Veeda Clinical Research Limited

CIN: U73100GJ2004PLC044023

20th Annual Report

F.Y.2023-2024

VEEDA CLINICAL RESEARCH LIMITED

Notice is hereby given that the Twentieth Annual General Meeting ("AGM") of **VEEDA CLINICAL RESEARCH LIMITED** will be held on Friday 13th December, 2024 at 1100 hours at the Corporate Office of the Company situated at Satyamev Corporate, Near Shalin Bunglows, Corporate Road, Prahladnagar, Ahmedabad - 380015, Gujarat to transact the following business:

ORDINARY BUSINESS:

1) **To receive, consider and adopt the;**

   a. Audited financial statements of the Company for the financial year ended on 31st March,2024 together with the Reports of the Board of Directors and Auditors thereon; and

   b. Audited consolidated financial statements of the Company for the financial year ended on 31st March, 2024 together with the report of Auditors thereon.

2) **To appoint a Director in place of Mr. S. N. Vinaya Babu (DIN: 01373832), who retires by rotation and being eligible offers himself for re-appointment.**

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

   "RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. S. N. Vinaya Babu (DIN: 01373832), who retires by rotation, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3) **To appoint a director in place of Mr. Apurva Shah (DIN: 00378260), who retires by rotation and being eligible offers himself for re-appointment.**

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

   "RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Apurva Shah (DIN: 00378260), who retires by rotation, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

4) **To approve the increase in remuneration payable to Mr. Nitin Deshmukh (DIN: 00060743), the Independent Non-Executive Director and Chairman of the Company**

   To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 149, 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company, consent of the Shareholders be and is hereby accorded to pay a remuneration or fees of INR 2.08 lakh per month inclusive of all benefits (Rupees Two Lakh Eight Thousand Only) plus GST if any applicable and subject to deduction of applicable taxes to Mr. Nitin Jagannath Deshmukh (DIN: 00060743), Non-Executive Independent Director of Company toward rendering of the professional services w.e.f. 1st October, 2024 and approve the draft agreement to be entered by Company for same;

RESOLVED FURTHER THAT Dr. Mahesh Bhalgat, Managing Director or Mr. Nirmal Bhatia, Company Secretary & Chief Financial Officer of the Company, be and are hereby individually and severally authorized to represent, sign / e-sign, e-file all e-forms to the Registrar of Companies, RBI FIRMS portal registration, any government body, semi government body/authority, Corporations, Institutes, joint venture agreement, technical agreement and all related forms, letters, share certificates, etc. and to do the necessary acts, deeds, negotiate, approve, authorize, empower, give power of attorney to any officer of the Company, nominate any officer/person of the Company to do so, sign any forms, letters, agreements, etc. and do all such acts as may be necessary to appear before and represent the Company with all statutory bodies as required."

5) To approve the increase in remuneration payable to Mr. Rakesh Bhartia (DIN: 00877865), the Independent Non-Executive Director of the Company

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company, consent of the Shareholders be and is hereby accorded to pay a remuneration or fees of INR 2.08 lakh per month inclusive of all benefits (Rupees Two Lakh Eight Thousand Only) plus GST if any applicable and subject to deduction of applicable taxes to Mr. Rakesh Bhartia (DIN: 00877865), Non-Executive Independent Director of Company toward rendering of the professional services w.e.f. 1st October, 2024 and approve the draft agreement to be entered by Company for same;

RESOLVED FURTHER THAT Dr. Mahesh Bhalgat, Managing Director or Mr. Nirmal Bhatia, Company Secretary & Chief Financial Officer of the Company, be and are hereby individually and severally authorized to represent, sign / e-sign, e-file all e-forms to the Registrar of Companies, RBI FIRMS portal registration, any government body, semi government body/authority, Corporations, Institutes, joint venture agreement, technical agreement and all related forms, letters, share certificates, etc. and to do the necessary acts, deeds, negotiate, approve, authorize, empower, give power of attorney to any officer of the Company, nominate any officer/person of the Company to do so, sign any forms, letters, agreements, etc. and do all such acts as may be necessary to appear before and represent the Company with all statutory bodies as required."

