of services: The performance obligation in respect of Software development services and Engineering services is recognised over time, since the customer simultaneously receives and consumes the benefits provided by the Company. {refer accounting policy 2.13}. There is no remaining performance obligation (unsatisfied performance obligation) pertaining to sale of services as at March 31, 2022, March 31, 2021

27 OTHER INCOME

	For the year ended March 31, 2022	For the year ended March 31, 2021
Interest Income on:		
- financial assets measured at amortised cost	2.15	1.92
- fixed Deposit	40.70	17.29
Net Gain on foreign currency transactions and translation	4.77	1.03
Gain on Investments measured at FVTPL*	18.57	5.75
Miscellaneous income	0.77	1.98
Provision/Miscellaneous Balance Written back	-	2.87
Gain on sale of property, plant and equipment	0.10	0.09
Total	**67.06**	**30.94**

* Gain on investment at FVTPL includes actual gain on sale of investment of ₹ 1.33 millions and ₹ 59.63 millions during the year ended March 31, 2022, March 31, 2021 respectively.

28 OTHER INCOME

	For the year ended March 31, 2022	For the year ended March 31, 2021
Raw material , Packing material and Consumables		
Inventories at the beginning of the year	264.79	318.06
Add: Adjustment on merger	-	10.75
Add: Purchases	3,200.64	2,643.35
	3,465.43	**2,972.16**
Less: Inventories at the end of year	389.85	264.79
	3,075.58	**2,707.37**
Total	**3,075.58**	**2,707.37**
Opening Stock of Consumables	15.04	9.06
Add: Purchases of Consumables	147.26	135.99
Less: Closing Stock of Consumables	40.73	15.04
Total consumption of consumables	**121.57**	**130.01**
Material Consumed Comprises of:		
Raw Material/Chemical and Packing Material	2,954.01	2,577.36
Consumables	121.57	130.01
Total	**3,075.58**	**2,707.37**

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

29 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

	For the year ended March 31, 2022	For the year ended March 31, 2021
Inventories at the beginning of the year		
Finished Goods	64.37	134.13
Work in Progress	85.45	40.98
Add: Adjustment on merger		
Finished Goods	-	8.90
Work in Progress	-	2.49
Total (A)	**149.82**	**186.50**
Less: Inventories at the end of year		
Finished Goods	130.89	64.37
Work in Progress	66.35	85.45
Total(B)	**197.24**	**149.82**
Total (A-B)	**(47.42)**	**36.68**

30 EMPLOYEE BENEFIT EXPENSES

	For the year ended March 31, 2022	For the year ended March 31, 2021
Salaries and wages	581.81	554.35
Gratuity expense (refer note 41)	5.64	4.03
Contribution to provident and other funds (refer note 41)	24.51	21.23
Staff welfare expenses	3.99	3.63
ESOP Expenses	18.13	-
Total	**634.08**	**583.24**

31 FINANCE COST

	For the year ended March 31, 2022	For the year ended March 31, 2021
Interest on		
-term loans and vehicle loans	7.01	3.03
-working capital loans	5.20	8.33
-lease liability	0.70	1.16
-Other borrowing cost	1.26	0.38
Total	**14.17**	**12.90**

32 DEPRECIATION AND AMORTISATION EXPENSE

	For the year ended March 31, 2022	For the year ended March 31, 2021
Depreciation on property, plant and equipment (refer note 3)	112.72	118.12
Depreciation on right-of-use asset (refer note 5)	6.54	6.54
Amortisation of intangible assets [refer note 6(b)]	2.21	4.99
Total	**121.47**	**129.65**

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

33 OTHER EXPENSES

	For the year ended March 31, 2022	For the year ended March 31, 2021
Power & fuel	110.10	115.32
Repairs		
-Buildings	19.64	12.94
-Machinery	21.06	24.92
-Others	9.82	9.48
Insurance	9.78	6.00
Rates and Taxes	11.61	3.97
Security expenses	11.58	7.25
Traveling Expenses	9.69	4.64
Legal and Professional Fees	29.76	27.34
Auditor's Remuneration (refer note 35)	3.43	2.15
Commission on sales	49.48	34.73
Freight and carriage	38.94	36.39
Advertisement and Publicity	18.40	12.79
Research & Development Expenses (refer note 36)	65.11	36.06
Corporate social responsibility expenses (refer note 38)	7.41	6.33
Donations	0.41	0.35
Lab Testing Expenses	8.18	10.05
Assets written off	-	14.00
Printing and Stationery	7.38	5.01
Recruitment Expenses	2.00	0.53
Balance Written Off	3.13	9.12
Rent*	4.38	0.40
Provision for doubtful debts	3.48	1.50
Calibration Expenses	2.34	1.46
Miscellaneous Expenses	21.00	19.07
Total	**468.11**	**401.81**

* Rent expense related to short term leases. (Also refer note 42)

34 EXCEPTIONAL ITEMS

	For the year ended March 31, 2022	For the year ended March 31, 2021
Impairment of Goodwill*	-	(272.64)
Loss on fair valuation of previously held equity interest on acquistion of control in Windlas Healthcare that subsequently got merged into the Company	-	(50.87)
Total	**-**	**(323.51)**

*Goodwill of ₹ 272.64 millions was created on acquisition of Windlas Healthcare Pvt. Ltd. by the Company on April 16, 2020 that subsequently got merged into the Company. It was tested for impairment on 31st March 2021. Post impairment testing, it was determined that the fair value of goodwill is less than the carrying amount. Consequently, the Company has recorded the an impairment loss of the complete amount and hence the carrying amount of Goodwill has been reduced to NIL as at March 31, 2021.

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

35 AUDITOR'S REMUNERATION*

	For the year ended March 31, 2022	For the year ended March 31, 2021
Statutory Audit Fees	2.40	2.15
Limited Review Fees	0.75	-
Certification Fees	0.28	-
Total	**3.43**	**2.15**

*It does not includes amount of ₹ 3.0 million (31st March, 2021 : ₹ 3.5 million) towards services in relation to IPO which has not been charged to Statement of Profit & Loss and has been adjusted from Securities Premium in proportion of shares being offered or fresh shares issued.

36 RESEARCH AND DEVELOPMENT EXPENSES

	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue expenditure		
Employee benefit expenses	27.83	22.34
Raw & Packing Materials Consumed	37.28	13.72
Total	**65.11**	**36.06**

37 EARNINGS PER SHARE

	For the year ended March 31, 2022	For the year ended March 31, 2021
Profit for the year attributable to shareholders (A)	385.61	50.10
Original number of equity shares	2,17,94,375	64,11,063
Impact of share split effected after March 31, 2021 (each share of face value ₹ 10 split into two shares of face value of ₹ 5 each)	-	64,11,063
Weighted Average number of Equity Shares original	2,04,97,174	1,28,22,126
Weighted Average number of Equity Shares post split	2,04,97,174	1,28,22,126
Impact of bonus issue effected after March 31, 2021 (allotment of 5,385,293 bonus shares at face value of ₹ 5 each)	-	53,85,293
Weighted Average number of Equity Shares post split and bonus used as denominator in calculating Basic Earnings Per Share (B)*	2,04,97,174	1,82,07,419
Impact of Potetial diluted Equity Shares**	-	-
'Weighted Average number of Equity Shares post split and bonus used as denominator in calculating Diluted Earnings Per Share (C)*	2,04,97,174	1,82,07,419
Basic earnings per share (in ₹) (A/B)	18.81	2.75
Diluted earnings per share (in ₹) (A/C)	18.81	2.75

*For FY 2020-21, the weighted average no. of ordinary equity shares used in computing basic & diluted EPS are after considering the impact of share split in accordance with requirement of Ind AS 33 Earnings Per Share.

**There are no potential equity shares arising due to ESOP, therefore there will be no impact of potential equity shares

(All amounts in Indian Rupees in millions, unless otherwise stated)

38 CORPORATE SOCIAL RESPONSIBILITY EXPENSES

	For the year ended March 31, 2022	For the year ended March 31, 2021
a) Amount required to be spent by the Company during the year	7.40	6.33
b) Amount of expenditure incurred	7.41	6.33
c) Shortfall at the end of year	Nil	Nil
d) Total of previous year shortfall	Nil	Nil
e) Reason for Shortfall	N.A.	N.A.
f) Nature of CSR Activities		
-Eradicating Hunger, Poverty & Malnutrition, Promoting preventive health care, and sanitation and making available safe drinking water		
g) Details of Related party Transactions	Nil	Nil
Total amount spent during the year	**7.41**	**6.33**

39 SEGMENT INFORMATION

Segments are identified in line with Ind AS-108, "Operating Segment" [specified under the section 133 of the Companies Act 2013 (the Act)] read with Companies (Indian Accounting Standards) Rule 2015 (as amended from time to time) and other relevant provision of the Act, taking into consideration the internal organisation and management structure as well as differential risk and return of the segment. Based on above, the company has identified "Pharmaceutical" as the only primary reportable segment. The company does not have any geographical segment. Hence no separate disclosures are provided in these standalone financial statements.

40 DETAILS OF DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES AS PER MICRO SMALL AND MEDIUM ENTERPRISE DEVELOPMENT ACT, 2006

Information as required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for the year ended is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

Particulars	As at March 31, 2022	As at March 31, 2021
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year:		
- Principal amount due to micro and small enterprises (refer note no 24)	47.82	17.34
- Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	-	-

NOTES to Standalone Financial Statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

41 EMPLOYMENT BENEFITS PLAN

Disclosures pursuant to Ind AS - 19 "Employee Benefits"(notified under the section 133 of the Companies Act 2013 (the Act) read with Companies (Indian Accounting Standards) Rules 2015 (as amended from time to time) and other relevant provision of the Act) are given below :

(i) Defined Contribution Plans

The Company makes payment to statutory funds in accordance with the Employees Provident Fund and Miscellaneous Provisions Act, 1952 and Employees State Insurance Act, 1948 which are defined contribution plans. The Company's contribution paid/payable under the schemes is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The amount recognised in Statement of Profit and loss is ₹ 24.51 millions (March 31, 2021: ₹ 21.23 millions).

(ii) Defined Benefit Plan - Gratuity

a. The principal actuarial assumptions used for determining liability for gratuity are as follows:

	As at March 31, 2022	As at March 31, 2021
Economic assumptions:		
Discount rate	6.81%	6.41%
Expected rate of return on plan asset	6.41%	6.41%
Salary escalation rate	4.50% for first year, 5.00% for second year & 5.25% thereafter	4.50% for first year, 5.00% for second year & 5.25% thereafter
Demographic assumptions:		
Retirement age	58 years	58 years
Mortality rate	100% of IALM (2012-14)	100% of IALM (2012-14)
Withdrawal rate	11.25% to 12%	11% to 12%

		As at March 31, 2022	As at March 31, 2021
I	**Change in present value of defined benefit during the year**		
1	Present value of defined benefit at the beginning of the year	29.75	24.58
2	Service Cost	5.69	3.97
3	Interest Cost	1.91	1.58
4	Net Actuarial (Gain)/Loss		
	Actuarial changes arising from changes in Financial assumptions	(0.79)	-
	Actuarial changes arising from changes in experience assumptions	2.97	(0.89)
5	Benefits Paid	(2.18)	(5.39)
6	Liability Transfer In/(Out)	-	5.90
7	Present Value of obligation as at year-end	37.35	29.75
II	**Change in Fair Value of Plan Assets during the year**		
1	Plan assets at the beginning of the year	30.55	23.65
2	Expected return on plan assets	1.96	1.52
3	Actuarial Gain/(Loss) on plan assets	(0.24)	(0.16)
4	Employer's contribution	10.67	3.36
5	Benefits paid	(2.18)	(5.39)

NOTES to Standalone Financial Statements

for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

		As at March 31, 2022	As at March 31, 2021
6	Asset Transfer In/(Out)	-	7.58
7	Plan assets at the end of the year	40.76	30.55
III	**Reconciliation of Present value of Defined Benefit Obligation and Fair Value of Plan Assets**		
1	Present Value of obligation as at year-end	37.35	29.75
2	Fair value of plan assets at year -end	40.76	30.55
3	Funded status {Surplus/(Deficit)}	3.41	0.80
4	Net Asset/(Liability)	3.41	0.80
IV	**Expenses recognised in the Statement of Profit and Loss**		
1	Current Service Cost	5.69	3.97
2	Net Interest Cost	(0.05)	0.06
3	Total Expense	5.64	4.03
V	**Other Comprehensive Income**		
1	Actuarial gain(Loss) on Liabilities	(2.17)	0.89
2	Actuarial gain(Loss) on Assets	(0.24)	(0.16)
3	Closing Amount recognised in OCI outside PL Account	(2.41)	0.73
VI	**Bifurcation of PBO at the end of the year / period**		
1	Current Liability	6.86	5.69
2	Non-Current Liability	30.49	24.06

VII Risk exposure

Through its defined benefit obligation, the Company is exposed to a number of risks, the most significant of which are detailed below:

Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

Investment Risk - If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

Discount Rate - Reduction in discount rate in subsequent valuations can increase the plan's liability.

Mortality & disability - Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

Withdrawals - Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

VIII Investment Details

The management of 100% of the gratuity funds is entrusted with the Life Insurance Corporation of India.

IX The sensitivity analysis of the defined benefit obligation based on changes in significant assumptions is provided in following table:

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

		As at March 31, 2022	As at March 31, 2021
A.	**Impact of change in discount rate-**		
	Present value of obligation at the end of the year	37.35	29.75
	Impact due to increase of 0.50%	(0.95)	(0.77)
	Impact due to decrease of 0.50%	1.00	0.82
B.	**Impact of change in future salary-**		
	Present value of obligation at the end of the year	37.35	29.75
	Impact due to increase of 1.00%	2.04	1.68
	Impact due to decrease of 1.00%	(1.86)	(1.53)
C.	**Impact of change in withdrawal rate-**		
	Present value of obligation at the end of the year	37.35	29.75
	Impact due to increase of 5.00%	(0.03)	(0.21)
	Impact due to decrease of 5.00%	(0.44)	(0.06)
X	**Expected benefit payments**		
	Year 1	7.07	5.86
	Year 2	3.40	2.57
	Year 3	4.17	2.94
	Year 4	4.01	3.18
	Year 5	3.98	2.98
	After 5th year	35.29	27.72

42 RELATED PARTY DISCLOSURES

A. Names of related parties and nature of relationship :

a) Related parties where control exists:

S.No.	Relationship	Name
(i)	Subsidiary Company	Windlas Healthcare Private Limited (till October 29, 2018) (w.e.f. April 16, 2020 till April 30, 2020)
		Windlas Inc. (till October 29, 2018) (w.e.f. April 16, 2020)
(ii)	Joint Venture	US Pharma Windlas Inc. LLP (till October 29, 2018) (w.e.f. April 16, 2020)
(iii)	Associate	Windlas Healthcare Private Limited (w.e.f. October 30, 2018 till April 16, 2020)

b) Key managerial personnel:

S.No.	Relationship	Name
(i)	Whole Time Director	Mr. Ashok Kumar Windlass
(ii)	Managing Director	Mr. Hitesh Windlass
(iii)	Joint Managing Director	Mr. Manoj Kumar Windlass
(iv)	Executive Director	Mr. Pawan Kumar Sharma
(v)	Non Executive Director (resigned w.e.f. 21.04.2021)	Mr. Hetal Gandhi
(vi)	Non Executive Director (w.e.f. 03.05.2021)	Ms. Prachi Jain Windlass
(vii)	Chief Financial Officer	Ms. Komal Gupta
(viii)	Company Secretary (till February 2021)	Mr. Anjan Kumar
(ix)	Company Secretary (w.e.f. March 2021)	Mr.Ananta Narayan Panda

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

c) Companies with Interest by Key Managerial Personnel:

S.No.	Relationship	Name
(i)	Interest by Key Managerial Personnel (ceased w.e.f 11.05.2021)	Him Mec Tec Private Limited
(ii)	Interest by Key Managerial Personnel	Wintech Eco Solutions Private Limited
(iii)	Interest by Key Managerial Personnel	AKW WBL Family Private Trust

d) Transactions with related parties are as follows:

S.No.	Nature of transaction	Year ended	Subsidiary	Associate	Key Managerial Personnel	Total
(i)	**Rent & Power cost**					
	Mr. Ashok Kumar Windlass	March 31, 2022	-	-	1.96	1.96
	Mr. Hitesh Windlass	March 31, 2022	-	-	1.96	1.96
	Mr. Manoj Kumar Windlass	March 31, 2022	-	-	1.96	1.96
	Mr. Ashok Kumar Windlass	March 31, 2021	-	-	1.96	1.96
	Mr. Hitesh Windlass	March 31, 2021	-	-	1.96	1.96
	Mr. Manoj Kumar Windlass	March 31, 2021	-	-	1.96	1.96

S.No.	Nature of transaction	Year ended	Subsidiary	Associate	Key Managerial Personnel	Total
(ii)	**Salary, allowances and bonus**					
	Mr. Ashok Kumar Windlass	March 31, 2022	-	-	15.60	15.60
	Mr. Hitesh Windlass	March 31, 2022	-	-	8.69	8.69
	Mr. Manoj Kumar Windlass	March 31, 2022	-	-	8.59	8.59
	Mr. Pawan Kumar Sharma	March 31, 2022	-	-	4.07	4.07
	Ms. Komal Gupta	March 31, 2022	-	-	8.52	8.52
	Mr. Ananta Narayan Panda	March 31, 2022	-	-	1.92	1.92
	Mr. Ashok Kumar Windlass	March 31, 2021	-	-	15.60	15.60
	Mr. Hitesh Windlass	March 31, 2021	-	-	7.98	7.98
	Mr. Manoj Kumar Windlass	March 31, 2021	-	-	7.50	7.50
	Mr. Pawan Kumar Sharma	March 31, 2021	-	-	4.75	4.75
	Mr. Anjan Kumar	March 31, 2021	-	-	1.51	1.51
	Mr.Ananta Narayan Panda	March 31, 2021	-	-	0.07	0.07
(iii)	**Borrowings**					
	Windlas Healthcare Private Limited	March 31, 2021	1,020.00	-	-	1,020.00
(iv)	**Reimubusment of Expenses**					
		March 31, 2022	-	-	-	-
	Windlas Inc.	March 31, 2021	0.01	-	-	0.01
(v)	**Security Deposit refund**					
	Mr. Ashok Kumar Windlass	March 31, 2022	-	-	1.17	1.17
	Mr. Hitesh Windlass	March 31, 2022	-	-	1.17	1.17
	Mr. Manoj Kumar Windlass	March 31, 2022	-	-	1.17	1.17
		March 31, 2021	-	-	-	-

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

e) Balances outstanding are as follows:

S.No.	Nature of transaction	Year ended	Subsidiary	Associate	Key Managerial Personnel	Total
(i)	**Investment in equity share capital**					
	Windlas Inc.	March 31, 2022	0.34	-	-	0.34
	Windlas Inc.	March 31, 2021	0.34	-	-	0.34
(ii)	**Security deposit**					
	Mr. Ashok Kumar Windlass	March 31, 2022	-	-	5.50	5.50
	Mr. Hitesh Windlass	March 31, 2022	-	-	5.50	5.50
	Mr. Manoj Kumar Windlass	March 31, 2022	-	-	5.50	5.50
	Mr. Ashok Kumar Windlass	March 31, 2021	-	-	6.67	6.67
	Mr. Hitesh Windlass	March 31, 2021			6.67	6.67
	Mr. Manoj Kumar Windlass	March 31, 2021			6.67	6.67
(iii)	**Salary Payable**					
	Mr. Ashok Kumar Windlass	March 31, 2022	-	-	1.30	1.30
	Mr. Hitesh Windlass	March 31, 2022			0.72	0.72
	Mr. Manoj Kumar Windlass	March 31, 2022			0.72	0.72
	Mr. Pawan Kumar Sharma	March 31, 2022			0.34	0.34
	Ms. Komal Gupta	March 31, 2022			0.56	0.56
	Mr. Ananta Narayan Panda	March 31, 2022			0.15	0.15
		March 31, 2021	-	-	-	-
(iv)	**Rent Payable**					-
	Mr. Ashok Kumar Windlass	March 31, 2022	-	-	0.16	0.16
	Mr. Hitesh Windlass	March 31, 2022	-	-	0.16	0.16
	Mr. Manoj Kumar Windlass	March 31, 2022	-	-	0.16	0.16
	Mr. Ashok Kumar Windlass	March 31, 2021	-	-	0.16	0.16
	Mr. Hitesh Windlass	March 31, 2021	-	-	0.16	0.16
	Mr. Manoj Kumar Windlass	March 31, 2021	-	-	0.16	0.16
(v)	**Trade Receivable**					
		March 31, 2022	-	-	-	-
	Windlas Inc.	March 31, 2021	1.19	-	-	1.19

Note:

(i) The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

43 Short term leases are mainly in the nature of premises and godowns and are renewable / cancellable at the option of either of the party. The aggregate amount of short term lease payment recognised in the statement of Profit and Loss account is March 31, 2022: ₹ 4.38 millions, March 31, 2021: ₹ 0.40 millions.

(All amounts in Indian Rupees in millions, unless otherwise stated)

44 FAIR VALUE MEASUREMENT

A. Financial instruments by category

Name of shareholders	March 31, 2022			March 31, 2021		
	FVTPL	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost
Financial assets						
(a) Investment	648.24	-	0.34	231.43	-	0.34
(b) Cash and cash equivalents	-	-	5.52	-	-	157.75
(c) Bank balances Other then Cash and cash equivalents	-	-	1,132.53	-	-	151.82
(d) Trade Receivables	-	-	1,107.72	-	-	794.05
(e) Other financial assets	-	-	93.33	-	-	34.36
Total	**648.24**	**-**	**2,339.44**	**231.43**	**-**	**1,138.32**
Financial liabilities						
(a) Borrowings	-	-	61.21	-	-	313.16
(b) Lease liability	-	-	5.16	-	-	10.33
(c) Trade payables	-	-	628.99	-	-	399.33
(d) Other financial liabilities	-	-	229.65	-	-	196.63
Total	**-**	**-**	**925.01**	**-**	**-**	**919.45**

B. Fair Value Hierarchy

Assets and liabilities measured at amortised cost for which fair value are disclosed as at March 31, 2022	March 31, 2022			
	Level 1	Level 2	Level 3	Total
Financial assets				
(a) Investment	648.24	-	0.34	648.58
(b) Cash and cash equivalents	-	-	5.52	5.52
(c) Bank balances Other then Cash and cash equivalents	-	-	1,132.53	1,132.53
(d) Trade Receivables	-	-	1,107.72	1,107.72
(e) Other financial assets	-	-	93.33	93.33
Total	**648.24**	**-**	**2,339.44**	**2,987.68**
Financial liabilities				
(a) Borrowings	-	-	61.21	61.21
(b) Lease liability	-	-	5.16	5.16
(c) Trade payables	-	-	628.99	628.99
(d) Other financial liabilities			229.65	229.65
Total	**-**	**-**	**925.01**	**925.01**

Assets and liabilities measured at amortised cost for which fair value are disclosed as at March 31, 2021	March 31, 2022			
	Level 1	Level 2	Level 3	Total
Financial assets				
(a) Investment	231.43	-	0.34	231.77
(b) Cash and cash equivalents	-	-	157.75	157.75
(c) Bank balances Other then Cash and cash equivalents			151.82	151.82
(d) Trade Receivables			794.05	794.05
(e) Other financial assets	-	-	34.36	34.36
Total	**231.43**	**-**	**1,138.32**	**1,369.75**
Financial liabilities				
(a) Borrowings	-	-	313.16	313.16
(b) Lease liability	-	-	10.33	10.33
(c) Trade payables	-	-	399.33	399.33
(d) Other financial liabilities			196.63	196.63
Total	**-**	**-**	**919.45**	**919.45**

NOTES to Standalone Financial Statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

All financial instruments for which fair value is recognized or disclosed are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole;

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted prices. The fair value of all equity instruments (including bonds) which are traded in stock exchanges is valued using the closing prices as at the reporting period. The mutual funds are valued using the closing NAV

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

Level 3: If one or more of the significant inputs is not based on the observable market data, the instrument is included in level 3.

During the year, there were no transfers between Level 1 and Level 2, and no transfers into and out of Level 3 fair value measurements

The Group's policy is to recognise transfers into and transfer out of fair value hierarchy levels as at the end of the reporting period.

C. Accounting classification and fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments.

	Carrying value		Fair value	
	March 31, 2022	**March 31, 2021**	**March 31, 2022**	**March 31, 2021**
Financial assets				
(a) Investment	648.58	231.77	648.58	231.77
(b) Cash and cash equivalents	5.52	157.75	5.52	157.75
(c) Bank balances Other then Cash and cash equivalents	1,132.53	151.82	1,132.53	151.82
(d) Trade Receivables	1,107.72	794.05	1,107.72	794.05
(e) Other financial assets	93.33	34.36	93.33	34.36
Total	**2,987.68**	**1,369.75**	**2,987.68**	**1,369.75**
Financial liabilities				
(a) Borrowings	61.21	313.16	61.21	313.16
(b) Lease liability	5.16	10.33	5.16	10.33
(c) Trade payables	628.99	399.33	628.99	399.33
(d) Other financial liabilities	229.65	196.63	229.65	196.63
Total	**925.01**	**919.45**	**925.01**	**919.45**

The carrying amount of financial instruments such as cash and cash equivalents, other bank balances, trade payables, and other current financial assets and liabilities are considered to be same as their fair value due to their short term nature. The carrying amount of borrowings are considered to be same as their fair value since it comprises the working capital loan and bank overdraft which are short term in nature.

D. Valuation technique used to determine fair value

The fair value of security deposits were calculated based on discounted cash flows using current lending rate. The fair value of other financial instruments viz. cash and cash equivalents, borrowings, trade payables and other financial assets and liabilities are considered to be same as their carrying value due to their short term nature.

E. Valuation process

A team in the finance department of the Company performs the valuations of financial assets and liabilities required for financial reporting purposes including level 3 fair values. It directly reports to the Chief Financial Officer (CFO). Discussions of valuation processes and results are held between the CFO and valuation team on periodic basis in line with the Company's reporting period for reporting to holding company. The level 3 input for security deposits is derived at using the current lending rate of Company's borrowings. Changes in level 2 and level 3 fair values, if any, are analysed at the end of the reporting period and reasons for such movements are provided by the valuation team.

Financial risk management

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables etc. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include cash and cash equivalents, other bank balances, trade receivables, security deposits, etc. that derive directly from its operations.

The Company is exposed to credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The management is responsible for formulating an appropriate financial risk governance framework for the Company and for periodically reviewing the same. The senior management ensures that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below:

Risk	Exposure arising from	Measurement	Management
Market risk-interest rate	Borrowings	Sensitivity analysis	Mix of borrowings with fixed and floating interest rates
Market risk-foreign exchange	Recognised financial liabilities not denominated in INR	Sensitivity analysis	Foreign currency exposure is unhedged
Credit risk	Financial assets measured at amortised costs	Ageing analysis	Credit limits
Liquidity risk	Borrowings and other liabilities	Cash flow forecasting	Availability of committed credit lines and borrowing facilities

a. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprises two types of risk: foreign currency risk and interest rate risk. Financial instruments affected by market risks include loans and borrowings, deposits and foreign currency receivables and payables. The sensitivity analysis in the following sections relate to the position as at reporting date. The analysis excludes the impact of movement in market variables on the carrying values of gratuity and other post- retirement obligations; provisions; and the non-financial assets and liabilities. The sensitivity of the relevant Profit and Loss items and equity is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2022, March 31, 2021.

I. Foreign currency risk:

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in foreign currency). The Company evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies.

NOTES to Standalone Financial Statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

(i) Foreign currency risk exposure

The Company's exposure to foreign currency risk at the end of the reporting period expressed in ₹ in millions is as follows:

Particulars	March 31, 2022	March 31, 2021
Financial liabilities		
Term loan		
USD	-	6.98
EEFC Account		
USD	-	-
Import Creditors (Net)		
USD	-	1.27
Total	**-**	**8.25**
Financial assets		
Export Debtors		
USD	45.29	11.74
EEFC Account		
USD	1.39	11.05
Total	**46.67**	**22.79**

(ii) Sensitivity analysis

The following table demonstrate the sensitivity to a reasonably possible change in USD and EURO exchange rates, with all other variables held constant:

Particulars	Impact on profit or loss	
	March 31, 2022	March 31, 2021
USD sensitivity		
INR/USD- increase by 5%	2.33	0.73
INR/USD- decrease by 5%	(2.33)	(0.73)

II. Interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Company does not enter into any interest rate swaps.

Interest rate sensitivity

If the interest rates applicable to floating rate instruments is increased/decreased by 0.50%, the profit / (loss) before tax for the year ended for March 31, 2022 and March 31, 2021 would (decrease) / increase by ₹ 0.27 millions and ₹ 0.21 millions. This assumes that the amount is mix of fixed and floating rate debt that remains unchanged during the entire year, since March 31, 2021 and further, the change in interest rates is effective from the beginning of the year.

b. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, security deposits and other financial instruments.

Credit risk management

Credit risk rating

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk

B: Moderate credit risk

C: High credit risk

(All amounts in Indian Rupees in millions, unless otherwise stated)

The Company provides for expected credit loss based on the following:

Asset company	Description	Provision for expected credit loss*
Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	12 month expected credit loss/ life time expected credit loss
Moderate credit risk	Trade receivables, loans and other financial assets	12 month expected credit loss/ life time expected credit loss
High credit risk	Trade receivables, loans and other financial assets	Life time expected credit loss or fully provided for

Based on business environment in which the Company operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

* Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss.

Trade receivables

Credit risk is managed by each business unit subject to the company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored. The impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are companyed into homogeneous companys and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The company does not hold collateral as security. The company's credit period generally ranges from 30-60 days or as per agreed contractual terms and conditions.

The ageing of trade receivables is given below:

Particulars	March 31, 2022	March 31, 2021
Neither past due nor impaired	599.80	353.73
Past due but not impaired		
-upto 90 days	441.85	381.98
-90-180 days	54.11	53.89
-More than 180 days	23.14	12.15
	1,118.89	801.75
Less: Allowance for expected credit losses	(11.17)	(7.70)
Total	**1,107.72**	**794.05**

Financial instruments and other deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments. The Company's maximum exposure to credit risk for the components of the statement of financial position at March 31, 2022, March 31, 2021 is the carrying amounts.

c. Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. The Company's objective at all times is to maintain optimum levels of liquidity to meet its cash and liquidity requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate source of financing through the use of short- term bank deposits and cash credit facility. Processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows. The Company assessed the concentration of risk with respect to its debt and concluded it to be low.

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Contractual maturities of financial liabilities	Less than 1 Year	1-5 Years	Above 5 years	Total
Non-derivatives				
As on March 31, 2022				
Borrowings	56.77	4.44	-	61.21
Trade and other payables	628.99	-	-	628.99
Lease liabilities	5.16	0.00	-	5.16
Other financial liabilities	227.27	2.38	-	229.65
Total Non-derivative liabilities	**918.19**	**6.82**	**-**	**925.01**
As on March 31, 2021				
Borrowings	304.84	8.32	-	313.16
Trade and other payables	399.33	-	-	399.33
Lease liabilities	5.16	5.17	-	10.33
Other financial liabilities	194.83	1.80	-	**196.63**
Total Non-derivative liabilities	**904.16**	**15.29**	**-**	**919.46**

Capital management

The Company's objective when managing capital are to:

- safeguard it's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and

- maintain an optimal capital structure to reduce the cost of capital.- In order to maintain capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants consistent with others in the industry. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt the loans and borrowing less cash and cash equivalents and Bank Balance other than cash and cash equivalents. Capital includes equity attributable to the owners of the Company.

	March 31, 2022	March 31, 2021
Borrowings (long-term and short term, including current maturities)- Note No. 18 & 23	61.21	313.16
Less : Cash and cash equivalents and Bank Balance other than cash and cash euivalents- Note No. 14 & 15	1,138.05	309.57
Net Debt (a)	**(1,076.84)**	**3.59**
Equity- Note No. 16	108.97	64.11
Other equity- Note No. 17	3,842.28	1,925.79
Total Equity (b)	**3,951.25**	**1,989.90**
Capital and net debt (c=a+b)	**2,874.41**	**1,993.49**
Net debt to equity ratio (c=a/b)	**NA***	**0.18%**

* This ratio is not relevant for the current year as the cash and cash equivalents and bank & balances other the cash and cash equivalents exceeds borrowings.

(All amounts in Indian Rupees in millions, unless otherwise stated)

46. DETAILS OF UTILILIZATION OF IPO MONEY

The Company has completed the Initial Public Offer ("IPO") of 87,29,023 Equity Shares of the face value of INR 5/- each at an issue price of INR 460/- per Equity Share, comprising offer for sale of 51,42,067 shares by Selling Shareholders and fresh issue of 35,86,956 shares. The Equity Shares of the Company are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on August 17, 2021.

The utilisation of the net IPO proceeds is summarised below:

Objects of the issue	Amount as per Prospectus	Revised Amt	Utilisation upto 31-March-22	Untilised Amt as at 31-March-22
Capital expenditure towards expansion of manufacturing facility	500.00	500.00	25.90	474.10
To meet working capital requirement	475.62	475.62	150.00	325.62
Repayment/ Prepayment of certain of our borrrowings	200.00	200.00	200.00	-
General corporate purposes	346.03	344.75	340.00	4.75
Total	**1,521.65**	**1,520.37**	**715.90**	**804.47**

IPO proceeds which were unutilised as at March 31, 2022 were temporarily invested in deposits with scheduled commercial bank and in monitoring agency account.

The total offer expenses are ₹ 219.57 million which are proportionately allocated between the selling shareholders and the Company as per respective offer size. The Company's share of these expenses is ₹ 90.59 millions which has been adjusted against securities premium.

47 CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

i. Contingent Liabilities

In the FY 2008-09, the Company has deposited state excise duty under protest ₹ 25.30 million for removal of goods (cough syrup) containing codeine phosphate from excise bonded warehouse. The Honorable High Court of Uttarakhand had passed an order in favour of Company not to charge excise duty on cough syrup containing codeine phosphate less than prescribed limits prospectively and not to refund the excise duty under protest. The Company has filed an application for prayer with Honorable High Court of Uttarakhand for refund of excise duty. The concerned state excise department of Uttarakhand has submitted their reply with Honorable High Court on hearing. Further, the Company has submitted reply along with required documents. Hearing is pending with Honorable High Court which is delayed due to COVID 19. The management is of the opinion that the Company will receive the refund and has also taken an opinion from expert legal consultant for same who has confirmed management's assessment.

ii. Capital Commitments

Particulars	As at March 31, 2022	As at March 31, 2021
Estimated amount of contracts remaining to be executed on capital account and not provided for	32.51	-

NOTES to Standalone Financial Statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

48 RATIO ANALYSIS:

Particulars	As at March 31, 2022	As at March 31, 2021	Calculation base	Description of numerator & denominator	Variance	Remarks
Current Ratio	4.07	2.08	Current Assets/ Current Liabilities	All Current assets and All Current Liabilities	96%	Increased due to mainly increase in Trade Receivables, in Q4, Sales was highest in FY 2021-22, therefore Trade Receivables is higher than FY 2020-21. Also increase in GST Input credit on IPO issue expneses invoices and Output GST credit is lower then Input GST credit.
Debt Equity	0.02	0.16	Total Debt / Equity	Total Debt = Long Term + Short Term Debt Equity = Equity share capital + Other Equity	-90%	Decreased due to Fresh issue of Equity shares in IPO & Repayment of Debt during the year.
Debt Service Coverage Ratio	1.92	1.03	Earnings available for debt service / (Debt Repayment + Interest)	Earnings available for debt service = PAT+Finance Cost+Depreciation-Net gain or Loss on assets Debt Repayment = Interest and lease payments+Principal repayments Interest = Finance Cost	86%	Increased due to having loss due to Exceptional items of Impairement of Goodwill & loss on Fair Valuation of previously held equity interest in FY 2020-21, This type of transaction has not been occurred during FY 2021-22.
Return on Equity Ratio	13%	2%	Return / Equity	Return = PAT Equity = Average of Equity share capital & Other Equity	443%	Increased due to having loss due to Exceptional items of Impairement of Goodwill & loss on Fair Valuation of previously held equity interest in FY 2020-21, This type of transaction has not been occurred during FY 2021-22.
Inventory Turnover Ratio	6.05	6.05	COGS / Inventory	COGS = Cost of Material consumed + Change in Inventory Inventory = Average Inventory	0%	N.A.
Trade Recievable Turnover Ratio	4.90	5.97	Turnover / Trade Receivable	Turnover = Revenue from operations Trade Receivable = Average Trade receivable	-18%	N.A.
Trade Payable Turnover Ratio	6.22	4.30	Turnover / Trade Payable	Turnover = Purchase Trade payable = Average Trade payable	45%	The increase is due to higher quantity of inventory purchased towards the end of the year to meet the higher demand in the coming year .

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for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

Particulars	As at March 31, 2022	As at March 31, 2021	Calculation base	Description of numerator & denominator	Variance	Remarks
Net Capital Turnover ratio	1.62	4.25	Turnover / Net Capital	Turnover = Revenue from operations Net Capital = Current Assets - Current Liabilities	-62%	Increased due to mainly increase in Trade Receivables, in Q4, Sales was highest in FY 2021-22, therefore Trade Receivables is higher than FY 2020-21. Also increase in GST Input credit on IPO issue expneses invoices and Output GST credit is lower then Input GST credit.
Net Profit Ratio	8%	1%	Net Profit / Turnover	"Net Profit = Profit after tax Turnover = Revenue from operations	606%	Increased due to having loss due to Exceptional items of Impairement of Goodwill & loss on Fair Valuation of previously held equity interest in FY 2020-21, This type of transaction has not been occurred during FY 2021-22.
Return on capital employed	12%	5%	Return / Capital Employed	Return = PBT+Finance cost Capital Employed = Total Debt (Long Term + Short Term borrowings) + Equity (Equity share capital + Other Equity) + Deferred tax liability - Deferred tax asset	120%	Increased due to having loss due to Exceptional items of Impairement of Goodwill & loss on Fair Valuation of previously held equity interest in FY 2020-21, This type of transaction has not been occurred during FY 2021-22.
Return on Investment	5%	2%	Return / Investment	Return = Interest income on fixed deposits + Gain on Mutual Funds Investment = Non Current Investment + Current Investment + Fixed deposits	119%	Increased due to increase in fixed deposit interest and fair value gain on mutual funds.

49 OTHER STATUTORY INFORMATION

i. The Company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

ii. The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

iii. The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year

iv. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

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

   b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

v. 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:

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

   b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries

NOTES to Standalone Financial Statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

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

vii. The Company does not have any such transaction which is 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.

viii. The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

ix. The company has not granted any loans or advances in the nature of loans either repayable on demand.

50 SIGNIFICANT EVENTS AFTER THE REPORTING DATE

There were no significant adjusting events that occurred subsequent to the reporting date.

51 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification/ disclosure.

As per our report of even date

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Registration Number - 000756N

Vijay Kumar
Partner
Membership No. - 092671
Place: New Delhi
Date: May 12, 2022

For and on behalf of the board of directors of Windlas Biotech Limited
(formerly known as Windlas Biotech Private Limited)

Ashok Kumar Windlass
Chairman and Executive Director
DIN: 00011451
Place: Dehradun
Date: May 12, 2022

Hitesh Windlass
Managing Director
DIN: 02030941
Place: Gurgaon
Date: May 12, 2022

Manoj Kumar Windlass
Joint Managing Director
DIN: 00221671
Place: Dehradun
Date: May 12, 2022

Komal Gupta
Chief Financial Officer
Place: Gurgaon
Date: May 12, 2022

Ananta Narayan Panda
Company Secretary
Place: Gurgaon
Date: May 12, 2022

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF WINDLAS BIOTECH LIMITED (formerly known As Windlas Biotech Private Limited)

Report on the Audit of the Consolidated Financial Statements

OPINION

We have audited the accompanying Consolidated Financial Statements of **Windlas Biotech Limited** (formerly known as Windlas Biotech Private Limited) (hereinafter referred to as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") and its joint venture, comprising of the Consolidated Balance Sheet as at March 31, 2022, the Consolidated Statement of Profit and Loss, (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity for the year then ended and notes to the Consolidated Financial Statements, including a summary of significant accounting and other explanatory information (hereinafter referred to as "Consolidated Financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on unaudited financial statements certified by the management as referred in 'other matters paragraph', the aforesaid Consolidated Financial statements give the information required by the Companies Act, 2013 ("the Act) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of their Consolidated state of affairs of the Group and its joint venture as at March 31, 2022, of Consolidated profit (including Other Comprehensive Income), Consolidated changes in equity and its Consolidated cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the "Auditor's responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group and its joint venture in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by other auditors in terms of their reports referred to in the Other Matters section below is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

KEY AUDIT MATTERS:

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

Independent Auditors' Report (Contd.)

We have determined the matters described below to be the key audit matters to be communicated in our report

Sr. No.	Key Audit Matter	Auditor's Response
1	Revenue Recognition: For the year ended March 31, 2022, the Group and its joint venture has recognized revenue from contracts with customers amounting to Rs. 4,633.73 millions. Revenue from contracts with customers is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, rebates, scheme allowances, price concessions, incentives, and returns, if any, as specified in the contracts with the customers.	Our audit procedures included the following: • Understanding the policies and procedures applied to revenue recognition, as well as compliance thereof, including an analysis of the effectiveness of controls related to revenue recognition processes employed by the Group and its Joint Venture. • On sample basis, examining supporting documents for the sales transaction occurring during the year and near the end of the accounting period including the credit notes issued after period end to verify the occurrence and accuracy of revenue, whether revenue recording was consistent with the conditions, and whether it was in compliance with the Group and its Joint Venture's Policy.
	The risk is, therefore, that revenue may not be recognized in the correct period or that revenue and associated profit is misstated. Refer to Accounting Policies Note 2.13 and Note No. 26 of the standalone Financial Statements.	• Performed analytical procedure to identify the unusual trends and also tested journal entries recognized in revenue focusing on unusual or irregular transactions.

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprise the information included in the Annual Report but does not include the Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we will not express any form of assurance or conclusion thereon.

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

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

RESPONSIBILITY OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Act that give a true and fair view of the Consolidated Financial Position, Consolidated Financial Performance, (including other comprehensive income), and Consolidated Cash Flows and Consolidated Statement of Changes in Equity of the Group and its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act, read with relevant rules issued thereunder. The respective Board of Directors of the companies included in the Group and its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its joint venture and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent;

and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the Companies included in the Group and its joint venture are responsible for assessing the ability of the Group and its joint venture 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 Group and its joint venture or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and its joint venture are also responsible for overseeing the financial reporting process of the Group and its joint venture.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with 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 Consolidated Financial statements.

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

- Identify and assess the risks of material misstatement of the Consolidated Financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Holding 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 Group's and its joint venture'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 Consolidated Financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial statements, including the disclosures, and whether the Consolidated Financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its joint venture to express an opinion on the Consolidated Financial statements. We are responsible for the direction, supervision and performance of the audit of the Financial Statements of such entities included in the Consolidated Financial statements of which we are the independent auditors.

Materiality is the magnitude of misstatements in the Consolidated Financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated

Independent Auditors' Report (Contd.)

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

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial statements of which we are the independent auditors 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 Consolidated 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.