By order of the Board
For, Veeda Clinical Research Ltd.
(Nirmal Bhatia)

N.A. Bhatia

Company Secretary
MN: 12551

Registered Office:
Shivalik Plaza – A, Near I.I.M.
Ambawadi, Ahmedabad 380015
Date: 25th October, 2024

NOTES:

- **The Board of Directors by circular resolution passed on 5th September, 2024 had resolved to approve the application for extension of timeline for holding of an Annual General Meeting of the Company as per the provisions of Section 96 of the Companies Act, 2013 and applied to the Registrar of Companies (ROC), Gujarat by filing necessary form for extension of timeline. The Registrar of Companies, Gujarat vide their office letter dated 10th September, 2024 approved the request and considered the extension of 1 month and 0 days for holding of an Annual General Meeting.**

  Taking note of the above shorter extension granted by the Hon'ble Registrar of Companies and non-finalization of the Annual Accounts of the Company for the Financial Year 2023-24 the Board of Director again by circular resolution passed on 28th September, 2024 had resolved to approve further application for extension of additional timeline for holding of an Annual General Meeting of the Company as per the provision of Section 96 of the Companies Act, 2013 and applied again to the Registrar of Companies (ROC),, Gujarat by filing necessary form for extension of timeline. The Registrar of Companies, Gujarat vide their office letter dated 4th October,2024 approved the request and considered the extension of 1 months 15 days for holding of an Annual General Meeting.

- A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY, THE PROXIES, DULY SIGNED AND COMPLETED, TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY BEFORE COMMENCEMENT OF THE MEETING.

- "Pursuant to the provisions of Section 105 of the Act, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxies submitted on behalf of limited companies, societies, etc. must be supported by an appropriate resolution / authorization, as applicable"

- The proxy form MGT–11, has been attached to this notice.

- The instrument appointing proxy / proxies in order to be effective, should be deposited at the registered office of the Company, duly completed and signed, not less than 48 hours before the commencement of the Meeting.

- Corporate Members intending to send their authorized representatives to attend the Annual General Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send a duly certified copy of the Board Resolution / Power of Attorney together with their specimen signatures authorizing their representative(s) to attend and vote at the Annual General Meeting.

- The route map showing directions to reach the venue of the AGM is annexed and forms part of the Notice.

- All documents referred to in this Notice shall be made available for inspection by the Members at the registered office of the Company during business hours except Saturday, Sunday and National Holiday from the date hereof up to the date of this AGM.

By order of the Board
For, Veeda Clinical Research Ltd.
(Nirmal Bhatia)

N.A. Bhatia

Company Secretary
MN: 12551

Registered Office:
Shivalik Plaza – A, Near I.I.M.
Ambawadi, Ahmedabad 380015
Date: 25th October, 2024

Veeda Clinical Research Limited
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Near I.I.M., Ambawadi,
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India
Tel : +91 79 6777 3000
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www.veedacr.com
CIN-U73100GJ2004PLC044023

ANNEXURE TO THE NOTICE

STATEMENT SETTING OUT MATERIAL FACTS (EXPLANATORY STATEMENT)

(Pursuant to section 102 of the Companies Act, 2013)

ITEM NO. 4 and 5:

Mr. Nitin Deshmukh and Mr. Rakesh Bhartia both are an Independent Non-Executive Director of the Company since 1st July, 2021. Mr. Nitin Deshmukh also holds the position of Chairman on the Board of the Company. Apart from holding the crucial position at the Board, both directors also hold the Chairmanship and Membership of different statutory / other Committees of the Company. The Nomination and Remuneration Committee of the Company at their meeting held on 6th July, 2021 recommended to the Board, the remuneration of INR 1.25 lakh per month inclusive of all benefits (Rupees One Lakh Twenty-Five Thousand only) plus GST if any applicable and subject to deduction of applicable taxes i.e. INR 15 lakh (rupees Fifteen Lakh) per year. The same was approved by the Board at their meeting held on 16th July, 2021 and subsequently approved by the Shareholders at their extra ordinary general meeting held on 20th July, 2021.

Considering the knowledge, experience and expertise they brought to the Company in the form of leadership, the Nomination and Remuneration Committee at their meeting held on 24th October, 2024 recommended to the Board to increase the remuneration payable to both the directors by INR 10 lakh per year for each of them and thereby finalizing the total payable remuneration of INR 2.08 lakh per month inclusive of all benefits (Rupees Two Lakh Eight Thousand Only) plus GST if any applicable and subject to deduction of applicable taxes. i.e. INR 24.96 lakh (Rupees Twenty Four lakh Ninety Six Thousand Only) per year each to both directors. The said recommendation of the Nomination and Remuneration Committee was subsequently approved by the Board at their meeting held on 25th October, 2024.

Pursuant to the provisions of Section 149, 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the approval of shareholders through special resolution is necessary for approving the remuneration payable to the Independent Directors of the Company.

The Board recommends the resolution at Item No. 4 and 5 for your approval.

Except Mr. Nitin Deshmukh and Mr. Rakesh Bhartia, none of the Directors or key managerial personnel of the Company or their relatives, are in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 4 and 5 of this Notice.

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Veeda Clinical Research Limited
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CIN-U73100GJ2004PLC044023

ATTENDANCE SLIP

ANNUAL GENERAL MEETING

Venue of the Meeting:	Veeda Clinical Research Limited CIN: U73100GJ2004PLC044023 Satyamev Corporate, Near Shalin Bunglows, Corporate Road, Prahlad Nagar, Ahmedabad – 380015 Gujarat
Date & Time:	Friday 13th December, 2024 at 1100 hours

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint Shareholders may obtain additional Slip at the venue of the Meeting.

Registered Folio No./DP ID & Client ID:	
Name of Member:	
Address of the Member:	
Type of shares held:	
No of shares held:	

I certify that I am the registered Shareholder / proxy for the registered Shareholder of the Company.

I / We hereby record my / our presence at the Twentieth Annual General Meeting of the Company at the corporate office of the Company on Friday 13th December, 2024 at 1100 hours.

Name of the Member: ______________________________
Signature: ______________________________
Name of the Proxy holder: ______________________________
Signature: ______________________________

NOTE:

1. A Member/Proxy holder attending the Meeting should bring copy of the Notice for reference at the Meeting.
2. Only Member/Proxy holder can attend the Meeting.
3. Please complete the Folio No. / DP ID No., Client ID No. and name of the Member/Proxy holder, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Hall.

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FORM MGT-11: PROXY FORM

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

Veeda Clinical Research Limited
CIN: U73100GJ2004PLC044023

Registered Folio No./DP ID & Client ID:	
Name of Member:	
Registered Address of the Member:	
Email Id:	
Type of shares held:	
No of shares held:	

I / We, being the Member(s) of _________________ shares of the above-named Company, hereby appoint:

Name:……………………………………………………………………………………..………………………
Address:………………………………………………………………………………………..……………
E-mail ID:.……………………………………………………………………………..………………
Signature:………………………………….or failing him / her;

Name:……
Address:…………………………………………………………………………………………………..…
E-mail ID:.……………………………………………………………………………………………
Signature:………………………………….or failing him / her;

Name:……
Address:…………………………………………………………………………………………………..…
E-mail ID:.……………………………………………………………………………………………
Signature:………………………………….

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Twentieth Annual General Meeting of the Company, to be held on Friday 13th December, 2024 at 1100 hours and at any adjournment thereof in respect of such resolutions as indicated below:

Sr. No.	Resolutions	Consent	
ORDINARY BUSINESS		**For**	**Against**
1	To receive, consider and adopt the; a. Audited financial statements of the Company for the financial year ended on 31st March, 2024 together with the Reports of the Board of Directors and Auditors thereon; and		

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	b. Audited consolidated financial statements of the Company for the financial year ended on 31st March, 2024 together with the report of Auditors thereon.		
2	To appoint a director in place of Mr. S. N. Vinaya Babu (DIN: 01373832), who retires by rotation and being eligible offers himself for re-appointment		
3	To appoint a director in place of Mr. Apurva Shah (DIN: 00378260), who retires by rotation and being eligible offers himself for re-appointment		
SPECIAL BUSINESS			
4	To approve the increase in remuneration payable to Mr. Nitin Deshmukh (DIN: 00060743), the Independent Non-Executive Director and Chairman of the Company		
5	To approve the increase in remuneration payable to Mr. Rakesh Bhartia (DIN: 00877865), the Independent Non-Executive Director of the Company		