OTHER MATTERS

a. We did not audit the financial statements of one subsidiary company incorporated outside India, whose financial statements reflected total assets of Rs. 0.52 million and & total net assets of Rs. (-) 2.81 million as at March 31, 2022, total revenue of Rs. Nil, total comprehensive income of Rs. (-) 4.78 millions & net cash outflows of Rs. 1.37 million for the year ended on that date, as considered in the Consolidated Financial statements. These financial statements are unaudited and have been furnished to us by the board of directors and our opinion on the Consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary are based solely on such unaudited financial statements furnished by the Board of Directors. In our opinion and according to the information and explanations given to us by the Board of Directors, these financial statements are not material to the Group and its Joint Venture.

b. The Consolidated Financial statements includes Company's share of net profit after tax of Rs. Nil and total comprehensive income of Rs. Nil millions for the year ended March 31, 2022, as considered in the Consolidated Financial statements in respect of one joint venture. These financial statements are unaudited and have been furnished to us by the Board of Directors and our opinion on the financial statements, to the extent they have been derived from such financial statements is based solely on the such unaudited financial statements furnished by the Board of Directors. In our opinion and according to the information and explanations given to us by the Board of directors, these financial statements are not material to the Group and its Joint Venture.

Our opinion on the Consolidated Financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the Financial Statements certified by the Board of directors.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, According to the information and explanations given to us and based on our examination of the records of the Company, the financial statements of the companies included in consolidated financial statements are unaudited. Therefore, this clause is not applicable to the company.

2. As required by Section 143(3) of the Act, based on our audit and on consideration of the other financial information of subsidiary company & joint venture as referred to in Other Matters paragraph, we report, to the extent applicable, that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid

Consolidated Financial statements have been kept so far as it appears from our examination of those books and the report of the other auditor.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial statements.

d) In our opinion, the aforesaid Consolidated Financial statements comply with the Accounting Standards specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company, none of the directors is disqualified as on March 31, 2022 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 reference to Consolidated Financial statements of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

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

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Consolidated Financial statements disclose the impact of pending litigations as at March 31, 2022 on its financial position of the Group and its joint venture - Refer Note 47 to the Consolidated Financial statements.

   ii. The Group and its joint venture has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any on long-term contracts. The Group and its joint venture did not have long term derivative contracts.

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company.

   iv. a. The Management of the Holding Company has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   b. The Management of the Holding Company has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   c. Based on the audit procedures that have been considered reasonable

Independent Auditors' Report (Contd.)

and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. According to the information and explanations given to us, the Group and its Joint Venture has not declared or paid any dividend during the year. The Board of Directors of the Group and its Joint Venture have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Reg. No. 000756N

Vijay Kumar
Partner
Membership No. 092671
UDIN : 22092671AIVSYG5974

Place: New Delhi
Date: May 12, 2022

ANNEXURE A to the Independent Auditor's Report of even date on the Consolidated Financial statements of Windlas Biotech Limited (formerly known as Windlas Biotech Private Limited)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements'

In conjunction with our audit of the Consolidated Financial statements of Windlas Biotech Limited (Formerly Known as Windlas Biotech Private Limited) as of and for the year ended March 31, 2022, we have audited the internal financial controls reference to Consolidated Financial statements of Windlas Biotech Limited (Formerly Known as Windlas Biotech Private Limited) (hereinafter referred to as the "Holding Company") as of that date.

The audit of the internal financial controls with reference to Consolidated Financial statements is applicable only to the Holding Company.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Board of Directors of the Holding Company is responsible for establishing and maintaining internal financial controls based on the internal control reference to Consolidated Financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITORS' RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls reference to Consolidated Financial statements, including

Annexure A (Contd.)

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 reference to Consolidated Financial statements to future periods are subject to the risk that the internal financial control reference to Consolidated Financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Holding Company has, in all material respects, an adequate internal financial controls system reference to Consolidated Financial statements and such internal financial controls reference to Consolidated Financial statements were operating effectively as at March 31, 2022, based on the internal control reference to Consolidated Financial statements criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Reg. No. 000756N

Vijay Kumar
Partner
Membership No. 092671
UDIN : 22092671AIVSYG5974

Place: New Delhi
Date: May 12, 2022

CONSOLIDATED BALANCE SHEET

as at March 31, 2022

(All amounts in Indian Rupees in millions, unless otherwise stated)

Particulars	Notes	As at March 31, 2022	As at March 31, 2021
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	884.35	925.05
Capital work in Progress	4	75.81	0.37
Right of Use	5	22.99	29.53
Goodwill	6 (a)	-	-
Other Intangible Assets	6 (b)	4.50	4.82
Intangible Assets Under Development	6 (c)	4.32	-
Financial Assets:			
(i) Other Financial Assets	10	51.78	29.85
Deferred Tax Assets (Net)	7	20.35	-
Other Non-Current Assets	11	29.50	28.50
		1,093.60	**1,018.12**
Current Assets			
Inventories	12	587.10	414.61
Financial Assets:			
(i) Investments	9	648.24	231.43
(ii) Trade Receivables	13	1,107.72	794.13
(ii) Cash and Cash Equivalents	14	5.70	159.30
(iv) Bank Balance other than cash and cash equivalents	15	1,132.53	151.82
(v) Other Financial Assets	10	41.55	4.51
Current Tax Assets (Net)	8	40.96	39.67
Other Current Assets	11	252.71	147.64
		3,816.51	**1,943.11**
Total assets		**4,910.11**	**2,961.23**
EQUITY AND LIABILITIES			
Equity			
(i) Equity Share Capital	16	108.97	64.11
(ii) Other Equity	17	3,838.81	1,927.08
		3,947.78	**1,991.19**
Liabilities			
Non-Current Liabilities			
Financial Liabilities:			
(i) Borrowings	18	4.44	8.32
(ii) Lease liability	19	-	5.17
(iii) Other Financial Liabilities	21	2.38	1.80
Provisions	22	15.66	13.73
Deferred Tax Liabilities (Net)	7	-	6.83
		22.48	**35.85**
Current Liabilities			
Financial Liabilities:			
(i) Borrowings	23	56.77	304.84
(ii) Trade Payables	24		
(a) total outstanding dues of micro enterprises and small enterprises		47.82	17.34
(b) total outstanding dues for creditors other than micro enterprises and small enterprises		584.50	381.99
(iii) Lease liability	20	5.16	5.16
(iv) Other Financial Liabilities	21	227.27	194.83
Other Current Liabilities	25	15.04	27.21
Provisions	22	3.30	2.82
		939.86	**934.19**
Total equity and liabilities		**4,910.11**	**2,961.23**

Summary of significant accounting policies
Accompanying notes form an integral part of the financial statements

As per our report of even date

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Registration Number - 000756N

For and on behalf of the board of directors of Windlas Biotech Limited
(formerly known as Windlas Biotech Private Limited)

Vijay Kumar
Partner
Membership No. - 092671
Place: New Delhi
Date: May 12, 2022

Ashok Kumar Windlass
Chairman and Executive Director
DIN: 00011451
Place: Dehradun
Date: May 12, 2022

Hitesh Windlass
Managing Director
DIN: 02030941
Place: Gurgaon
Date: May 12, 2022

Manoj Kumar Windlass
Joint Managing Director
DIN: 00221671
Place: Dehradun
Date: May 12, 2022

Komal Gupta
Chief Financial Officer
Place: Gurgaon
Date: May 12, 2022

Ananta Narayan Panda
Company Secretary
Place: Gurgaon
Date: May 12, 2022

CONSOLIDATED PROFIT AND LOSS

for the year ended March 31, 2022

(All amounts in Indian Rupees in millions, unless otherwise stated)

Particulars	Notes	For the year ended March 31, 2022	For the year ended March 31, 2021
INCOME			
Revenue from Operations	26	4,659.30	4,276.02
Other Income	27	67.06	30.93
Total Income		**4,726.36**	**4,306.95**
EXPENSES			
Cost of Material Consumed	28	3,075.58	2,707.37
Changes in Inventories of Finished goods and Work-in-progress	29	(47.42)	36.68
Employee Benefit Expenses	30	634.08	583.24
Finance Cost	31	14.17	12.90
Depreciation and Amortisation expense	32	121.47	129.65
Other Expenses	33	472.83	401.81
Total Expenses		**4,270.71**	**3,871.65**
Profit before share of gain/(loss) in joint venture and associates, exceptional items and tax		**455.65**	**435.30**
Share of gain/(loss) in joint venture		-	-
Share of gain/(loss) in associate company			(1.73)
Exceptional items	34		
Impairment of Goodwill		-	(272.64)
Gain on fair valuation of previously held equity interest on acquisition of control in Subsidiary		-	56.47
Profit before tax		**455.65**	**217.40**
Income tax expense			
Current tax		101.33	48.42
Deferred Tax	7	(26.57)	13.28
Total Tax Expense		74.76	61.70
Profit for the year		**380.89**	**155.70**
Profit attributable to Owners'		**380.89**	**158.32**
Profit attributable to Non Controlling Interest		**-**	**(2.62)**
OTHER COMPREHENSIVE INCOME			
A (i) Items that will not be reclassified to profit or loss:			
Remeasurement of defined benefit plans- gain/(loss)		(2.41)	0.73
Income tax effect		0.61	(0.18)
Shares of other comprehensive income in Associates			-
B (i) Items that will be reclassified to profit or loss:			
Foreign currency translation reserve		(0.06)	(0.03)
Other Comprehensive Income for the year		(1.86)	0.52
Total Comprehensive Income for the year		**379.03**	**156.22**
Other Comprehensive Income attributable to Owner's		**(1.86)**	**0.52**
Other Comprehensive Income attributable to Non Controlling Interest		-	-
Total Comprehensive Income attributable to Owner's		**379.03**	**158.84**
Total Comprehensive Income attributable to Non Controlling Interest		**-**	**(2.62)**
Earnings per share:			
Basic (in ₹)		18.58	8.70
Diluted (in ₹)		18.58	8.70
Face value per share (in ₹)		5	5

Summary of significant accounting policies

Accompanying notes form an integral part of the financial statements

As per our report of even date

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Registration Number - 000756N

For and on behalf of the board of directors of Windlas Biotech Limited
(formerly known as Windlas Biotech Private Limited)

Vijay Kumar
Partner
Membership No. - 092671
Place: New Delhi
Date: May 12, 2022

Ashok Kumar Windlass
Chairman and Executive Director
DIN: 00011451
Place: Dehradun
Date: May 12, 2022

Hitesh Windlass
Managing Director
DIN: 02030941
Place: Gurgaon
Date: May 12, 2022

Manoj Kumar Windlass
Joint Managing Director
DIN: 00221671
Place: Dehradun
Date: May 12, 2022

Komal Gupta
Chief Financial Officer
Place: Gurgaon
Date: May 12, 2022

Ananta Narayan Panda
Company Secretary
Place: Gurgaon
Date: May 12, 2022

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2022

(All amounts in Indian Rupees in millions, unless otherwise stated)

A. EQUITY SHARE CAPITAL

Equity shares of face value ₹ 5 each issued, subscribed and fully paid up

Particulars	No. of shares	Amount
As at April 1, 2020	**64,11,063**	**64.11**
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance as on April 1, 2020	**64,11,063**	**64.11**
Changes during the year	-	-
As at March 31, 2021	**64,11,063**	**64.11**
Changes in Equity Share Capital due to prior period errors	-	-
Restated balance as on April 1, 2021	**64,11,063**	**64.11**
Impact of split of shares	64,11,063	-
Issue of Bonus shares	53,85,293	26.93
Fresh issue of Equity shares	35,86,956	17.93
As at March 31, 2022	**2,17,94,375**	**108.97**

B. OTHER EQUITY

	Equity attributable to owners' of the Company						Non-controlling interest (B)	Total equity (A+B)
	Reserves and surplus				Foreign Currency Translation Reserve	Total (A)		
	Securities premium	General Reserve	Retained earnings	ESOP Reserve				
As at March 31, 2020	**754.91**	**136.25**	**1,141.31**	**-**	**-**	**2,032.47**	**-**	**2,032.47**
Changes in accouting policy or prior period errors	-	-	-	-	-	-	-	-
Restated balance as on April 1, 2020	**754.91**	**136.25**	**1,141.31**	**-**	**-**	**2,032.47**	**-**	**2,032.47**
Increase/ (decrease) during the year	-	-	-	-	(0.03)	(0.03)	-	(0.03)
Profit for the year	-	-	158.32	-	-	158.32	(2.62)	155.70
Other comprehensive income, net of income tax	-	-	0.55	-	-	0.55	-	0.55
On Acquisition of non controlling stake of associate company						-	732.79	732.79
On Acquisition of non controlling interest of subsidiary company			(264.24)			(264.24)	(730.17)	(994.41)
As at March 31, 2021	**754.91**	**136.25**	**1,035.94**	**-**	**(0.03)**	**1,927.07**	**-**	**1,927.07**
Changes in accouting policy or prior period errors	-	-	-	-	-	-	-	-
Restated balance as on April 1, 2021	**754.91**	**136.25**	**1,035.94**	**-**	**(0.03)**	**1,927.07**	**-**	**1,927.07**
ESOP reserve created during the year	-	-	-	18.13	-	18.13		18.13
Issue of Bonus shares	(26.93)	-	-	-	(0.06)	(26.98)	-	(26.98)
Issue of Equity shares	1,632.08	-	-	-	-	1,632.08		1,632.08
Share issue expenses	(90.59)	-	-	-	-	(90.59)		(90.59)
Profit for the year	-	-	380.89	-	-	380.89	-	380.89
Other comprehensive income, net of income tax	-	-	(1.80)	-	-	(1.80)		(1.80)
As at March 31, 2022	**2,269.47**	**136.25**	**1,415.03**	**18.13**	**(0.09)**	**3,838.80**	**-**	**3,838.80**

Summary of significant accounting policies

Accompanying notes form an integral part of the financial statements

As per our report of even date

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Registration Number - 000756N

Vijay Kumar
Partner
Membership No. - 092671
Place: New Delhi
Date: May 12, 2022

For and on behalf of the board of directors of Windlas Biotech Limited
(formerly known as Windlas Biotech Private Limited)

Ashok Kumar Windlass
Chairman and Executive Director
DIN: 00011451
Place: Dehradun
Date: May 12, 2022

Hitesh Windlass
Managing Director
DIN: 02030941
Place: Gurgaon
Date: May 12, 2022

Manoj Kumar Windlass
Joint Managing Director
DIN: 00221671
Place: Dehradun
Date: May 12, 2022

Komal Gupta
Chief Financial Officer
Place: Gurgaon
Date: May 12, 2022

Ananta Narayan Panda
Company Secretary
Place: Gurgaon
Date: May 12, 2022

CONSOLIDATED CASH FLOWS STATEMENT

for the year ended March 31, 2022

(All amounts in Indian Rupees in millions, unless otherwise stated)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	**455.65**	**217.40**
Add:		
Share of gain in associate	-	1.73
Adjustments for:		
EXCEPTIONAL ITEMS		
(Gain) on fair valuation of previously held equity interest on acquistion of control in Windlas Healthcare	-	(56.47)
Impairment of Goodwill	-	272.64
Depreciation & amortisation expense	121.47	129.65
Provision for bad debts	3.13	9.12
Balance written back	-	2.87
ESOP	18.13	-
Foreign currency translation reserve	(0.06)	(0.03)
Allowance for Doubtful Debts	3.48	1.50
(Gain) / Loss on Investments measured at FVTPL (net)	(17.24)	(5.75)
Other Intangible Assets written off	-	14.00
Net (gain)/ loss on sale of Property Plant & Equipment	(0.10)	(0.09)
Interest expense on borrowings	13.47	11.74
Interest expense on lease liability	0.70	1.16
Interest income	(42.85)	(19.21)
Operating Profit before working capital changes	**555.78**	**580.26**
Changes in operating assets and liabilities:		
Increase/(decrease) in provisions	2.41	(4.61)
Increase/(decrease) in trade payables	233.04	(460.39)
Increase/(decrease) in other financial liabilities	27.35	55.37
Increase/(decrease) in other current liabilities	(12.17)	9.24
Decrease/(increase) in loans and advances	-	(5.39)
Decrease/(increase) in trade receivables	(316.73)	(148.35)
Decrease/(increase) in inventories	(172.49)	100.70
Decrease/(increase) in other financial assets	(18.28)	2.68
Decrease/(increase) in other non current assets	(1.00)	5.31
Decrease/(increase) in other current assets	(117.81)	45.05
Cash generated from operations	**180.10**	**179.86**
Income taxes refunded/ (paid)	(88.80)	(65.32)
Net cash flow from operations (A)	**91.30**	**114.54**
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant & equipment, Intangible assets and capital work in progress including capital advances and capital creditors	(148.04)	(58.47)
Sale of property, plant & equipment, Intangible assets and capital work in progress	1.10	0.15
Purchase of controlling interest in associate company	-	(40.59)
Purchase of non controlling interest of subsidiary company	-	(994.41)
Proceeds from/ (investment in) Mutual Funds (net)	(418.14)	1,022.15
Interest received	25.62	16.62
Proceeds from redemption of / (Investment in) fixed deposits (net)	(1,006.32)	(147.43)
Net cash used in investing activities (B)	**(1,545.78)**	**(201.98)**
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds/(Repayment) of Short Term Borrowings	(248.07)	84.60
Share Issue Expense	(77.85)	(12.74)
Proceeds from issue of equity shares (including securities premium)	1,650.00	-
Repayment of Long Term Borrowings	(3.88)	(45.75)
Repayment of Lease liabilities (principal portion)	(5.17)	(4.70)

Consolidated Cash flows statement (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

Particulars	For the year ended March 31, 2022	For the year ended March 31, 2021
Interest paid (including interest on lease liabilities)	(14.15)	(13.65)
Net cash flow from/ (used in) financing activities (C)	**1,300.88**	**7.76**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**(153.60)**	**(79.67)**
Cash and cash equivalents at the beginning of the year	159.30	180.78
Cash acquired on acquisition of subsidiary		58.19
Cash and cash equivalents at the closing of the year	**5.70**	**159.30**

Notes:

a) Cash and Cash Equivalents included in Cash Flow Statement comprise of following (Refer Note 15):

Particulars	For the year ended March 31, 2022	As at March 31, 2021
Balances with Banks	3.72	38.76
Fixed deposits with original maturity of less than 3 months	1.82	118.11
Cash on Hand	0.16	2.43
Total	**5.70**	**159.30**

b) Reconciliation of changes in liabilities arising from financing activities:

Particulars	As at April 01, 2020	Net Cash Flows	Non cash changes Fair value changes	As at March 31, 2021
Long term borrowings	52.73	(45.75)	-	8.32
Short term borrowings*	221.58	84.60	(0.00)	304.84
Interest accrued	0.79	(13.65)	12.86	-
Lease liabilities	15.03	(4.70)	(0.00)	10.33
Total Liabilities	**290.13**	**20.50**	**12.86**	**323.49**

Particulars	As at April 01, 2021	Net Cash Flows	Non cash changes Fair value changes	As at March 31, 2022
Long term borrowings	8.32	(3.88)	-	4.44
Short term borrowings*	304.84	(248.07)	-	56.77
Interest accrued	-	(14.15)	14.15	-
Lease liabilities	10.33	(5.17)	0.00	5.16
Equity Share Capital	-	1,650.00	(1,650.00)	-
Total Liabilities	**323.49**	**1,378.73**	**(1,635.85)**	**66.37**

* including the current maturity of Long term borrowing

Summary of significant accounting policies

Accompanying notes form an integral part of the financial statements

As per our report of even date

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Registration Number - 000756N

Vijay Kumar
Partner
Membership No. - 092671
Place: New Delhi
Date: May 12, 2022

For and on behalf of the board of directors of Windlas Biotech Limited
(formerly known as Windlas Biotech Private Limited)

Ashok Kumar Windlass
Chairman and Executive Director
DIN: 00011451
Place: Dehradun
Date: May 12, 2022

Hitesh Windlass
Managing Director
DIN: 02030941
Place: Gurgaon
Date: May 12, 2022

Manoj Kumar Windlass
Joint Managing Director
DIN: 00221671
Place: Dehradun
Date: May 12, 2022

Komal Gupta
Chief Financial Officer
Place: Gurgaon
Date: May 12, 2022

Ananta Narayan Panda
Company Secretary
Place: Gurgaon
Date: May 12, 2022

NOTES to Consolidated financial statements

for the year ended March 31, 2022

(All amounts in Indian Rupees in millions, unless otherwise stated)

1 CORPORATE INFORMATION

Windlas Biotech Limited (formerly known as Windlas Biotech Private Limited) ('the Company' or 'Parent') is a limited company domiciled in India and incorporated on February 19, 2001 under the provisions of the Companies Act, 1956 having its registered office at 40/1, Mohabewala Industrial Area, Dehradun, Uttarakhand. These Consolidated Financial Statements comprise the Company and its subsidiary (together referred as the 'Group') and its associate and its joint venture. The Group is engaged in manufacturing and trading of pharmaceutical products. The Group manufacturing facilities are located at Dehradun in Uttarakhand. Pursuant to a special resolution passed in the extraordinary general meeting of the shareholders of the Company held on April 03, 2021, the Company has converted from a Private Limited Company to a Public Limited Company and consequently, name of the Company has changed to Windlas Biotech Limited pursuant to fresh certificate of incorporation issued by ROC on April 15, 2021. The Group Consolidated Financial Statements for the year ended March 31, 2022 and March 31, 2021 were approved for issue by the Board of Directors, in accordance with resolution passed on May 12, 2022."

2 SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of these Consolidated Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.01 Basis of preparation and presentation of consolidated financial statement

i) Compliance with IndAS

The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and relevant provisions of the Companies Act, 2013.

ii) Basis of consolidation

The Consolidated Financial Statements of the Group comprise of the Consolidated Financial Statement of Assets and Liabilities as at March 31, 2022, Consolidated Financial Statement of Assets and Liabilities as at March 31, 2021, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity for the year ended March 31, 2022 and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for years ended March 31, 2022 and March 31, 2021 , and the Significant Accounting Policies and explanatory notes (collectively, the 'Consolidated Financial Statements' or 'Statements').

iii) Historical cost convention

The Consolidated Financial Statements have been prepared on a historical cost basis, except for the following assets and liabilities:

i) Certain financial assets and liabilities that are measured at fair value

ii) Defined benefit plans-plan assets measured at fair value"

The Consolidated Financial Statements are presented in Indian Rupees ('INR') and all values are rounded to nearest millions (INR '000,000) upto two decimal places, except when otherwise indicated.

2.02 Basis of Consolidation

Subsidiaries: The consolidated summary financial information incorporate the financial statements of the Company and entities controlled by the Company. Subsidiaries are all entities over which the holding company has control. The Company controls an investee when the Company has power over the investee, is exposed to, or has rights to, variable returns from its involvement with the investee and has the ability to affect those returns through its power to direct the relevant activities of the investee. Subsidiaries are fully consolidated from the when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary.Windlas Healthcare Private Limited was subsidiary in financial year 2018-19 till October 29, 2018. The Company lost control in Windlas Healthcare Private Limited. on October 29, 2018. The Company again gained the control and Windlas Healthcare Private Limited. became the subsidiary w.e.f. April 16, 2020 till April 30, 2020. On April 30, 2020 the Company got 100% stake in Windlas

Healthcare Private Limited. and thus, it became 100% subsidiary of the Company.

The acquisition method of accounting is used to account for business combinations by the Group. The Group combines the financial statements of the Holding company and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intra-Group transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and Consolidated Statement of Assets and Liabilities respectively.

In the consolidated financial information, 'Goodwill' represents the excess of the cost to the Holding company of its investment in the subsidiaries over its share of equity, at the respective dates on which the investments are made. Alternatively, where the share of equity as on the date of investment is in excess of cost of investment, it is recognised as 'Bargain Purchase' in the consolidated financial statements."

Associates & Joint Venture: An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decision of the investee, but is not control or joint control over those policies. A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement."

The Group's investment in its associate are accounted for using the equity method, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with Ind AS 105. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of the profit or loss and other comprehensive income of the associate since the acquisition date. Distributions received from an associate reduce the carrying amount of the investment. When the Group's share of losses of an associate exceeds the Group's interest in that associate, the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.Windlas Healthcare Private Limited became associate of the Company w.e.f. October 30, 2018 and continued to be an Associate until April 16, 2020. Goodwill relating to the Associates & Joint Venture is included in the carrying amount of the investment and is not tested for impairment individually. The consolidated statement of profit and loss reflects the Group's share of the results of operations of the Associates & Joint Venture. Any change in other comprehensive income of those investees is presented as part of the Group's other comprehensive income. In addition, when there has been a change recognised directly in the equity of the Associates & Joint Venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associated are eliminated to the extent of the interest in the associate.

The Group discontinues the use of the equity method from the date when the investment ceases to be an associate, or when the investment is classified as held for sale. When the Group retains an interest in the former associate and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with Ind AS 109. The difference between the carrying amount of the associate at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in the associate is included in the determination of the gain or loss on disposal of the associate. In addition, the Group accounts for all amounts previously recognised in other comprehensive income in relation to that associate on the same basis as would be required if that associate had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognised in other comprehensive income by that associate would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the equity method is discontinued.

When the Group reduces its ownership interest in an associate or a joint venture but the Group continues to use the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities. The aggregate of the Group's share of profit and loss of an associate is shown on the face of the consolidated statement of profit and loss outside operating profit and represents profit and loss after tax of the associate. The financial statements of the associate are prepared for the same reporting period as of the Group. After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its Associates & Joint Venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the Associates & Joint Venture and its carrying value, and recognises the loss as 'Share of profit of an Associate & Joint Venture' in the consolidated summary statement of profit and loss.

2.03 Current versus non-current classification

The Group presents assets and liabilities in the Consolidated balance sheet based on current/non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non current.

Deferred tax assets and deferred tax liabilities are classified as non- current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

2.04 Business Combinations and Goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred. At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date.
- Assets that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that standard.
- Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such

valuation does not consider potential renewal of the reacquired right.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree. If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss or OCI, as appropriate. Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units. Cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

2.05 Common Control transactions

A business combination involving entities or businesses under common control is a business combination in which all of the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination and the control is not transitory. The transactions between entities under common control are specifically covered by Ind AS 103. Such transactions are accounted for using the pooling-of-interest method. The assets and liabilities of the acquired entity are recognised at their carrying amounts in the Group's consolidated financial statements with the exception of certain income tax and deferred tax assets. No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies. The components of equity of the acquired companies are added to the same components within the Group's equity. The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves. The acquiree companies' shares issued in consideration for the acquired companies are recognised from the moment the acquired companies are included in these consolidated financial statements and the financial statements of the commonly controlled entities would be combined, retrospectively, as if the transaction had occurred at the beginning of the earliest reporting period presented. However, the prior year comparative information is only adjusted for periods during which entities were under common control.

2.06 Property, plant and equipment

Property, Plant and equipment including capital work in progress are stated at cost, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises of purchase price, taxes, duties, freight and other incidental expenses directly attributable and related to acquisition and installation of the concerned assets and are further adjusted by the amount of input tax credit availed wherever applicable. Subsequent costs are included in asset's carrying amount or recognised as separate assets, as appropriate, only when it is probable that future economic benefit associated with the item will flow to the Group and the cost of item can be measured reliably. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their respective useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Capital work- in- progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

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

Depreciation on property, plant and equipment is provided on prorata basis on written-down value method using the useful lives of the assets estimated by management and in the manner prescribed in Schedule II of the Companies Act 2013. The useful life is as follows:

Assets	Useful life (in years)
Building	30
Plant and machinery	15
Furniture and fixtures	10
Vehicles	8
Office equipment	5
Computers and servers	3-6
Exceptions to above	
Plant & machinery (Continuous Process plant)*	15
(Including second hand Purchase) *	
Lab Equipment *	15

*Based on Internal assessment the management believes that the useful life given above best represent the period over which management expects to use these assets

Transition to Ind AS

On transition to Ind AS, the Group has elected to continue with the carrying value of all the items of property, plant and equipment recognised as at April 1, 2019, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment."

2.07 Intangible assets

Separately acquired intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalised development cost, are not capitalised and the related expenditure is reflected in statement of Profit and Loss in the period in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Research and development cost

Research costs are expensed as incurred. Development expenditure incurred on an individual project is recognised as an intangible asset when the Group can demonstrate all the following:

i) The technical feasibility of completing the intangible asset so that it will be available for use or sale;

ii) Its intention to complete the asset;

iii) Its ability to use or sell the asset;

iv) How the asset will generate future economic benefits;

v) The availability of adequate resources to complete the development and to use or sell the asset; and

vi) The ability to measure reliably the expenditure attributable to the intangible asset during development.

Following the initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised on straight line basis over the estimated useful life. During the period of development, the asset is tested for impairment annually.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss in the expense category consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from disposal of the intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the assets are disposed off.

Intangible assets with finite useful life are amortised on a straight line basis over the estimated useful economic life of 5 years, which represents the period over which the Group expects to derive economic benefits from the use of the assets.

Transition to Ind AS

On transition to Ind AS, the Group has elected to continue with the carrying value of all the items of intangible assets recognised as at April 1, 2019, measured as per the previous GAAP, and use that carrying value as the deemed cost of such Intengible assets."

2.08 Impairment of non- financial Assets

Intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are presented at the lowest levels for the which there are separately identifiable cash inflows which largely independent of the cash inflows from other assets (cash - generating units). Non - financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

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2.09 Compound financial instruments

Compound financial instruments are separated into liability and equity components based on the terms of the contract. On issuance of compound financial instruments, the fair value of the liability component is determined using a market rate for an equivalent instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction cost) until it is extinguished on redemption/ conversion.

2.10 Financial instruments

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

(i) Financial Assets

The Group classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss)
- Those measured at amortised cost

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

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Transaction cost of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Subsequent measurement

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

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

Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss),or recognised in other comprehensive income(i.e. fair value through other comprehensive income). For investment in debt instruments, this will depend on the business model in which the investment is held. For investment in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for equity instruments at FVTOCI.

Debt instruments at amortised cost

A Debt instrument is measured at amortised cost if both the following conditions are met:

a) Business Model Test : The objective is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).

b) Cash flow characteristics test: The contractual terms of the Debt instrument give rise on specific dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

This category is most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses. The EIR amortisation is included in other income in profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

Debt instruments at fair value through OCI

A Debt instrument is measured at fair value through other comprehensive income if following criteria are met:

a) Business Model Test : The objective of financial instrument is achieved by both collecting contractual cash flows and for selling financial assets.

b) Cash flow characteristics test: The contractual terms of the Debt instrument give rise on specific dates to cash flows that are solely payments of principal and interest on principal amount outstanding.

Debt instrument included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI), except for the recognition of interest income, impairment gains or losses and foreign exchange gains or losses which are recognised in statement of profit and loss. On derecognition of asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to statement of profit & loss. Interest earned whilst holding FVTOCI financial asset is reported as interest income using the EIR method.

Debt instruments at FVTPL

FVTPL is a residual category for financial instruments. Any financial instrument, which does not meet the criteria for amortised cost or FVTOCI, is classified as at FVTPL.A gain or loss on a Debt instrument that is subsequently measured at FVTPL and is not a part of a hedging relationship is recognised in statement of profit or loss and presented net in the statement of profit and loss within other gains or losses in the period in which it arises. Interest income from these Debt instruments is included in other income.

Equity investments of other entities

All equity investments in scope of IND AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which IND AS103 applies are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income all subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to profit and loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Profit and loss.

Derecognition

A financial asset (or ,where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's statement of financial position) when:

- The rights to receive cash flows from the asset have expired, or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass through" arrangement and either;

(a) the Group has transferred the rights to receive cash flows from the financial assets or

(b) the Group has retained the contractual right to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all the risks and rewards of the ownership of the financial assets. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all the risks and rewards of the ownership of the financial assets, the financial asset is not derecognised.

Where the Group has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit losses (ECL) model for

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measurement and recognition of impairment loss on the following financial asset and credit risk exposure

- Financial assets measured at amortised cost;
- Financial assets measured at fair value through other comprehensive income(FVTOCI);

The Group follows "simplified approach" for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables;

  Under the simplified approach, the Group does not track changes in credit risk. Rather , it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Group uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward looking estimates are analysed.

  For recognition of impairment loss on other financial assets and risk exposure, the Group determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Group reverts to recognising impairment loss allowance based on 12- months ECL.

  Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

  ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider: (i) All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument (ii) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms"

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss. This amount is reflected under the head 'other expenses' in the statement of profit and loss. The balance sheet presentation for various financial instruments is described below:

(a) Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

(b) Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e. as a liability.

(c) Debt instruments measured at FVTOCI: For debt instruments measured at FVTOCI, the expected credit losses do not reduce the carrying amount in the balance sheet, which remains at fair value. Instead, an amount equal to the allowance that would arise if the asset was measured at amortised cost is recognised in other comprehensive income as the "accumulated impairment amount".

(ii) Financial liabilities:

Initial recognition and measurement

Financial liabilities are classified at initial recognition as financial liabilities at fair value through profit or loss, loans and borrowings, and payables, net of directly attributable transaction costs. the Group financial liabilities include loans and borrowings including bank overdraft, trade payables, trade deposits, retention money, liabilities towards services, sales incentive and other payables.

Subsequent measurement

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

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationship as defined by Ind AS 109. The separated embedded derivate are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/ loss are not subsequently transferred to profit and loss. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Group has not designated any financial liability as at fair value through profit and loss.

Trade Payables

These amounts represents liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 90 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at fair value and subsequently measured at amortised cost using Effective interest rate method.

Loans and borrowings

Borrowings are initially recognised at fair value, net of transaction cost incurred. After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the Effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the Effective interest rate amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the Effective interest rate. The Effective interest rate amortisation is included as finance costs in the statement of profit and loss. Borrowing are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or medication is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

Offsetting of financial instruments:

Financials assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

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Reclassification of financial assets/ financial liabilities

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent.

The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

2.11 Inventories

a) **Basis of valuation:**

i) Inventories are valued at lower of cost and net realisable value after providing cost of obsolescence, if any. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realisable value is made on an item-by-item basis.

b) **Method of Valuation:**

i) Cost of raw materials and components has been determined by using FIFO method and comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventories to their present location and condition.

ii) Cost of finished goods and work-in-progress includes direct labour and an appropriate share of fixed and variable production overheads and excise duty as applicable. Fixed production overheads are allocated on the basis of normal capacity of production facilities. Cost is determined on moving weighted average basis.

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

2.12 Taxes

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity, respectively.

Current tax:

Current tax expenses are accounted in the same period to which the revenue and expenses relate. Provision for current income tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the applicable tax rates and the prevailing tax laws. The Group's management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

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:

Deferred income tax is recognised using the balance sheet approach. Deferred tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred tax arises from the initial recognition of goodwill, an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

2.13 i) Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group collects Goods and Service Tax on behalf of government, and therefore, these are not consideration to which the Group is entitled, hence, these are excluded from revenue. The Group has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

a) Revenue from sale of goods

Revenue from sale of goods is recognised at the point in time when significant risk and rewards of ownership of the goods is transferred to the customer, generally ex-factory. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of goods, the Group considers the effects of variable consideration, the existence of significant financing components, non-cash consideration, and consideration payable to the customer (if any)."

b) Revenue from sale of services

Revenue from sale of services is recognised over a period of time because the customer simultaneously receives and consumes the benefits provided by the Group and accounted revenue as and when services are rendered on cost plus basis where cost is determined on principles mutually agreed with customers.

c) Consideration of significant financing component in a contract

The Group receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

d) Trade Receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within one year and therefore are all classified as current. Where the settlement is due after one year, they are classified as non-current. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

e) Contract Assets

A contract asset is the entity's right to consideration in exchange for goods or services that the entity has transferred to the customer. A contract asset becomes a receivable when the entity's right to consideration is unconditional, which is the case when only the passage of time is required before payment of the consideration is due.

The impairment of contract assets is measured, presented and disclosed on the same basis as trade receivables.

f) Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

g) Impairment

An impairment is recognised to the extent that the carrying amount of receivable or asset relating to contracts with customers (a) the remaining amount of consideration that the Group expects to receive in exchange for the goods or services to which such asset relates; less (b) the costs that relate directly to providing those goods or services and that have not been recognised as expenses.

ii) Other Income

a) Export incentives

Revenue from export benefits arising from duty drawback scheme, merchandise export incentive scheme are recognised on export of goods in accordance with their respective underlying scheme at fair value of consideration received or receivable.

b) Interest Income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

2.14 Employee benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non monetary benefits that are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are recognised in respect of employee service upto the end of the reporting period and are measured at the amount expected to be paid when the liabilities are settled. the liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

a) Compensated Absences

"Liability in respect of compensated absences becoming due or expected to be availed within one year from the balance sheet date is recognised on the basis of undiscounted value of estimated amount required to be paid or estimated value of benefit expected to be availed by the employees. Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to the statement of profit and loss in the year in which such gains or losses are determined."

(iii) Post-employment obligations

a) Gratuity

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognised in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is determined by actuarial valuation as on the balance sheet date, using the projected unit credit method. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

(i) The date of the plan amendment or curtailment, and

(ii) The date that the Group recognises related restructuring costs. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. "

The Group recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

(i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and nonroutine settlements; and

(ii) Net interest expense or income

b) Provident fund

The Group makes contributions to statutory provident fund in accordance with the Employees Provident Fund and Miscellaneous Provisions Act, 1952, which is a defined contribution plan. The Group's contributions paid/payable under the scheme is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

c) Employee State Insurance

The Group makes prescribed monthly contributions towards Employees' State Insurance Scheme.

d) Superannuation Scheme

The Group contributes towards a fund established to provide superannuation benefit to certain employees in terms of Group Superannuation Policy entered into by such fund with the Life Insurance Corporation of India.

e) Pension Scheme

The Group makes contributions to the Pension Scheme fund in respect of certain employees of the Company.

2.15 Leases- Group as a lessee

Leases are accounted for using the principles of recognition, measurement, presentation and disclosures as set out in Ind AS 116 Leases. On inception of a contract, the Group assesses whether it contains a lease. A contract contains a lease when it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The right to use the asset and the obligation under the lease to make payments are recognised in the Group's financial statements as a right-of-use asset and a lease liability. Lease contracts may contain both lease and non-lease components. The Group allocates payments in the contract to the lease and non-lease components based on their relative stand-alone prices and applies the lease accounting model only to lease components.

The right-of-use asset recognised at lease commencement includes the amount of lease liabilities on initial measurement, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated to a residual value over the rights-of-use assets' estimated useful life or the lease term, whichever is lower. Right-of-use assets are also adjusted for any re-measurement of lease liabilities and are subject to impairment testing. Residual value is reassessed at each reporting date. The lease liability is initially measured at the present value of the lease payments to be made over the lease term. The lease payments include fixed payments (including 'in-substance fixed' payments) and variable lease payments that depend on an index or a rate, less any lease incentives receivable. 'In-substance fixed' payments are payments that may, in form, contain variability but that, in substance, are unavoidable. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease term includes periods subject to extension options which the Group is reasonably certain to exercise and excludes the effect of early termination options where the Group is not reasonably certain that it will exercise the option. Minimum lease payments include the cost of a purchase option if the Group is reasonably certain it will purchase the underlying asset after the lease term.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest on lease liability and reduced for lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification e.g. a change in the lease term, a change in the 'in-substance fixed' lease payments or as a result of a rent review or change in the relevant index or rate. Variable lease payments that do not depend on an index or a rate are recognised as an expense in the period over which the event or condition that triggers the payment occurs. In respect of variable leases which guarantee a minimum amount of rent over the lease term, the guaranteed amount is considered to be an 'in-substance fixed' lease payment and included in the initial calculation of the lease liability. Payments which are 'in-substance fixed' are charged against the lease liability.

The Group has opted not to apply the lease accounting model to intangible assets, leases of low-value assets or leases which have a term of less than 12 months. Costs associated with these leases are recognised as an expense on a straight-line basis over the lease term. Lease payments are presented as follows in the Group's statement of cash flows:

(i) short-term lease payments, payments for leases of low-value assets and variable lease payments that are not included in the measurement of the lease liabilities are presented within cash flows from operating activities;

(ii) payments for the interest element of recognised lease liabilities are presented within cash flows from financing activities; and

(iii) payments for the principal element of recognised lease liabilities are presented within cash flows from financing activities.

2.16 Government Grants

Government Grants are recognised at their fair value when there is reasonable assurance that the grant will be received and all the attached conditions will be complied with.

When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Group receives grants of non-monetary assets, the asset and grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset.

2.17 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 number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

2.18 Borrowing Costs

Borrowing cost includes interest and other costs incurred in connection with the borrowing of funds and charged to Statement of Profit & Loss on the basis of effective interest rate (EIR) method. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All other borrowing costs are recognised as expense in the period in which they occur.

2.19 Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposit held at call with financial institutions, other short - term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

2.20 Foreign currencies

(i) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Group's financial statements are presented in Indian rupee (INR) which is also the Group's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rate prevailing at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transaction and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rate are generally recognised in the statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences

Exchange differences arising on settlement or translation of monetary items are recognised as income or expense in the period in which they arise with the exception of exchange differences on gain or loss arising on translation of non-monetary items measured at fair value which is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

2.21 Provisions and Contingent Liabilities

Provisions

A provision is recognised when the Group has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognised because it cannot be measured reliably. the Group does not recognise a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

Contingent assets

Contingent assets are not recognised in the financial statements. Contingent assets are disclosed in the financial statements to the extent it is probable that economic benefits will flow to the Group from such assets.

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

2.22 Fair value measurement

The Group measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(i) In the principal market for asset or liability, or

(ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non- financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

the Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

Level 2 Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.23 Exceptional items

Items which are material by virtue of their size and nature are disclosed separately as exceptional items to ensure that financial statements allows an understanding of the underlying performance of the business in the year and to facilitate comparison with prior year.

2.24 Employees Stock option plan

Some employees (including senior executives) of the Company receive remuneration in the form of share based payment, whereby employees render services as consideration for equity instruments (equity-settled transactions).

Equity-settled transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model. That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/ or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

2.25 Consolidated statement of cash flows

Consolidated statements of cash flows is made using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature, any deferral accruals of past or future cash receipts or payments and item of income or expense associated with investing or financing of cash flows. The cash flows from operating, financing and investing activities of the Company are segregated.

2.26 Significant accounting judgements, estimates and assumptions

The preparation of the Group's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Judgements

In the process of applying the Group's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognised in the Consolidated Financial Statements.

a) Recognition of deferred taxes

The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilised.

b) Impairment of Financial assets

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

c) Recognition of revenue

The price charged from the customer is treated as stand alone selling price of the goods transferred to the customer. At each balance sheet date, basis the past trends and management judgment, the Group assesses the requirement of recognising provision against the sales returns for its products and in case, such provision is considered necessary, the management make adjustment in the revenue. However, the actual future outcome may be different from this judgement.

d) Impairment of non-Financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An assets recoverable amount is the higher of an asset's CGU'S fair value less cost of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Group's of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, or other fair value indicators.

e) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Group makes an assessment on the expected lease term on a lease-by-lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Group considers factors such as significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease etc. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

f) Government grants

The Group assesses whether the government grant received is for purchase of capital assets or for meeting expenses as per the conditions attached to the grant and recognises the same as either deduction from cost of assets or income in statement of profit and loss.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

a) Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority

b) Gratuity benefit

The cost of defined benefit plans (i.e. Gratuity benefit) is determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. In determining the appropriate discount rate, management considers the interest rates of long term government bonds with extrapolated maturity corresponding to the expected duration of the defined benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Future salary increases and pension increases are based on expected future inflation rates for the respective countries. Further details about the assumptions used, including a sensitivity analysis, are given in Note 41.

c) Fair value measurement of financial instrument

When the fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

d) Property, plant and equipment and intangible assets

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of the Group's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. For managements estimates on useful life of assets refer note 2.06 and 2.07.

2.27 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1, 2022, as below:

Ind AS 103 – Reference to Conceptual Framework

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements

Ind AS 16 – Proceeds before intended use

The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the Company is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements

Ind AS 37 – Onerous Contracts - Costs of Fulfilling a Contract

The amendments specify that that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

Ind AS 109 – Annual Improvements to Ind AS

The amendment clarifies which fees an entity includes when it applies the '10 %' test of Ind AS 109 in assessing whether to derecognise a financial liability. The Company does not expect the amendment to have any significant impact in its financial statements

Ind AS 116 -Annual Improvements to Ind AS

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Company does not expect the amendment to have any significant impact in its financial statements.

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

3 PROPERTY, PLANT AND EQUIPMENT

	Freehold Land	Buildings	Plant & Machinery	Furniture & Fixtures	Office Equipments	Computers	Electrical Installation	Motor Vehicles	Total
Deemed Cost									
As at April 01, 2020	**77.98**	**301.85**	**308.76**	**9.85**	**0.80**	**5.40**	**31.14**	**6.81**	**742.59**
On acquisition of subsidiary	137.73	145.15	386.24	13.78	6.19	-	-	-	689.09
Additions	-	4.74	45.95	2.48	0.19	2.02	3.66	3.53	62.57
Disposals	-	-	-	-	-	-	-	1.32	1.32
As at March 31, 2021	**215.71**	**451.74**	**740.95**	**26.11**	**7.18**	**7.42**	**34.80**	**9.02**	**1,492.93**
Additions	-	1.86	55.00	2.87	0.34	2.20	3.02	7.73	73.02
Disposals	-	-	-	-	-	-	1.41	4.77	6.18
As at March 31, 2022	**215.71**	**453.60**	**795.95**	**28.98**	**7.52**	**9.62**	**36.41**	**11.98**	**1,559.77**
Depreciation									
As at April 01, 2020	**-**	**26.51**	**42.79**	**1.59**	**0.40**	**1.92**	**6.52**	**1.83**	**81.56**
On acquisition of subsidiary	-	86.09	267.70	10.00	5.46	-	-	-	369.25
Charge for the year	-	31.99	72.38	3.27	0.51	1.79	6.80	1.73	118.47
Adjustment	-	(0.35)	-	-	-	-	-	-	(0.35)
Disposals	-	-	-	-	-	-	-	1.05	1.05
As at March 31, 2021	**-**	**144.24**	**382.87**	**14.86**	**6.37**	**3.71**	**13.32**	**2.51**	**567.88**
Charge for the year	-	29.35	68.35	3.08	0.39	2.67	5.75	3.13	112.72
Disposals	-	-	-	-	-	-	0.77	4.41	5.18
As at March 31, 2022	**-**	**173.59**	**451.22**	**17.94**	**6.76**	**6.38**	**18.30**	**1.23**	**675.42**
Net Carrying Value									
As at March 31, 2021	**215.71**	**307.50**	**358.08**	**11.25**	**0.81**	**3.71**	**21.48**	**6.51**	**925.05**
As at March 31, 2022	**215.71**	**280.01**	**344.73**	**11.04**	**0.76**	**3.24**	**18.11**	**10.75**	**884.35**

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

4 CAPITAL WORK-IN-PROGRESS

	Amount
As at April 01, 2020	**-**
Additions	5.46
Other direct expense	-
Capitalised during the year	5.09
As at March 31, 2021	**0.37**
Additions	75.81
Expense off during the year	0.37
As at March 31, 2022	**75.81**

4 (i)

Capital Work-in-progress as at March 31, 2022	Amount of CWIP for a period of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress	75.81	-	-	-
Projects temporarily suspended	-	-	-	-

4 (ii)

Capital Work-in-progress as at March 31, 2021	Amount of CWIP for a period of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress	0.37	-	-	-
Projects temporarily suspended	-	-	-	-

5 RIGHT OF USE

	Leasehold land	Leasehold Buildings	Total
Deemed Cost			
As at April 1, 2020	**15.02**	**27.60**	**42.62**
Additions	-	-	-
Deductions	-	-	-
As at March 31, 2021	**15.02**	**27.60**	**42.62**
Additions	-	-	-
Deductions	-	-	-
As at March 31, 2022	**15.02**	**27.60**	**42.62**
Depreciation / Amortization			
As at April 1, 2020	**0.17**	**6.38**	**6.55**
Charge for the period	0.17	6.37	6.54
Deductions	-	-	-
As at March 31, 2021	**0.34**	**12.75**	**13.09**
Charge for the year	0.17	6.37	6.54
Deductions		-	-
As at March 31, 2022	**0.51**	**19.12**	**19.63**
Net Carrying Value			
As at March 31, 2021	**14.68**	**14.85**	**29.53**
As at March 31, 2022	**14.51**	**8.48**	**22.99**

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

6 (A) GOODWILL

	Amount	Total
Deemed Cost		
As at April 01, 2020	**-**	**-**
On acquisition of subsidiary	272.64	272.64
Additions	-	-
Disposals	-	-
As at March 31, 2021	**272.64**	**272.64**
Additions	-	-
Disposals	-	-
As at March 31, 2022	**272.64**	**272.64**
Amortization / Impairment		
As at April 01, 2020	**-**	**-**
On acquisition of subsidiary	-	-
Charge for the period	-	-
Impairment of Goodwill (Refer Note 34)	272.64	272.64
Disposals	-	-
As at March 31, 2021	**272.64**	**272.64**
Charge for the year	-	-
Disposals	-	-
As at March 31, 2022	**272.64**	**272.64**
Net Carrying Value		
As at March 31, 2021	**-**	**-**
As at March 31, 2022	**-**	**-**

6 (B) OTHER INTANGIBLE ASSET

	Product development	Software	Total
Deemed Cost			
As at April 01, 2020	**-**	**8.33**	**8.33**
On acquisition of subsidiary	22.41	17.00	39.41
Additions	-	0.69	0.69
Disposals	-	-	-
Impairment of asset	(14.00)	-	(14.00)
As at March 31, 2021	**8.41**	**26.02**	**34.43**
Additions	-	1.89	1.89
Disposals	-	-	-
Impairment of asset	-	-	-
As at March 31, 2022	**8.41**	**27.91**	**36.32**
Amortization			
As at April 01, 2020	**-**	**2.81**	**2.81**
On acquisition of subsidiary	6.82	14.99	21.81
Charge for the period	1.59	3.40	4.99
Impairment loss	-	-	-
Disposals	-	-	-
As at March 31, 2021	**8.41**	**21.20**	**29.61**
Charge for the year		2.21	2.21
Others			-
Disposals		-	-
As at March 31, 2022	**8.41**	**23.41**	**31.82**
Net Carrying Value			
As at March 31, 2021	**(0.00)**	**4.82**	**4.82**
As at March 31, 2022	**(0.00)**	**4.50**	**4.50**

(All amounts in Indian Rupees in millions, unless otherwise stated)

6 (C) INTANGIBLE ASSETS UNDER DEVELOPMENT

	Amount
As at April 1, 2020	**-**
Additions	-
Other direct expense	-
Capitalised during the year	-
Write off	-
As at March 31, 2021	**-**
Less : On disposal of subsidiary company	-
Additions	4.32
Other direct expense	-
Capitalised during the year	-
Write off	-
As at March 31, 2022	**4.32**

Intangible Assets Under Development as at March 31, 2022	Amount of Intangible Assets Under Development for a period of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress	4.32	-	-	-
Projects temporarily suspended	-	-	-	-

Intangible Assets Under Development as at March 31, 2021	Amount of Intangible Assets Under Development for a period of			
	< 1 year	1-2 years	2-3 years	> 3 years
Projects in progress	-	-	-	-
Projects temporarily suspended	-	-	-	-

7 DEFERRED TAX CREATED ON:

	Balance sheet	
	For the year ended March 31, 2022	For the year ended March 31, 2021
Accelerated depreciation as per Income tax Act, 1961	16.28	(13.71)
Employee benefits	11.23	10.37
Financial instruments measured at amortised cost	0.38	0.92
Financial instruments measured at fair value through P&L	(5.86)	(1.52)
Right of use, net of lease liability	(4.49)	(4.83)
Others	2.81	1.94
	20.35	**(6.83)**
Deferred tax comprise of:		
Deferred tax asset	32.00	15.90
Deferred tax liability	(11.65)	(22.73)
Net deferred tax asset/ (liability)	**20.35**	**(6.83)**

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

	Statement of Profit & Loss	
	For the year ended March 31, 2022	For the year ended March 31, 2021
Movement of deferred tax		
Accelerated depreciation as per Income tax Act, 1961	(29.99)	27.30
Employee benefits	(0.86)	0.15
Financial instruments measured at amortised cost	0.54	0.41
Financial instruments measured at fair value through P&L	4.34	(13.56)
Right of use, net of lease liability	(0.34)	(0.46)
Others	(0.87)	(0.38)
	(27.18)	13.46
Tax impact of other comprehensive income	0.61	(0.18)
Deferred tax expense/ (credit) charged in profit and loss	**(26.57)**	**13.28**

	For the year ended March 31, 2022	For the year ended March 31, 2021
Income Tax		
The major components of income tax expense are:		
Profit and loss -		
Current income tax:		
Current income tax charge	101.33	48.42
Deferred tax:		
Related to origination and reversal of temporary differences	(26.57)	13.28
Income tax expense reported in the statement of profit and loss	**74.76**	**61.70**
Reconciliation of tax expense and accounting profit		
Accounting profit / (loss) before tax from continuing operations	455.65	217.40
Statutory income tax rate applicable	25.17%	25.17%
Tax at India's statutory income tax rate	114.68	54.72
Adjustment for less depreciation under income tax	7.67	3.36
Adjustment for gratuity, leave encashment and bonus allowed on actual paid basis	(0.20)	0.13
Income not taxable	(21.59)	52.96
Other expenses disallowed	13.01	13.98
Unabsorbed Deprecition of WHPL brought forwarded & utilised	-	(83.50)
Income chargeable at different tax rate	1.33	6.77
Others	(13.56)	-
Deferred tax asset expense/ (credit) during the year	-	13.28
Deferred tax expense/(credit) on items of OCI	(26.57)	-
Income tax expense reported in the statement of profit and loss	**74.76**	**61.70**

8 CURRENT TAX ASSETS (NET)

	For the year ended March 31, 2022	For the year ended March 31, 2021
Advance tax (net of provision for taxation)	40.96	39.67
Total	**40.96**	**39.67**

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

9 INVESTMENTS

	Current	
	As at March 31, 2022	As at March 31, 2021
Investment in Mutual Funds measured at fair value through P&L		
HDFC Growth Fund - Regular Plan - NIL (March 31, 2021 : 8520.46 units)	-	2.01
HDFC Low Duration Fund - Direct Plan Growth Option - 12,74,812.278 units (March 31, 2021 : 12,74,812.278 units)	63.47	60.65
ICICI Prudential Savings Fund - Direct Plan - Growth - 4,02,128.239 units (March 31, 2020 : 4,02,128,239 units)	175.99	168.77
L&T Arbitrage opportunities fund direct growth- 6,284,250.896 units (March 31, 2021 : NIL)	102.11	-
HDFC Liquid DP Growth option- 24,424.028 units (March 31, 2021 : NIL)	102.20	-
Nippon India Arbitrage Fund- 4,488,428.265 units (March 31, 2021 : NIL)	102.46	-
Tata Arbitrage Fund-Direct Plan Growth- 8,510,864.683 units (March 31, 2021 : NIL)	102.01	-
Total	**648.24**	**231.43**
Aggregate amount of quoted investments	648.24	231.43
Aggregate Market value of quoted investments	648.24	231.43
Aggregate amount of impairment in value of investments	-	-

10 OTHER FINANCIAL ASSETS

	Non Current	
	As at March 31, 2022	As at March 31, 2021
Advance to Employees	0.05	0.10
Security Deposits	26.11	29.75
Non current bank balance	25.61	-
Total	**51.78**	**29.85**

Other financial assets	Current	
	As at March 31, 2022	As at March 31, 2021
Advance to Employees	0.17	0.34
Interest accrued on fixed deposits	16.39	1.31
Security Deposits	24.20	-
Earnest money deposit	0.80	2.86
Total	**41.55**	**4.51**

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

11 OTHER ASSETS

	Non Current	
	As at March 31, 2022	As at March 31, 2021
Advances to suppliers/ vendors		
Capital Advances	1.53	1.73
Other assets		
Balances with government authorities (refer note 48)	26.24	26.77
Prepaid expenses	1.73	-
Total	**29.50**	**28.50**

Other assets	Current	
	As at March 31, 2022	As at March 31, 2021
Advances to suppliers/ vendors		
Advances to Suppliers	26.19	15.39
Other Advances (refer note 41)	3.41	0.80
Other assets		
Balances with government authorities (refer note 48)	207.83	107.62
Prepaid expenses	9.54	11.09
Share Issue Expenses (to the extent not written off)***	-	12.74
Other receivables	5.74	-
Total	**252.71**	**147.64**

***The Company has so far incurred share issue expenses of ₹ 149.26 million as at March 31, 2022 (₹ 12.74 million as at March 31, 2021) in connection with public offer of equity shares. These expenses have been adjusted against security premium.

12 INVENTORIES

	As at March 31, 2022	As at March 31, 2021
[The Inventory is valued at lower of cost and net realisable value]		
Raw Materials & Packing Materials	349.12	249.75
Consumables	40.73	15.04
Work-in-progress	66.35	85.45
Finished Goods (including goods in transit of ₹ 26.59 Mn as at March 31, 2022 and Nil as at March 31, 2021)	130.89	64.37
Total	**587.10**	**414.61**

13 TRADE RECEIVABLES

	As at March 31, 2022	As at March 31, 2021
Trade Receivables considered good – Unsecured	1,107.72	794.13
Trade Receivables which have significant increase in Credit Risk	-	-
Trade Receivables - credit impaired	11.17	7.70
	1,118.89	**801.83**
Less: Allowance for expected credit loss	(11.17)	(7.70)
Total	**1,107.72**	**794.13**

The carrying value of the trade receivables may be affected by the changes in the credit risk as explained in note 45.

Generally, the average credit period is based on specific arrangement with the other party. Interest is charged as per the agreed terms post expiry of the credit period.

(All amounts in Indian Rupees in millions, unless otherwise stated)

The following table summarises the change in impairment allowance measured using the life time expected credit loss model:

Particulars	As at March 31, 2022	As at March 31, 2021
At the beginning of the year	7.70	6.20
Provision made during the year	3.47	1.50
Utilised /reversed during the year	-	-
At the end of the year	**11.17**	**7.70**

Contract Balances

(A) - Trade receivables, contract assets and contract liabilities

Particulars	As at March 31, 2022	As at March 31, 2021
Trade receivables {Refer note (a) below}	1,107.72	794.13
Contract liabilities {Refer note (b) below}		
Advance from customers	7.30	14.84

Note (a)- Account receivables represent the amount for which performance obligation has been fulfilled and revenue recognised but the money is receivable from customer.

Note (b) - Advance from customers represents the obligation of the Company to transfer goods or services to the customers for which the consideration has already been received from the customers. Advance from customers are recognised as revenue when the Company performs under the contract with the customer.

(B) - Unsatisfied performance obligation

Total value of performance obligation of the Company remaining unsatisfied at the end of year/period with timelines within which it is expected to recognise revenue :

Particulars	As at March 31, 2022	As at March 31, 2021
Within one year	7.30	14.84
More than one year	-	-

(C) - During the year, revenue recognised from amounts included in contract liabilities at the beginning of the year is	14.84	7.06

Classification and aging of Trade Receivables As at March 31, 2022

13 (i)	Particulars	Outstanding for following periods from due date of payment						
		Not due	< 6 Months	6 months - 1 year	1-2 Years	2-3 Years	> 3 Years	Total
	(i) undisputed trade Receivables - considered good	599.80	495.95	11.97	-	-	-	1,107.72
	(ii) undisputed trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
	(iii) undisputed trade Receivables - credit impaired	-	-	11.17	-	-	-	11.17
	(iv) disputed trade Receivables - considered good	-	-	-	-	-	-	-
	"(v) disputed trade Receivables - which have significant increase in credit risk"	-	-	-	-	-	-	-
	(vi) disputed trade Receivables - credit impaired	-	-	-	-	-	-	-
	Total	**599.80**	**495.95**	**23.14**	**-**	**-**	**-**	**1,118.89**
	Less: Allowance for expected credit loss							(11.17)
	Total Receivables							**1,107.72**

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

Classification and aging of Trade Receivables As at March 31, 2021

13 (ii)	Particulars	Outstanding for following periods from due date of payment						
		Not due	< 6 Months	6 months - 1 year	1-2 Years	2-3 Years	> 3 Years	Total
	(i) undisputed trade Receivables – considered good	353.82	435.87	4.45	-	-	-	794.13
	(ii) undisputed trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
	(iii) undisputed trade Receivables – credit impaired	-	-	3.25	4.45	-	-	7.70
	(iv) disputed trade Receivables – considered good	-	-	-	-	-	-	-
	(v) disputed trade Receivables – which have significant increase in credit risk"	-	-	-	-	-	-	-
	(vi) disputed trade Receivables – credit impaired	-	-	-	-	-	-	-
	Total	353.82	435.87	7.69	4.45	-	-	801.83
	Less: Allowance for expected credit loss							(7.70)
	Total Receivables							794.13

14 CASH AND CASH EQUIVALENTS

	As at March 31, 2022	As at March 31, 2021
Balances with banks- in current accounts	3.72	38.76
Fixed deposits- original maturity less than 3 months	1.82	118.11
Cash in Hand	0.16	2.43
Total	**5.70**	**159.30**

15 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

	As at March 31, 2022	As at March 31, 2021
Receivable from IPO Public - Escrow Account	26.21	-
Fixed Deposit- Original maturity more than 3 months but upto 1 year	1,106.32	151.82
Total	**1,132.53**	**151.82**

16 EQUITY SHARE CAPITAL

	As at March 31, 2022	As at March 31, 2021
(a) Authorised Share capital		
Equity Shares		
Equity Shares of ₹5 each: 108,000,000 (Equity Shares of ₹ 10 each March 31, 2021: 54,000,000)	540.00	540.00
Instruments entirely equity in nature		
Preference Shares		
0.001% Non- Cumulative Compulsory Convertible Preference Shares of ₹100 each : 300,000 (March 31, 2021: 300,000)	30.00	30.00
Optionally Convertible Preference Shares of ₹10 each : 20,500,000(March 31, 2020 : 20,500,000)	205.00	205.00
Total authorised share capital	775.00	775.00

(All amounts in Indian Rupees in millions, unless otherwise stated)

(b) Issued, Subscribed & Fully Paid up Shares		
Equity Shares of ₹5 each: 21,794,375 (March 31, 2021: 6,411,063 Equity Shares of ₹10 each)	108.97	64.11
Total issued, subscribed and fully paid up share capital	108.97	64.11

- The Company has only one class of issued shares referred to as equity shares having a par value of Re. 5 each. The holder of equity shares are entitled to one vote per share.
- In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholder

(c) Reconciliation of shares outstanding at the beginning and at the end of the reporting year

Particulars	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Amount	No. of shares	Amount
Equity shares				
Balance at the beginning of the year	64,11,063	64.11	64,11,063	64.11
Split of shares	64,11,063	-	-	-
Issue of Bonus shares	53,85,293	26.93	-	-
Fresh issue of Equity shares	35,86,956	17.93	-	-
Balance at the end of the reporting year	**2,17,94,375**	**108.97**	**64,11,063**	**64.11**

(d) The Board of Directors at its meeting held on May 12, 2022, has proposed final dividend of ₹ 3.50 Per share subject to approval in annual general meeting

(e) Details of shareholders holding more than 5% shares in the Company

Name of shareholders	As at March 31, 2022		As at March 31, 2021	
	No. of shares	Amount	No. of shares	Amount
Equity shares of ₹ 5 each fully paid-up (March 31, 2021 - Equity shares of ₹ 10 each full paid-up)				
Sh. Ashok Kumar Windlass	44,00,000	20.19%	45,00,471	70.20%
Ms. Vimla Windlass	2,84,000	1.30%	5,00,000	7.80%
Tano India Private Equity Fund II	-	0.00%	14,10,587	22.00%
Akw Wbl Family Private Trust	83,81,340	38.46%		
Icici Prudential Pharma Healthcare And Diaganostics (P.H.D) Fund	11,21,827	5.15%	-	0.00%
Total	**1,41,87,167**	**65.10%**	**64,11,058**	**100.00%**

* Impact of split of shares has not taken

(f) Details of promoters shareholding

Name of shareholders	As at March 31, 2022		As at March 31, 2021		% changes during the FY 2021-22	
	No. of shares	% of holding	No. of shares	% of holding		
Equity shares of ₹ 5 each fully paid-up (March 31, 2021 - Equity shares of ₹ 10 each full paid-up)						
Mr. Ashok Kumar Windlass	44,00,000	20.19%	45,00,471	70.20%	(1,00,471)	-50.01%
Ms. Vimla Windlass	2,84,000	1.30%	5,00,000	7.80%	(2,16,000)	-6.50%
Mr. Hitesh Windlass	3	0.00%	1	0.00%	2	0.00%
Mr. Manoj Kumar Windlass	3	0.00%	1	0.00%	2	0.00%
Ms. Payal Windlass	3	0.00%	1	0.00%	2	0.00%
Ms. Prachi Jain Windlass	3	0.00%	1	0.00%	2	0.00%
	46,84,012	**21.49%**	**50,00,475**	**78.00%**	**(3,16,463)**	**-56.51%**

* Changes in shareholding during the year also represents impact of split of shares from ₹ 10 to ₹ 5

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

Name of shareholders	As at March 31, 2021		As at March 31, 2020		% changes during the FY 2021-22	
	No. of shares	% of holding	No. of shares	% of holding		
Equity shares of ₹ 10 each fully paid-up						
Mr. Ashok Kumar Windlass	45,00,471	70.20%	45,00,471	70.20%	-	-
Ms. Vimla Windlass	5,00,000	7.80%	5,00,000	7.80%	-	-
Mr. Hitesh Windlass	1	0.00%	1	0.00%	-	-
Mr. Manoj Kumar Windlass	1	0.00%	1	0.00%	-	-
Ms. Payal Windlass	1	0.00%	1	0.00%	-	-
Ms. Prachi Jain Windlass	1	0.00%	1	0.00%	-	-
	50,00,475	**78.00%**	**50,00,475**	**78.00%**	**-**	**-**

(g) ESOP: Shares reserved for issue under options

During the year ended March 31, 2022, the Company has instituted "Windlas Biotech Limited - Employee Stock Option Plan 2021" ('ESOP Scheme 2021') pursuant to the approval of Board of Directors of the company as on April 16, 2021 and the Shareholders of the Company as on April 17, 2021.The maximum number of shares that may be issued pursuant to the scheme shall not exceed 546,222 shares. Out of 546,222 shares, 4,19,439 shares were granted on June 03, 2021 (grant date) to the eligible employees.

h) Sub-Division: Subdivision of equity shares

During the year ended March 31, 2022, the equity shares of the Company having the face value of INR 10 (Rupees ten only) each were subdivided into 2 (two) equity shares having a face value of INR 5 (Rupees Five only) each. Accordingly 64,11,063 equity shares of face value of INR 10 each were sub divided into 1,28,22,126 equity shares of face value of INR 5 each.

(i) Bonus: Issue of Bonus Shares

During the year ended March 31, 2022, pursuant to Section 63 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, proposed that a sum of ₹ 26.93 millions be capitalised as Bonus Equity shares out of free reserves and surplus, and distributed amongst the Equity Shareholders by issue of 53,85,293 Equity shares of ₹ 5/- each credited as fully paid to the Equity Shareholders in the proportion of 4.2 (Four point two) Equity share for every 10 (Ten) Equity shares. In the preceding 5 years, there was no other Bonus issue and/or issue of shares other than for cash considerations.

17 OTHER EQUITY

	As at March 31, 2022	As at March 31, 2021
Security Premium		
Balance as per last Balance Sheet	754.91	754.91
Less Utilised for issue of Bonus shares	(26.93)	-
Add: Created from fresh issue of Equity shares	1,632.08	-
Less: Utilised for share issue expenses	(90.59)	-
Balance as at the year end	**2,269.47**	**754.91**
General reserve		
Balance as per last Balance Sheet	136.25	136.25
Add: Additions during the year	-	-
Less: Utilised during the year	-	-
Balance as at the year end	**136.25**	**136.25**
ESOP reserve		
Balance as per last Balance Sheet	-	-

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

	As at March 31, 2022	As at March 31, 2021
Add: Additions during the year	18.13	-
Less: Utilised during the year	-	-
Less: Deduction during the year	-	-
Balance as at the year end	**18.13**	**-**
Foreign Currency Translation Reserve		-
Balance as per last Balance Sheet	-	-
Add: Additions during the year	(0.06)	(0.03)
Less: Deduction during the year	-	-
Balance as at the year end	**(0.06)**	**(0.03)**
Retained Earnings		
Balance as per last Balance Sheet	1,035.92	1,141.32
Add: Profit for the year	380.89	158.32
Add: Other comprehensive income (Net of tax)	(1.80)	0.55
Add: On Acquistion of non controlling interest of subsidiary company	-	(264.24)
Balance as at the end of the year	**1,415.01**	**1,035.95**
Total	**3,838.81**	**1,927.08**

Nature and Purpose of Reserves

Security Premium

Securities Premium is credited when shares are issued at premium. It is utilised in accordance with the provisions of Act, to issue bonus shares, to provide for premium on redemption of shares, write-off equity related expenses like underwriting cost etc.

General reserve

General Reserve is created out of the profits earned by the group by way of transfer from surplus in the statement of profit and loss. The group can use this reserve for payment of dividend, issue of bonus shares and fully / partly paid-up equity shares

ESOP reserve

Share based payment reserve is used to recognise the value of equity settled share based payments provided to employees as a part of their remuneration.

Foreign Currency Translation Reserve

Foreign currency translation reserve - Exchange differences relating to the translation of the results and net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. Rupees) are recognised directly in the other comprehensive income and accumulated in foreign currency translation reserve. Exchange difference previously accumulated in the foreign currency translation reserve are reclassified to profit or loss on the disposal of the foreign operation

Retained Earnings

Retained Earnings represents undistributed profit of the group which can be distributed to its Equity Share holders in accordance with requirements of Companies Act, 2013.

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

18 BORROWINGS (NON CURRENT)

	As at March 31, 2022	As at March 31, 2021
Term loans- Secured		
Loan from banks	4.44	8.32
Total	**4.44**	**8.32**

A. Terms of Loans taken

(i) Loan from IndusInd Bank amounting to NIL (March 31, 2021: ₹ 6.98 millions) carrying interest rate of 1% above Bank Base rate, (Current IBL Base rate is 11.00%) minimum current applicable rate is 12.00% is outstanding as on March 31, 2022 and is repayable in equal monthly instalments. The loan is secured by (A) First pari passu charge on all Fixed assets of the Company (both present and future) except the assets acquired out of finance from other financers. (B) Exclusive charge on P&M, Equipment's, building procured from term loan availed from IBL. (C) Second part pari passu charge on the entire current assets (both present and future) of the company. (D) pari passu charge by way of EQM on the Company's factory land and building at KH. No. 166Ga, 168kha, 40/1,142-kha and 143- Ka,167-Gha,168 Gha, 172 Da, Mouza Chanderbani Khalsa, Mohabewala Industrial Area, Dehradun. (E) pari passu charge by way of EQM on the company's land at khasra No. 145 Ka and Khasra No. 143 Kha situated at Village - Mohabewala, Paragana - central Doon, Distt- Dehradun (F) Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

(ii) Loan from SIDBI Bank amounting to ₹ 4.75 millions (March 31, 2021: ₹ 7.27 millions) carrying interest rate of 8.09% is outstanding as on March 31, 2022 and is repayable in equal monthly instalments. The loan is secured by (A) First charge by the way of hypothecation on the MFAs of the Company situated at Plot No. 40/1, Mohabewala Industrial Area, Dehradun, Uttarakhand 248110 & khasra no. 141KHA, khasra no. 142KHA, 143KA, 145KHA, 145GA at Mohabewala industrial area, Dehradun, Uttarakhand. (B) Extension of first charge by the way of Hypothecation of all movable assets including the movables, plant & machinery, spares, tools & accessories, office equipment, computers, furniture, already acquired out of earlier Term Loan assistances located at Kh no. 141KHA, 142 KHA, 143KHA, 145KHA, 145GA Mohabewala Industrial Area, District & Taluka: Dehradun Uttarakhand. (C) Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

(iii) Loan from SIDBI Bank amounting to ₹ 3.33 millions (March 31, 2021: ₹ 4.44 millions) carrying interest rate of 5% (fixed) per annum,with monthly rest,on the principal amount of the loan outstanding as on March 31, 2022 and is repayable in equal monthly instalments. The loan is secured by (A) Extension of first charge by the way of Hypothecation on Plant & Machinery / Misc. Fixed Assets, acquired from earlier SIDBI Term Loan installed at Plot No. 40/1, Mohabewala Industrial Area, Dehradun-248110. (B) Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

B. As on the reporting date there is no default in repayment of loans and interest.

19 LEASE LIABILITY (NON CURRENT)

	As at March 31, 2022	As at March 31, 2021
Lease liability	-	5.17
Total	**-**	**5.17**

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

20 LEASE LIABILITY (CURRENT)

	As at March 31, 2022	As at March 31, 2021
Lease liability	5.16	5.16
Total	**5.16**	**5.16**

(i) The carrying amounts of lease liabilities and the movements during the period/ year:

Particulars	As at March 31, 2022	As at March 31, 2021
At the beginning of the year	10.33	15.03
Accretion of interest	0.70	1.16
Payments	(5.87)	(5.86)
At the end of the year	**5.16**	**10.33**

(ii) The following are the amounts recognised in profit or loss:

Particulars	As at March 31, 2022	As at March 31, 2021
Depreciation expense of right-of-use assets	6.54	6.54
Interest expense on lease liabilities	0.70	1.16

(iii) The total amount of cash flows on account of lease liabilities for the year has been disclosed in standalone cash flow statement.

21 OTHER FINANCIAL LIABILITIES

	Non Current	
	As at March 31, 2022	As at March 31, 2021
Security Deposits	2.38	1.80
Total	**2.38**	**1.80**

Other financial liabilities	Current	
	As at March 31, 2022	As at March 31, 2021
Interest Accrued but not due on loans	0.03	0.05
Capital creditors	8.86	3.42
Security Deposits	0.90	-
Employee Related Payables	58.59	69.33
Accrued Expenses	158.89	122.03
Total	**227.27**	**194.83**

22 PROVISIONS

	Non Current	
	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits		
Provision for compensated absences	15.66	13.73
	15.66	**13.73**

	Current	
	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits		
Provision for compensated absences	3.30	2.82
	3.30	**2.82**

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

23 BORROWINGS (CURRENT)

	As at March 31, 2022	As at March 31, 2021
Secured		
Loan from banks - Repayable on demand	53.13	95.03
Current maturities of long-term debt	3.64	10.79
Loan from others	-	199.02
Total	**56.77**	**304.84**

Terms of loan taken

(i) 'Working capital loans are secured by way of first pari passu charge on the current assets by hypothecation of stocks of raw materials, finished and semi finished goods, stores and spares, bills receivable, book debts and all other movable current assets of the Company both present and future, and additionally secured by way of charge on several fixed assets of the Company and Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

(ii) 'Loan from Bajaj Finserv amounting to NIL (March 31, 2021: ₹ 80 millions) carries interest rate of 6.75% per annum, with monthly rest on the principal amount of the loan outstanding as on March 31, 2022. The loan is repayable in a bullet payment after 6 months from the date of disbursement, i.e. March 23, 2021 while the interest is payable in monthly instalments. The loan is secured by (A) Subservient charge on current asset of the Company. (B) Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

(iii) 'Loan from Bajaj Finserv amounting to ₹ NIL (March 31, 2020: ₹ 120 millions) carries interest rate of 6.75% per annum, with monthly rest on the principal amount of the loan outstanding as on March 31, 2022. The loan is repayable in a bullet payment after 12 months from the date of disbursement, i.e. March 24, 2021 while the interest is payable in monthly instalments. The loan is secured by (A) Exclusive charge on movable fixed assets valued at ₹ 15 Crore. (B) Personal Guarantee of Mr. Ashok Kumar Windlass, Mr. Hitesh Windlass and Mr. Manoj Kumar Windlass.

24 TRADE PAYABLE

	As at March 31, 2022	As at March 31, 2021
(a) total outstanding dues of micro enterprises and small enterprises (refer note 39)	47.82	17.34
(b) total outstanding dues for creditors other than micro enterprises and small enterprises	584.50	381.99
Total	**632.31**	**399.33**

Classification and aging of Trade payables As at March 31, 2022

24 (i)	Particulars	Outstanding for following periods from due date of payment					
		Not due	< 1 Year	1-2 Years	2-3 Years	> 3 Years	Total
	(i) MSME	46.92	0.90	-	-	-	47.82
	(ii) Others	479.86	92.69	11.95	-	-	584.50
	(iii) Disputed Dues-MSME	-	-	-	-	-	-
	(iv) Disputed Dues-Others	-	-	-	-	-	-
	Total Payables	**526.78**	**93.59**	**11.95**	**-**	**-**	**632.32**

(All amounts in Indian Rupees in millions, unless otherwise stated)

Classification and aging of Trade payables As at March 31, 2021

24 (ii)	Particulars	Outstanding for following periods from due date of payment					
		Not due	< 1 Year	1-2 Years	2-3 Years	> 3 Years	Total
	(i) MSME	16.45	0.89	-	-	-	17.34
	(ii) Others	321.41	56.86	0.46	3.26	-	381.99
	(iii) Disputed Dues-MSME	-	-	-	-	-	-
	(iv) Disputed Dues-Others	-	-	-	-	-	-
	Total Payables	**337.86**	**57.75**	**0.46**	**3.26**	**-**	**399.33**

25 OTHER CURRENT LIABILITIES

	As at March 31, 2022	As at March 31, 2021
Advances from Customers	7.30	14.84
Payable to Statutory Authorities	7.74	12.37
Total	**15.04**	**27.21**

26 REVENUE FROM OPERATIONS

	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue from contract with customers		
Sale of Products	4,405.01	4,057.33
Export Sales	209.35	189.95
Sale of services	19.37	19.84
Other Operating Revenues:		
Scrap Sales	8.81	2.51
Export Incentives	13.10	1.97
Other operating Income	3.66	4.42
Total	**4,659.30**	**4,276.02**

Timing of revenue recognition	For the year ended March 31, 2022	For the year ended March 31, 2021
Goods transferred at a point in time	4,614.36	4,247.28
Services transferred over the time	19.37	19.84
Total revenue from contract with customers	**4,633.73**	**4,267.12**

Revenue by location of customers	For the year ended March 31, 2022	For the year ended March 31, 2021
India	4,424.38	4,077.17
Outside India	209.35	189.95
Total revenue from contract with customers	**4,633.73**	**4,267.12**

Reconciliation of revenue recognised in statement of profit and loss with contracted price

	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue as per contracted price	4,633.73	4,267.12
Less: adjustment on account of price variation	-	-
Less: Turnover discount	-	-
	4,633.73	**4,267.12**

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

Performance obligation

Sale of products: Performance obligation in respect of sale of goods is satisfied when control of the goods is transferred to the customer, generally on delivery of the goods. {refer accounting policy 2.13}.

Sales of services: The performance obligation in respect of Software development services and Engineering services is recognised over time, since the customer simultaneously receives and consumes the benefits provided by the Company. {refer accounting policy 2.13}. There is no remaining performance obligation (unsatisfied performance obligation) pertaining to sale of services as at March 31, 2022 and March 31, 2021.

27 OTHER INCOME

	For the year ended March 31, 2022	For the year ended March 31, 2021
Interest Income on:		
- financial assets measured at amortised cost	2.15	1.92
- fixed Deposit	40.70	17.29
Net Gain on foreign currency transactions and translation	4.77	1.03
Gain on Investments measured at FVTPL*	18.57	5.75
Miscellaneous income	0.77	1.98
Provision/Miscellaneous Balance Written back	-	2.87
Gain on sale of property, plant and equipment	0.10	0.09
Total	**67.06**	**30.93**

* Gain on investment at FVTPL includes actual gain on sale of investment of ₹ 1.33 millions and ₹ 59.63 millions during the year ended March 31, 2022, March 31, 2021 respectively.

28 COST OF MATERIAL CONSUMED

	For the year ended March 31, 2022	For the year ended March 31, 2021
Raw material , Packing material and Consumables		
Inventories at the beginning of the year	264.79	318.06
Add: Adjustment on merger	-	10.75
Add: Purchases	3,200.64	2,643.35
	3,465.43	**2,972.16**
Less: Inventories at the end of year	389.85	264.79
	3,075.58	**2,707.37**
Total	**3,075.58**	**2,707.37**
Opening Stock of Consumables	15.04	9.06
Add: Purchases of Consumables	147.26	135.99
Less: Closing Stock of Consumables	40.73	15.04
Total consumption of consumables	**121.57**	**130.01**
Material Consumed Comprises of:		
Raw Material/Chemical and Packing Material	2,954.01	2,577.36
Consumables	121.57	130.01
Total	**3,075.58**	**2,707.37**

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

29 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS

	For the year ended March 31, 2022	For the year ended March 31, 2021
Inventories at the beginning of the year		
Finished Goods	64.37	134.13
Work in Progress	85.45	40.98
Add: Adjustment on merger		
Finished Goods	-	8.90
Work in Progress	-	2.49
Total (A)	**149.82**	**186.50**
Less: Inventories at the end of year		
Finished Goods	130.89	64.37
Work in Progress	66.35	85.45
Total(B)	**197.24**	**149.82**
Total (A-B)	**(47.42)**	**36.68**

30 EMPLOYEE BENEFIT EXPENSES

	For the year ended March 31, 2022	For the year ended March 31, 2021
Salaries and wages	581.81	554.35
Gratuity expense (refer note 41)	5.64	4.03
Contribution to provident and other funds (refer note 41)	24.51	21.23
Staff welfare expenses	3.99	3.63
ESOP Expenses	18.13	-
Total	**634.08**	**583.24**

31 FINANCE COST

	For the year ended March 31, 2022	For the year ended March 31, 2021
Interest on		
-term loans and vehicle loans	7.01	3.03
-working capital loans	5.20	8.33
-lease liability	0.70	1.16
-Other borrowing cost	1.26	0.38
Total	**14.17**	**12.90**

32 DEPRECIATION AND AMORTISATION EXPENSE

	For the year ended March 31, 2022	For the year ended March 31, 2021
Depreciation on property, plant and equipment (refer note 3)	112.72	118.12
Depreciation on right-of-use asset (refer note 5)	6.54	6.54
Amortisation of intangible assets [refer note 6(b)]	2.21	4.99
Total	**121.47**	**129.65**

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

33 OTHER EXPENSES

	For the year ended March 31, 2022	For the year ended March 31, 2021
Power & fuel	110.10	115.32
Repairs		
-Buildings	19.64	12.94
-Machinery	21.06	24.92
-Others	9.82	9.48
Insurance	9.78	6.00
Rates and Taxes	11.61	3.97
Security expenses	11.58	7.25
Traveling Expenses	9.69	4.64
Legal and Professional Fees	34.48	27.35
Auditor's Remuneration (refer note 35)	3.43	2.15
Commission on sales	49.48	34.73
Freight and carriage	38.94	36.39
Advertisement and Publicity	18.40	12.79
Research & Development Expenses (refer note 36)	65.11	36.06
Corporate social responsibility expenses (refer note 38)	7.41	6.33
Donations	0.41	0.35
Lab Testing Expenses	8.18	10.05
Assets written off	-	14.00
Printing and Stationery	7.38	5.01
Recruitment Expenses	2.00	0.53
Balance Written Off	3.13	9.12
Rent*	4.38	0.40
Provision for doubtful debts	3.48	1.50
Calibration Expenses	2.34	1.46
Miscellaneous Expenses	21.00	19.07
Total	**472.83**	**401.81**

* Rent expense related to short term leases. (Also refer note 42)

34 EXCEPTIONAL ITEMS

	For the year ended March 31, 2022	For the year ended March 31, 2021
Impairment of Goodwill*	-	(272.64)
Gain on fair valuation of previously held equity interest on acquistion of control in Windlas Healthcare	-	56.47
Total	**-**	**(216.17)**

*Goodwill of ₹272.64 millions was created on acquisition of Windlas Healthcare Private Limited. by the Company on April 16, 2020. It was tested for impairment on March 31, 2021. Post impairment testing, it was determined that the fair value of goodwill is less than the carrying amount. Consequently, the Company has recorded the an impairment loss of the complete amount and hence the carrying amount of Goodwill has been reduced to NIL as at March 31, 2021.

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

35 AUDITOR'S REMUNERATION*

	For the year ended March 31, 2022	For the year ended March 31, 2021
Statutory Audit Fees	2.40	2.15
Limited Review Fees	0.75	-
Certification Fees	0.28	-
Total	**3.43**	**2.15**

*It does not includes amount of ₹ 3.0 million (March 31, 2021 : ₹ 3.5 million) towards services in relation to IPO which has not been charged to Statement of Profit & Loss and has been adjusted from Securities Premium in proportion of shares being offered or fresh shares issued.

36 RESEARCH AND DEVELOPMENT EXPENSES

	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue expenditure		
Employee benefit expenses	27.83	22.34
Raw & Packing Materials Consumed	37.28	13.72
Total	**65.11**	**36.06**

37 EARNINGS PER SHARE

	For the year ended March 31, 2022	For the year ended March 31, 2021
Profit for the period/ year attributable to shareholders (A)	380.89	158.32
Original number of equity shares	2,17,94,375	64,11,063
Impact of share split effected after March 31, 2021 (each share of face value ₹ 10 split into two shares of face value of ₹ 5 each)	-	64,11,063
Weighted Average number of Equity Shares original	2,04,97,174	1,28,22,126
Weighted Average number of Equity Shares post split	2,04,97,174	1,28,22,126
Impact of bonus issue effected after March 31, 2020 (allotment of 5,385,293 bonus shares at face value of ₹ 5 each)	-	53,85,293
Weighted Average number of Equity Shares post split and bonus used as denominator in calculating Basic Earnings Per Share (B)*	2,04,97,174	1,82,07,419
Impact of Potetial diluted Equity Shares**	-	-
'Weighted Average number of Equity Shares post split and bonus used as denominator in calculating Diluted Earnings Per Share (C)*	2,04,97,174	1,82,07,419
Basic earnings per share (in ₹) (A/B)	18.58	8.70
Diluted earnings per share (in ₹) (A/C)	18.58	8.70

*The weighted average no. of ordinary equity shares used in computing basic & diluted EPS are after considering the impact of share split in accordance with requirement of Ind AS 33 Earnings Per Share.

**There are no potential equity shares arising due to ESOP, therefore there will be no impact of potential equity shares

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

38 CORPORATE SOCIAL RESPONSIBILITY EXPENSES

	For the year ended March 31, 2022	For the year ended March 31, 2021
a) Gross amount required to be spent by the Company during the year	7.40	6.33
b) Gross amount provided for CSR activities	7.41	6.33
c) Shortfall at the end of year	Nil	Nil
d) Total of previous year shortfall	Nil	Nil
e) Reason for Shortfall	N.A.	N.A.
f) Nature of CSR Activities		
-Eradicating Hunger, Poverty & Malnutrition, Promoting preventive health care, and sanitation and making available safe drinking water*		
g) Details of Related party Transactions	Nil	Nil
Total amount spent during the year	**7.41**	**6.33**

39 SEGMENT INFORMATION

Segments are identified in line with Ind AS-108, "Operating Segment" [specified under the section 133 of the Companies Act 2013 (the Act)] read with Companies (Indian Accounting Standards) Rule 2015 (as amended from time to time) and other relevant provision of the Act, taking into consideration the internal organisation and management structure as well as differential risk and return of the segment. Based on above, the Group has identified "Pharmaceutical" as the only primary reportable segment. The Group does not have any geographical segment. Hence no separate disclosures are provided in these consolidated financial statements. The Company has a susbidiary incorporated outside India which is not material for the group.

40 DETAILS OF DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES AS PER MICRO SMALL AND MEDIUM ENTERPRISE DEVELOPMENT ACT, 2006

Information as required to be furnished as per section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) for the year ended/period is given below. This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

	As at March 31, 2022	As at March 31, 2021
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year:		
- Principal amount due to micro and small enterprises (refer note no 24)	47.82	17.34
- Interest due on above	-	-
The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	-	-

(All amounts in Indian Rupees in millions, unless otherwise stated)

41 EMPLOYMENT BENEFITS PLAN

Disclosures pursuant to Ind AS - 19 "Employee Benefits"(notified under the section 133 of the Companies Act 2013 (the Act) read with Companies (Indian Accounting Standards) Rules 2015 (as amended from time to time) and other relevant provision of the Act) are given below :

(i) Defined Contribution Plans

The Company makes payment to statutory funds in accordance with the Employees Provident Fund and Miscellaneous Provisions Act, 1952 and Employees State Insurance Act, 1948 which are defined contribution plans. The Company's contribution paid/payable under the schemes is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The amount recognised in Statement of Profit and loss is ₹ 24.51 millions (March 31, 2021: ₹ 21.23 millions).

(ii) Defined Benefit Plan - Gratuity

a. The principal actuarial assumptions used for determining liability for gratuity are as follows:

	As at March 31, 2022	As at March 31, 2021
Economic assumptions:		
Discount rate	6.81%	6.41%
Expected rate of return on plan asset	6.41%	6.41%
Salary escalation rate	4.50% for first year, 5.00% for second year & 5.25% thereafter	4.50% for first year, 5.00% for second year & 5.25% thereafter
Demographic assumptions:		
Retirement age	58 years	58 years
Mortality rate	"100% of IALM (2012-14)"	"100% of IALM (2012-14)"
Withdrawal rate	11.25% to 12%	11% to 12%

		As at March 31, 2022	As at March 31, 2021
I	**Change in present value of defined benefit during the year**		
1	Present value of defined benefit at the beginning of the year	29.75	24.58
2	Service Cost	5.69	3.97
3	Interest Cost	1.91	1.58
4	Net Actuarial (Gain)/Loss		
	Actuarial changes arising from changes in Financial assumptions	(0.79)	-
	Actuarial changes arising from changes in experience assumptions	2.97	(0.89)
5	Benefits Paid	(2.18)	(5.39)
6	Liability Transfer In/(Out)	-	5.90
7	Present Value of obligation as at year-end	37.35	29.75
II	**Change in Fair Value of Plan Assets during the year**		
1	Plan assets at the beginning of the year	30.55	23.65
2	Expected return on plan assets	1.96	1.52
3	Actuarial Gain/(Loss) on plan assets	(0.24)	(0.16)
4	Employer's contribution	10.67	3.36

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

		As at March 31, 2022	As at March 31, 2021
5	Benefits paid	(2.18)	(5.39)
6	Asset Transfer In/(Out)	-	7.58
7	Plan assets at the end of the year	40.76	30.55
III	**Reconciliation of Present value of Defined Benefit Obligation and Fair Value of Plan Assets**		
1	Present Value of obligation as at year-end	37.35	29.75
2	Fair value of plan assets at year -end	40.76	30.55
3	Funded status {Surplus/(Deficit)}	3.41	0.80
4	Net Asset/(Liability)	3.41	0.80
IV	**Expenses recognised in the Statement of Profit and Loss**		
1	Current Service Cost	5.69	3.97
2	Net Interest Cost	(0.05)	0.06
3	Total Expense	5.64	4.03
V	**Other Comprehensive Income**		
1	Actuarial gain(Loss) on Liabilities	(2.17)	0.89
2	Actuarial gain(Loss) on Assets	(0.24)	(0.16)
3	Closing Amount recognised in OCI outside PL Account	(2.41)	0.73
VI	**Bifurcation of PBO at the end of the year / period**		
1	Current Liability	6.86	5.69
2	Non-Current Liability	30.49	24.06

VII Risk exposure

Through its defined benefit obligation, the Company is exposed to a number of risks, the most significant of which are detailed below:

Salary Increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

Investment Risk - If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

Discount Rate - Reduction in discount rate in subsequent valuations can increase the plan's liability.

Mortality & disability - Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

Withdrawals - Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

VIII Investment Details

The management of 100% of the gratuity funds is entrusted with the Life Insurance Corporation of India.

IX The sensitivity analysis of the defined benefit obligation based on changes in significant assumptions is provided in following table:

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

		As at March 31, 2022	As at March 31, 2021
	A. Impact of change in discount rate-		
	Present value of obligation at the end of the year	37.35	29.75
	Impact due to increase of 0.50%	(0.95)	(0.77)
	Impact due to decrease of 0.50%	1.00	0.82
	B. Impact of change in future salary-		
	Present value of obligation at the end of the year	37.35	29.75
	Impact due to increase of 1.00%	2.04	1.68
	Impact due to decrease of 1.00%	(1.86)	(1.53)
	C. Impact of change in withdrawal rate-		
	Present value of obligation at the end of the year	37.35	29.75
	Impact due to increase of 5.00%	(0.03)	(0.21)
	Impact due to decrease of 5.00%	(0.44)	(0.06)
X	**Expected benefit payments**		
	Year 1	7.07	5.86
	Year 2	3.40	2.57
	Year 3	4.17	2.94
	Year 4	4.01	3.18
	Year 5	3.98	2.98
	After 5th year	35.29	27.72

42 RELATED PARTY DISCLOSURES

A. Names of related parties and nature of relationship :

a) Key managerial personnel:

S.No.	Relationship	Name
(i)	Whole Time Director	Mr. Ashok Kumar Windlass
(ii)	Managing Director	Mr. Hitesh Windlass
(iii)	Joint Managing Director	Mr. Manoj Kumar Windlass
(iv)	Executive Director	Mr. Pawan Kumar Sharma
(v)	Non Executive Director (resigned w.e.f. 21.04.2021)	Mr. Hetal Gandhi
(vi)	Non Executive Director (w.e.f. 03.05.2021)	Ms. Prachi Jain Windlass
(vii)	Chief Financial Officer	Ms. Komal Gupta
(viii)	Company Secretary (till February 2021)	Mr Anjan Kumar
(ix)	Company Secretary (w.e.f. March 2021)	Mr Ananta Narayan Panda

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

b) Companies with Interest by Key Managerial Personnel:

S.No.	Relationship	Name
(i)	Interest by Key Managerial Personnel (ceased w.e.f 11.05.2021)	Him Mec Tec Private Limited
(ii)	Interest by Key Managerial Personnel	Wintech Eco Solutions Private Limited
(iii)	Interest by Key Managerial Personnel	AKW WBL Family Private Trust

c) Transactions with related parties are as follows:

S.No.	Nature of transaction	Year ended	Key Managerial Personnel	Total
(i)	**Rent & Power Cost**			
	Mr. Ashok Kumar Windlass	March 31, 2022	1.96	1.96
	Mr. Hitesh Windlass	March 31, 2022	1.96	1.96
	Mr. Manoj Kumar Windlass	March 31, 2022	1.96	1.96
	Mr. Ashok Kumar Windlass	March 31, 2021	1.96	1.96
	Mr. Hitesh Windlass	March 31, 2021	1.96	1.96
	Mr. Manoj Kumar Windlass	March 31, 2021	1.96	1.96
(ii)	**Salary, allowances and bonus**			
	Mr. Ashok Kumar Windlass	March 31, 2022	15.60	15.60
	Mr. Hitesh Windlass	March 31, 2022	8.69	8.69
	Mr. Manoj Kumar Windlass	March 31, 2022	8.59	8.59
	Mr. Pawan Kumar Sharma	March 31, 2022	4.07	4.07
	Ms. Komal Gupta	March 31, 2022	8.52	8.52
	Mr. Ananta Narayan Panda	March 31, 2022	1.92	1.92
	Mr. Ashok Kumar Windlass	March 31, 2021	15.60	15.60
	Mr. Hitesh Windlass	March 31, 2021	7.98	7.98
	Mr. Manoj Kumar Windlass	March 31, 2021	7.50	7.50
	Mr. Pawan Kumar Sharma	March 31, 2021	4.75	4.75
	Mr. Anjan Kumar	March 31, 2021	1.51	1.51
	Mr.Ananta Narayan Panda	March 31, 2021	0.07	0.07

S.No.	Nature of transaction	Year ended	Key Managerial Personnel	Total
(v)	**Security Deposit refund.**			
	Mr. Ashok Kumar Windlass	March 31, 2022	1.17	1.17
	Mr. Hitesh Windlass	March 31, 2022	1.17	1.17
	Mr. Manoj Kumar Windlass	March 31, 2022	1.17	1.17

(All amounts in Indian Rupees in millions, unless otherwise stated)

d) Balances outstanding are as follows:

S.No.	Nature of transaction	Year ended	Key Managerial Personnel	Total
(i)	**Security deposit**			
	Mr. Ashok Kumar Windlass	March 31, 2022	5.50	5.50
	Mr. Hitesh Windlass	March 31, 2022	5.50	5.50
	Mr. Manoj Kumar Windlass	March 31, 2022	5.50	5.50
	Mr. Ashok Kumar Windlass	March 31, 2021	6.67	6.67
	Mr. Hitesh Windlass	March 31, 2021	6.67	6.67
	Mr. Manoj Kumar Windlass	March 31, 2021	6.67	6.67
(ii)	**Salary Payable**			
	Mr. Ashok Kumar Windlass	March 31, 2022	1.30	1.30
	Mr. Hitesh Windlass	March 31, 2022	0.72	0.72
	Mr. Manoj Kumar Windlass	March 31, 2022	0.72	0.72
	Mr. Pawan Kumar Sharma	March 31, 2022	0.34	0.34
	Ms. Komal Gupta	March 31, 2022	0.56	0.56
	Mr. Ananta Narayan Panda	March 31, 2022	0.15	0.15
(iii)	**Rent Payable**			
	Mr. Ashok Kumar Windlass	March 31, 2022	0.16	0.16
	Mr. Hitesh Windlass	March 31, 2022	0.16	0.16
	Mr. Manoj Kumar Windlass	March 31, 2022	0.16	0.16
	Mr. Ashok Kumar Windlass	March 31, 2021	0.16	0.16
	Mr. Hitesh Windlass	March 31, 2021	0.16	0.16
	Mr. Manoj Kumar Windlass	March 31, 2021	0.16	0.16

Note:

(i) The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the period end/ year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

43 Short term leases are mainly in the nature of premises and godowns and are renewable /cancellable at the option of either of the party. The aggregate amount of short term lease payment recognised in the statement of Profit and Loss account is March 31, 2022: ₹ 4.38 millions, March 31, 2021: ₹ 0.40 millions.

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

44 FAIR VALUE MEASUREMENT

A. Financial instruments by category

Name of shareholders	March 31, 2022			March 31, 2021		
	FVTPL	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost
Financial assets						
(a) Investment	648.24	-	-	231.43	-	-
(b) Cash and cash equivalents	-	-	5.70	-	-	159.30
(c) Bank balances Other then Cash and cash equivalents			1,132.53			151.82
(d) Trade Receivables			1,107.72			794.13
(e) Other financial assets	-	-	93.33	-	-	34.36
Total	**648.24**	**-**	**2,339.28**	**231.43**	**-**	**1,139.61**
Financial liabilities						
(a) Borrowings	-	-	61.21	-	-	313.16
(b) Lease liability	-	-	5.16	-	-	10.33
(c) Trade payables	-	-	632.32	-	-	399.33
(d) Other financial liabilities	-	-	229.65	-	-	196.63
Total	**-**	**-**	**928.34**	**-**	**-**	**919.45**

B. Fair Value Hierarchy

Assets and liabilities measured at amortised cost for which fair value are disclosed as at March 31, 2022	March 31, 2022			
	Level 1	Level 2	Level 3	Total
Financial assets				
(a) Investment	648.24	-	-	648.24
(b) Cash and cash equivalents	-	-	5.70	5.70
(c) Bank balances Other then Cash and cash equivalents	-	-	1,132.53	1,132.53
(d) Trade Receivables	-	-	1,107.72	1,107.72
(e) Other financial assets	-	-	93.33	93.33
Total	**648.24**	**-**	**2,339.28**	**2,987.52**
Financial liabilities				
(a) Borrowings	-	-	61.21	61.21
(b) Lease liability	-	-	5.16	5.16
(c) Trade payables	-	-	632.32	632.32
(d) Other financial liabilities			229.65	229.65
Total	**-**	**-**	**928.34**	**928.34**

Assets and liabilities measured at amortised cost for which fair value are disclosed as at March 31, 2021	March 31, 2021			
	Level 1	Level 2	Level 3	Total
Financial assets				
(a) Investment	231.43	-	-	231.43
(b) Cash and cash equivalents	-	-	159.30	159.30
(c) Bank balances Other then Cash and cash equivalents	-	-	151.82	151.82
(d) Trade Receivables	-	-	794.13	794.13
(e) Other financial assets	-	-	34.36	34.36
Total	**231.43**	**-**	**1,139.60**	**1,371.03**
Financial liabilities				
(a) Borrowings	-	-	313.16	313.16
(b) Lease liability	-	-	10.33	10.33
(c) Trade payables	-	-	399.33	399.33
(d) Other financial liabilities			196.63	196.63
Total	**-**	**-**	**919.45**	**919.45**

(All amounts in Indian Rupees in millions, unless otherwise stated)

All financial instruments for which fair value is recognised or disclosed are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole;

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted prices. The fair value of all equity instruments (including bonds) which are traded in stock exchanges is valued using the closing prices as at the reporting period. The mutual funds are valued using the closing NAV.

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

Level 3: If one or more of the significant inputs is not based on the observable market data, the instrument is included in | level 3.

During the year, there were no transfers between Level 1 and Level 2, and no transfers into and out of Level 3 fair value measurements.

The Group's policy is to recognise transfers into and transfer out of fair value hierarchy levels as at the end of the reporting period.

C. Accounting classification and fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments.

	Carrying value		Fair value	
	March 31, 2022	March 31, 2021	March 31, 2022	March 31, 2021
Financial assets				
(a) Investment	648.24	231.43	648.24	231.43
(b) Cash and cash equivalents	5.70	159.30	5.70	159.30
(c) Bank balances Other then Cash and cash equivalents	1,132.53	151.82	1,132.53	151.82
(d) Trade Receivables	1,107.72	794.13	1,107.72	794.13
(e) Other financial assets	93.33	34.36	93.33	34.36
Total	**2,987.52**	**1,371.03**	**2,987.52**	**1,371.03**
Financial liabilities				
(a) Borrowings	61.21	313.16	61.21	313.16
(b) Lease liability	5.16	10.33	5.16	10.33
(c) Trade payables	632.32	399.33	632.32	399.33
(d) Other financial liabilities	229.65	196.63	229.65	196.63
Total	**928.34**	**919.45**	**928.34**	**919.45**

The carrying amount of financial instruments such as cash and cash equivalents, other bank balances, trade payables, and other current financial assets and liabilities are considered to be same as their fair value due to their short term nature. The carrying amount of borrowings are considered to be same as their fair value since it comprises the working capital loan and bank overdraft which are short term in nature.

D. Valuation technique used to determine fair value

The fair value of security deposits were calculated based on discounted cash flows using current lending rate. The fair value of other financial instruments viz. cash and cash equivalents, borrowings, trade payables and other financial assets and liabilities are considered to be same as their carrying value due to their short term nature.

E. Valuation process

A team in the finance department of the Company performs the valuations of financial assets and liabilities required for financial reporting purposes including level 3 fair values. It directly reports to the Chief Financial Officer (CFO). Discussions of valuation processes and results are held between the CFO and valuation team on periodic basis in line with the Company's reporting period for reporting to holding company.

The level 3 input for security deposits is derived at using the current lending rate of Company's borrowings.

Changes in level 2 and level 3 fair values, if any, are analysed at the end of the reporting period and reasons for such movements are provided by the valuation team.

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

45 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables etc. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include cash and cash equivalents, other bank balances, trade receivables, security deposits, etc. that derive directly from its operations.

The Company is exposed to credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The management is responsible for formulating an appropriate financial risk governance framework for the Company and for periodically reviewing the same. The senior management ensures that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

Risk	Exposure arising from	Measurement	Management
Market risk-interest rate	Borrowings	Sensitivity analysis	Mix of borrowings with fixed and floating interest rates
Market risk-foreign exchange	Recognised financial liabilities not denominated in INR	Sensitivity analysis	Foreign currency exposure is unhedged
Credit risk	Financial assets measured at amortised costs	Ageing analysis	Credit limits
Liquidity risk	Borrowings and other liabilities	Cash flow forecasting	Availability of committed credit lines and borrowing facilities

a. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprises two types of risk: foreign currency risk and interest rate risk. Financial instruments affected by market risks include loans and borrowings, deposits and foreign currency receivables and payables. The sensitivity analysis in the following sections relate to the position as at reporting date. The analysis excludes the impact of movement in market variables on the carrying values of gratuity and other post- retirement obligations; provisions; and the non-financial assets and liabilities. The sensitivity of the relevant Profit and Loss items and equity is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2022 and March 31, 2021.

I. Foreign currency risk:

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in foreign currency). The Company evaluates exchange rate exposure arising from foreign currency transactions and follows established risk management policies.

(i) Foreign currency risk exposure

The Company's exposure to foreign currency risk at the end of the reporting period expressed in ₹ in millions is as follows:

Particulars	March 31, 2022	March 31, 2021
Financial liabilities		
Term loan		
USD	-	6.98
EEFC Account		
USD	-	-
Import Creditors (Net)		
EURO		-
USD	**-**	**0.08**
Total	-	7.06
Financial assets		
Export Debtors		
USD	45.29	11.74
EEFC Account		
USD	1.39	11.05
Total	**46.67**	**22.79**

(All amounts in Indian Rupees in millions, unless otherwise stated)

(ii) Sensitivity analysis

The following table demonstrate the sensitivity to a reasonably possible change in USD and EURO exchange rates, with all other variables held constant::

Particulars	Impact on profit or loss	
	March 31, 2022	March 31, 2021
USD sensitivity		
INR/USD- increase by 5%	2.33	0.79
INR/USD- decrease by 5%	(2.33)	(0.79)
EURO sensitivity		
INR/EURO- increase by 5%		-
INR/EURO- decrease by 5%		-

II. Interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The Company does not enter into any interest rate swaps.

Interest rate sensitivity

If the interest rates applicable to floating rate instruments is increased/decreased by 0.50%, the profit / (loss) before tax for the year ended for March 31, 2022 and March 31, 2021 would (decrease) / increase by ₹ 0.27 millions and ₹ 0.21 millions respectively. This assumes that the amount is mix of fixed and floating rate debt that remains unchanged during the entire year, since March 31, 2020 and further, the change in interest rates is effective from the beginning of the year.

b. Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, security deposits and other financial instruments.

Credit risk management

Credit risk rating

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets.

A: Low credit risk

B: Moderate credit risk

C: High credit risk

The Company provides for expected credit loss based on the following:

Asset company	Description	Provision for expected credit loss*
Low credit risk	Cash and cash equivalents, other bank balances, investments, loans, trade receivables and other financial assets	12 month expected credit loss/ life time expected credit loss
Moderate credit risk	Trade receivables, loans and other financial assets	12 month expected credit loss/ life time expected credit loss
High credit risk	Trade receivables, loans and other financial assets	Life time expected credit loss or fully provided for

Based on business environment in which the Company operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

* Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss.

NOTES to Consolidated financial statements
for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

Trade receivables

Credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored. The impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogeneous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Group does not hold collateral as security. The Group's credit period generally ranges from 30-60 days or as per agreed contractual terms and conditions.

The ageing of trade receivables is given below:

Particulars	March 31, 2022	March 31, 2021
Neither past due nor impaired	599.80	353.82
Past due but not impaired	-	
-upto 90 days	441.85	381.98
-90-180 days	54.11	53.89
-More than 180 days	23.14	12.15
	1,118.89	801.83
Less: Allowance for expected credit losses	(11.17)	(7.70)
Total	**1,107.72**	**794.13**

Financial instruments and other deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments. The Company's maximum exposure to credit risk for the components of the statement of financial position at March 31, 2022 and March 31, 2021 is the carrying amounts.

c. Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. The Company's objective at all times is to maintain optimum levels of liquidity to meet its cash and liquidity requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate source of financing through the use of short- term bank deposits and cash credit facility. Processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows. The Company assessed the concentration of risk with respect to its debt and concluded it to be low.

Contractual maturities of financial liabilities	Less than 1 Year	1-5 Years	Above 5 years	Total
Non-derivatives				
As on March 31, 2022				
Borrowings	56.77	4.44	-	61.21
Trade and other payables	632.31	-	-	632.31
Lease liabilities	5.16	-	-	5.16
Other financial liabilities	227.27	2.38	-	229.65
Total Non-derivative liabilities	**921.51**	**6.82**	**-**	**928.33**
As on March 31, 2021				
Borrowings	304.84	8.32	-	313.16
Trade and other payables	399.33	-	-	399.33
Lease liabilities	5.16	5.17	-	10.33
Other financial liabilities	194.83	1.80	-	**196.63**
Total Non-derivative liabilities	**904.17**	**15.28**	**-**	**919.45**

(All amounts in Indian Rupees in millions, unless otherwise stated)

Capital management

The Company's objective when managing capital are to:

- safeguard it's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and

- maintain an optimal capital structure to reduce the cost of capital.- In order to maintain capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants consistent with others in the industry. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt the loans and borrowing less cash and cash equivalents and bank balance other than cash and cash equivalent. Capital includes equity attributable to the owners of the Company.

	March 31, 2022	March 31, 2021
Borrowings (long-term and short term, including current maturities)- Note No. 18 & 23	61.21	313.16
Less : Cash and cash equivalents and bank balance other than cash and cash equivalent- Note No. 14 & 15	1,138.23	311.12
Net Debt (a)	**(1,077.02)**	**2.04**
Equity- Note No. 16	108.97	64.11
Other equity- Note No. 17	3,838.81	1,927.08
Total Equity (b)	**3,947.78**	**1,991.19**
Capital and net debt (c=a+b)	**2,870.76**	**1,993.23**
Net debt to equity ratio (c=a/b)	**NA***	**0.10%**

* This ratio is not relevant for the current year as the cash and cash equivalents and bank & balances other the cash and cash equivalents exceeds borrowings.

46. DETAILS OF UTILILIZATION OF IPO MONEY

The Company has completed the Initial Public Offer ("IPO") of 87,29,023 Equity Shares of the face value of INR 5/- each at an issue price of INR 460/- per Equity Share, comprising offer for sale of 51,42,067 shares by Selling Shareholders and fresh issue of 35,86,956 shares. The Equity Shares of the Company are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") on August 17, 2021.

The utilisation of the net IPO proceeds is summarised below:

Objects of the issue	Amount as per Prospectus	Revised Amt	Utilisation upto 31-March-22	Untilised Amt as at 31-March-22
Capital expenditure towards expansion of manufacturing facility	500.00	500.00	25.90	474.10
To meet working capital requirement	475.62	475.62	150.00	325.62
Repayment/ Prepayment of certain of our borrrowings	200.00	200.00	200.00	-
General corporate purposes	346.03	344.75	340.00	4.75
Total	**1,521.65**	**1,520.37**	**715.90**	**804.47**

IPO proceeds which were unutilised as at March 31, 2022 were temporarily invested in deposits with scheduled commercial bank and in monitoring agency account.

The total offer expenses are ₹ 219.57 million which are proportionately allocated between the selling shareholders and the Company as per respective offer size. The Company's share of these expenses is ₹ 90.59 millions which has been adjusted against securities premium.

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NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

48. ADDITIONAL INFORMATION PURSUANT TO PARAGRAPH 2 OF DIVISION II OF SCHEDULE III TO THE COMPANIES ACT 2013 - 'GENERAL INSTRUCTIONS FOR THE PREPARATION OF RESTATED CONSOLIDATED FINANCIAL INFORMATION' OF DIVISION II OF SCHEDULE III.

As at March 31, 2022

Name of entity in the group	Net Assets (Total Assets - Total Liabilities)		Share in Profit or loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent								
Windlas Biotech Limited	100.07%	3,950.59	101.25%	385.67	100.00%	(1.86)	101.26%	383.82
Subsidiary								
Windlas Inc. (w.e.f. April 16, 2020)	-0.07%	(2.81)	-1.25%	(4.78)	-	-	-1.26%	(4.78)
Joint Venture								
US Pharma Windlas Inc. LLP (w.e.f. April 16, 2020)	-	-	-	-	-	-	-	-
Associates								
Windlas Healthcare Private Limited (upto April 16, 2020)	-	-	-	-	-	-	-	-
Windlas Inc. (upto April 16, 2020)	-	-	-	-	-	-	-	-
Non Controlling Interest	-	-	-	-	-	-	-	-
Elimination/ Adjustments	-	-	-	-	-	-	-	-
Total	100.00%	3,947.78	100.00%	380.89	100.00%	(1.86)	100.00%	379.04
Consolidated net assets/ Profit/(loss) after tax								
Attributable to shareholder's of the Company	100.00%	3,947.78	100.00%	380.89	100.00%	(1.86)	100.00%	379.04

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)
(All amounts in Indian Rupees in millions, unless otherwise stated)

As at March 31, 2021

Name of entity in the group	Net Assets (Total Assets - Total Liabilities)		Share in Profit or loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount	As % of consolidated profit	Amount	As % of consolidated other comprehensive income	Amount	As % of consolidated total comprehensive income	Amount
Parent								
Windlas Biotech Limited	99.90%	1,989.22	102.83%	160.10	100.00%	0.52	102.82%	160.62
Subsidiary								
US Pharma Windlas Inc. LLP (w.e.f. April 16, 2020)	0.10%	1.97	-0.03%	(0.05)	-	-	-0.03%	(0.05)
Associates								
Windlas Healthcare Private Limited	-	-	-1.11%	(1.73)	-	-	-1.11%	(1.73)
Windlas Inc. (upto April 16, 2020)	-	-	-	-	-	-	-	-
Non Controlling Interest	-	-	-1.68%	(2.62)	-	-	-1.68%	(2.62)
Elimination/ Adjustments	-	-	-	-	-	-	0.00%	-
Total	100.00%	1,991.19	100.01%	155.70	100.00%	0.52	100.00%	156.22
Consolidated net assets/ Profit/(loss) after tax								
Attributable to shareholder's of the Company	100.00%	1,991.19	101.68%	158.32	100.00%	0.52	101.68%	158.84
Attributable to non-controlling interest	-	-	-1.68%	(2.62)	-	-	-1.68%	(2.62)

48. CONTINGENT LIABILITIES AND COMMITMENTS (TO THE EXTENT NOT PROVIDED FOR)

i. Contingent Liabilities

In the 2008-09, the Company has deposited state excise duty under protest ₹ 25.30 million for removal of goods (cough syrup) containing codeine phosphate from excise bonded warehouse. The Honorable High Court of Uttarakhand had passed an order in favour of Company not to charge excise duty on cough syrup containing codeine phosphate less than prescribed limits prospectively and not to refund the excise duty under protest. The Company has filed an application for prayer with Honorable High Court of Uttarakhand for refund of excise duty. The concerned state excise department of Uttarakhand has submitted their reply with Honorable High Court on hearing. Further, the Company has submitted reply along with required documents. Hearing is pending with Honorable High Court which is delayed due to COVID 19. The management is of the opinion that the Company will receive the refund and has also taken an opinion from expert legal consultant for same who has confirmed management's assessment.

ii. Capital Commitments

Particulars	As at March 31, 2022	As at March 31, 2021
Estimated amount of contracts remaining to be executed on capital account and not provided for	32.51	-

NOTES to Consolidated financial statements

for the year ended March 31, 2022 (Contd.)

(All amounts in Indian Rupees in millions, unless otherwise stated)

49. OTHER STATUTORY INFORMATION

i. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

ii. The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

iii. The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year

iv. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

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

   b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

v. 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:

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

   b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries

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

vii. The Company does not have any such transaction which is 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.

viii. The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

ix. The Company has not granted any loans or advances in the nature of loans either repayable on demand.

50. SIGNIFICANT EVENTS AFTER THE REPORTING DATE

There were no significant adjusting events that occurred subsequent to the reporting date.

51. PREVIOUS YEAR'S FIGURES HAVE BEEN REGROUPED/RECLASSIFIED WHEREVER NECESSARY TO CORRESPOND WITH THE CURRENT YEAR'S CLASSIFICATION/ DISCLOSURE.

As per our report of even date

For **SS Kothari Mehta & Company**
Chartered Accountants
Firm Registration Number - 000756N

Vijay Kumar
Partner
Membership No. - 092671
Place: New Delhi
Date: May 12, 2022

For and on behalf of the board of directors of Windlas Biotech Limited
(formerly known as Windlas Biotech Private Limited)

Ashok Kumar Windlass
Chairman and Executive Director
DIN: 00011451
Place: Dehradun
Date: May 12, 2022

Hitesh Windlass
Managing Director
DIN: 02030941
Place: Gurgaon
Date: May 12, 2022

Manoj Kumar Windlass
Joint Managing Director
DIN: 00221671
Place: Dehradun
Date: May 12, 2022

Komal Gupta
Chief Financial Officer
Place: Gurgaon
Date: May 12, 2022

Ananta Narayan Panda
Company Secretary
Place: Gurgaon
Date: May 12, 2022

FORM AOC-1

Statement containing salient features of the financial statement of subsidiaries/associate companies/ joint ventures

PART "A": SUBSIDIARIES

Name of the subsidiary		Windlas Inc. (Figures in ₹ million)
1.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	March 31, 2022
2.	Reporting currency	USD
	Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	74.365
3.	Share capital	0.34
4.	Reserves & surplus	(3.15)
5.	Total assets	0.52
6.	Total Liabilities	0.52
7.	Investments	0.34
8.	Turnover	Nil
9.	Profit before taxation	(4.78)
10.	Provision for taxation	Nil
11.	Profit after taxation	(4.78)
12.	Proposed Dividend (Including tax thereon)	Nil
13.	% of shareholding	100%

1. Names of subsidiaries which are yet to commence operations – Not Applicable
2. Names of subsidiaries which have been liquidated or sold during the year- Not Applicable

PART "B": ASSOCIATES AND JOINT VENTURES – NOT APPLICABLE

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

For & on behalf of the Board of Directors of Windlas Biotech Limited:

Ashok Kumar Windlass	**Hitesh Windlass**	**Manoj Kumar Windlass**	**Komal Gupta**	**Ananta Narayan Panda**
Whole Time Director	Managing Director	Joint Managing Director	Chief Financial Officer	Company Secretary
DIN: 00011451	DIN: 02030941	DIN: 00221671		
Dehradun	Gurgaon	Dehradun	Gurgaon	Gurgaon

Date: May 12, 2022

NOTICE

NOTICE is hereby given that the 21st ANNUAL GENERAL MEETING of the members of **WINDLAS BIOTECH LIMITED** will be held on Monday, the 19th day of September, 2022 at 12.30 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Auditors and the Board of Directors' thereon.

   a) "RESOLVED THAT the audited standalone financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

   b) "RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2022 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To declare a Final Dividend of ₹ 3.50/- per Equity Share for the financial year 2021-22.

3. To appoint a Director in place of Mr. Manoj Kumar Windlass, Joint Managing Director (DIN: 00221671) who is liable to retire by rotation and being eligible, offers himself for re-appointment.

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Manoj Kumar Windlass, (DIN: 00221671), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS:

4. Ratification of the remuneration of the Cost Auditor

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

   "RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act,2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended, remuneration of M/s Sourabh Jain & Associates, the Cost Auditors, appointed by the Board of Directors of the Company, to conduct audit of the cost records of the Company for the financial year ending March 31, 2023, at a remuneration of ₹ 50,000/, excluding G.S.T. as applicable and reimbursement of other out-of-pocket expenses actually incurred by the said Auditors in connection with the cost audit, be and is hereby ratified.

   RESOLVED FURTHER THAT the Board of Directors of the Company is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary or expedient in connection therewith and incidental thereto."

By Order of the Board of Directors

Ananta Narayan Panda
Company Secretary
ACS : 13980

Date: May 12, 2022
Place: Gurgaon

Registered Office:
40/1 Mohabewala Industrial Area,
Dehradun, Uttarakhand
248110
CIN: L74899UR2001PLC033407
Email: grievance@windlasbiotech.com

Notice (Contd.)

NOTES:

1. In view of the continuing COVID-19 pandemic, social distancing has become a norm to be followed and in accordance to the CircularNo.14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by CircularNo.20/2020 dated May 05, 2020, Circular No.02/2021 dated January 13, 2021, General Circular No. 2/2022 dated May 05, 2022 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars") physical attendance of the Members to the AGM venue is not required and annual general meeting (AGM) will be held through video conferencing (VC) or other audio visual means(OAVM). Thus, members can attend and participate in the ensuing AGM through VC/OAVM. The deemed venue for the 21st AGM of the company shall be the Registered Office of the Company.

2. In accordance to the aforesaid MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the body corporate can attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. 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. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. 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.

5. Pursuant to the MCA and SEBI Circulars, the Notice calling the AGM along with Annual Report 2021- 22 is being sent only through electronic mode to those members whose e-mail address is registered with the Company or the Depository Participant(s). Members may note that the Notice calling the AGM along with Annual Report has been uploaded on the website of the Company at www.windlas.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The AGM Notice is also disseminated on the website of Link Intime India Private Limited (agency for providing the Remote e-Voting facility) i.e. https//instavote.linkintime.co.in.

6. The members seeking any information with regards to annual report or any other matters to be placed at the AGM, are requested to write to the Company in advance through email at grievance@windlasbiotech.com. The same will be replied by the Company suitably.

7. All documents referred to in the accompanying notice and the explanatory statements are open for inspection by the members at the registered office of the Company on all working days during 11:00 AM to 1:00 PM. For obtaining these copies through electronic means Members may write to the Company Secretary by sending an email to grievance@windlasbiotech.com till the date of the AGM.

8. In case you have any query relating to the Annual Accounts you are requested to send the same to the Company Secretary at grievance@windlasbiotech.com at least 10 days before the date of AGM so as to enable the management to keep the information ready for replying at the meeting.

9. The shares of the Company are under compulsory Demat trading. Also, as per Listing Regulations, securities of listed companies can only be transferred in dematerialised form w.e.f. April 1, 2019 except in case of transmission or transposition of securities. Therefore, Members holding shares in physical form are advised to convert their shares into dematerialised form in their own interest and convenience purpose.

10. Payment of dividend as recommended by the Board of Directors, if approved, at the meeting, will be made to those members whose names are on the Company's Register of Members on September 12, 2022 i.e. Record Date and those whose names appear as Beneficial Owners as at the close of the business hours on September 12, 2022 as per the details to be furnished by the Depositories, viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.

11. All the documents referred to in the accompanying notice and explanatory statement annexed thereto shall be available for inspection from the date of circulation of this notice up to the date of AGM. These documents along with the extracts from Register of Directors and Key Managerial Personnel & their shareholding and the Register of Contracts & Arrangements in which directors are interested shall be available for inspection in electronic mode during the meeting to any person having right to attend the meeting.

12. In case of Joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

13. The Company is climate-conscious and highly concerned about the environment. We request you to update your email address with your Depository Participants to enable us to send you communications via email. Members who have not registered their e-mail addresses, so far, are requested to register their email addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants.

14. Remote e-voting before/during the AGM:

    (a) Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, as amended and also the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Link Intime India Private Limited for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-voting system as well as e-voting during AGM will be provided by Link Intime India Private Limited.

    (b) Members of the Company holding shares either in physical form or in demat form as on the cut-off date of September 12, 2022 may cast their vote by remote e-voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting before the AGM as well as e-voting during the AGM. Any person holding shares in physical form and shareholder other than individual shareholders who acquires shares of the Company and becomes a Member of the Company after the despatch of the Notice and holding shares as on the cut-off date, i.e. September 12, 2022, may obtain the User ID and Password by sending a request at enotices@linkintime.co.in. In case of Individual Shareholders holding shares in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, i.e. September 12, 2022, may follow steps mentioned below under "Log-in method for e-Voting and joining virtual meeting for Individual shareholders holding shares in demat mode".

    (c) The remote e-voting period commences on September 16, 2022 (9.00 a.m.) (IST) and ends on September 18, 2022, (5.00 p.m.) (IST). The remote e-voting module shall be disabled by Link Intime India Private Limited for voting thereafter. Once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. September 12, 2022.

    (d) Members will be provided with the facility for voting through electronic voting system during the VC proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-voting, will be eligible to exercise their right to vote at the end of discussion on the Resolutions on which voting is to be held, upon announcement by the Chairman. Members who have cast their vote on Resolution(s) by remote e-voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote again on such Resolution(s). Subject to the receipt of requisite votes, Resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 19, 2022.

    (e) The remote e-voting module on the day of the AGM shall be disabled by Link Intime India Private Limited for voting 15 minutes after the conclusion of the Meeting.

15. The Scrutiniser will submit his report to the Chairman or to any other person authorised by the Board after the completion of the scrutiny of the e-voting (votes cast

before/during the AGM), within two working days from the conclusion of the AGM. The results declared along with the Scrutiniser's Report shall be communicated to the Stock Exchanges on which the Company's shares are listed, Link Intime India Private Limited and will also be displayed on the Company's website www.windlas.com.

16. INSTRUCTIONS FOR E-VOTING AND JOINING THE ANNUAL GENERAL MEETING ARE AS FOLLOWS:

A. Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL

    1. Existing IDeAS user can visit the e-Services website of NSDL viz... https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login"" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.

    2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

    3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com 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 i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

    1. Existing users who have opted for Easi / Easiest, can login through their 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 https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.

    2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

    3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration.

    4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

3. 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. Upon logging in, you will be able to see e-Voting option. 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 i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in

2. Click on **"Sign Up"** under **'SHARE HOLDER'** tab and register with your following details: -

   A. User ID:

   Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

   B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

   C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

   D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

   Shareholders holding shares in **physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

   Shareholders holding shares in **NSDL form, shall provide 'D' above*

   ► Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

   ► Click "confirm" (Your password is now generated).

3. Click on 'Login' under **'SHARE HOLDER'** tab.

4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on **'Submit'**.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select **'View'** icon.

2. E-voting page will appear.

3. Refer the Resolution description and cast your vote by selecting your desired option **'Favour / Against'** (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

4. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIIPL at https://instavote.linkintime.co.in and register themselves as **'Custodian / Mutual Fund / Corporate Body'**. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the **'Custodian / Mutual Fund / Corporate Body'** login for the Scrutiniser to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

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

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: https://instavote.linkintime.co.in

o Click on **'Login'** under **'SHARE HOLDER'** tab and further Click '**forgot password?'**

o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/ her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

B. Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: https://instameet.linkintime.co.in

   - Select the **"Company"** and **'Event Date'** and register with your following details: -

   A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

   - Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
   - Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
   - Shareholders/ members holding shares in **physical form shall provide Folio Number registered with the Company**

   B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

   C. Mobile No.: Enter your mobile number.

   D. Email ID: Enter your email id, as recorded with your DP/Company.

- Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

  Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance from the date of the AGM with the company on grievance@windlasbiotech.com.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panelists, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutiniser/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against'.
5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/ Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

Notice (Contd.)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

SPECIAL BUSINESS

Item No.4: Ratification of the remuneration of the Cost Auditor

The Board of Directors on the recommendation of the Audit Committee has appointed Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2023 and approved the payment of remuneration payable to the Cost Auditor.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought by passing an Ordinary Resolutions set out at Item No. 4 of the notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2023.

The Board of Directors recommend the Ordinary Resolution as set out in item No. 4 of the accompanying Notice for approval of the Members of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, concerned or interested financially or otherwise in the said resolution as per item no. 4 of the Notice.

By Order of the Board of Directors

Ananta Narayan Panda
Company Secretary
ACS : 13980

Date: May 12, 2022
Place: Gurgaon

Registered Office:
40/1 Mohabewala Industrial Area,
Dehradun, Uttarakhand
248110
CIN: L74899UR2001PLC033407
Email: grievance@windlasbiotech.com

DETAILS OF THE DIRECTORS SEEKING RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

[In pursuance of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2 on General Meeting]

Name of Director	Mr. Manoj Kumar Windlass
DIN	00221671
Age	43
Date of First Appointment on the Board	April 1, 2006
Qualification	He holds a bachelor's degree in business administration from Georgia State University, Atlanta.
Expertise in Specific Functional Areas	He has experience in product development, operations, procurement and CDMO Services and Products SBV supply chain and procurement of our Company.
Profile	Manoj Kumar Windlass is the Joint Managing Director of our Company. He has set up our CDMO Services and Products SBV and plays a significant role in driving the product portfolio decisions and overall commercial operations including business development, supply chain and procurement of our Company. He joined our Company on April 1, 2006 as a Director of our Company and was appointed as Joint Managing Director of our Company on April 30, 2020.
Directorship in Other Companies	Windlas Exports Private Limited
Name of the Listed Companies from which the Director has resigned in the past 3 years	None
Membership/Chairmanship of Committees in other Companies as on March 31, 2022	Corporate Social Responsibility (CSR) Committee – Member Stakeholders Relationship Committee (SRC)- Member
Number of Metings of Board during 2021-22	
(a) Total meetings held during respective tenure :	13
(b) Attended :	13
Inter-se Relationship with other Directors/ KMP	Ashok Kumar Windlass- Father Hitesh Windlass-Brother
Terms and Conditions of Appointment	Joint Managing Director liable to retire by rotation
Details of Remuneration last drawn (2021-22)	Refer Directors' Report/ Corporate Governance Report for the year 2021-22
Details of Remuneration sought to be paid in 2021-22	As approved by NRC and approved by board
No of shares held	
(a) Own	03
(b) For other persons on a beneficial basis	Nil

Notes


An Iron Tonic
FERRIC AMMONIUM CITRATE, VITAMIN B_{12} & FOLIC ACID SYRUP
Haemglob XT
SYRUP
FOR THERAPEUTIC USE
windlas
300 ml


windlas
Levosalbutamol (1.25 mg) and Ipratropium Bromide (500 mcg) Inhalation Solution
DUASULE
Respules
for inhalation only
Preservative-Free
8 x 5 x 2.5 ml
Primus


Teneligliptin Tablets IP 20 mg
Winoglip-20
10 x 10 Tablets


windlas
Vildagliptin 50 mg & Metformin Hydrochloride 500 mg Tablets
Vildaglipt M
Primus
10 x 1 x 10 Tablets

windlas

Corporate Office

705-706, Vatika Professional Point, Sector-66 Golf Course Extension Road
Gurgaon – 122 001 Haryana, India Tel.: +91 124 2821030

Registered Office

40/1, Mohabewala Industrial Area, Dehradun – 248 110
Uttarakhand, India Tel.: +91 135 6608000