Signed this ____ day of ___________ 2024

Affix Revenue Stamp

______________________ ______________________

Signature of Member Signature of Proxy

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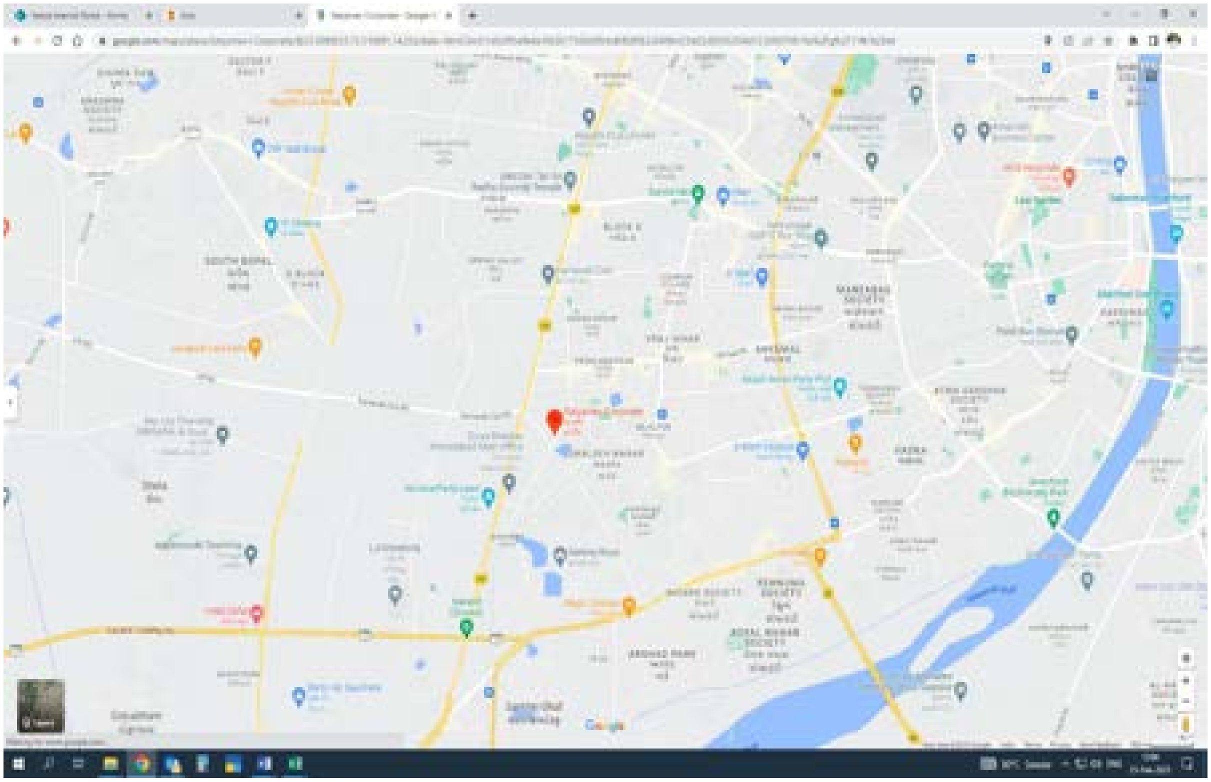
Route Map to the venue of AGM:



Corporate Office:	**Phone Number**
Veeda Clinical Research Limited	**+91 79677 73000**
Satyamev Corporate,	
Near Shalin Bunglows,	Email Address
Corporate Road,	info@veedacr.com
Prahlad Nagar,	investor.relations@veedacr.com
Ahmedabad – 380015	

*****

VEEDA CLINICAL RESEARCH LIMITED
CIN: U73100GJ2004PLC044023
Registered Office: Shivalik Plaza – A, 2nd Floor, Opp. Ahmedabad Management Association, Ambawadi, Ahmedabad – 380015, Gujarat. Tel No.: +91 79677 73000

DIRECTOR'S REPORT

To,
The Members,
VEEDA CLINICAL RESEARCH LIMITED
Ahmedabad

Your directors are pleased to present the 20th Annual Report on the business performance and operations of your Company together with the Audited Financial Statements and the Auditor's Report for the financial year ended 31st March, 2024. The consolidated performance of the Company and its subsidiary has been referred to whenever required.

FINANCIAL HIGHLIGHTS

The Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under section 133 of The Companies Act, 2013 ("the Act"), read with rule 7 of The Companies (Accounts) Rules, 2014 ("the Accounts Rules"). The standalone and consolidated financial performance of the Company for the Financial Year ended on March 31, 2024 is summarized below:

(INR in millions)

PARTICULARS	STANDALONE		CONSOLIDATED	
	2023-24	**2022-23**	**2023-24**	**2022-23**
Revenue of Operations	2,754.48	2,961.53	3887.77	4,095.78
Other Income	175.61	91.47	192.13	106.32
Profit before Interest, Depreciation, Amortization & Tax	455.20	635.62	714.51	1140.54
Interest and Financial charges	58.73	(53.32)	148.35	(138.82)
Depreciation	350.21	(211.32)	533.57	(380.25)
Share of profit / (loss) from joint venture and associate (net of tax)	-	-	-	(26.67)
Exceptional Items	-	-	-	-
Profit/(Loss) before taxes	46.26	370.98	32.59	594.80
Current Tax	37.71	(126.14)	(97.98)	(192.79)
Adjustment of tax relating to earlier years	(9.69)	(0.12)	8.19	2.93
Deferred Tax	(12.34)	14.80	53.62	19.29
Profit / (Loss) for the Year	**30.58**	**259.52**	**(3.58)**	**424.23**

BUSINESS PERFORMANCE

- **Standalone:**
  During the current period, your company has total revenue of INR 2,754.48 million as against the Rs. 2961.53 million in the previous year. The Company has profit of INR 30.58 million as compared to profit of Rs. 259.52 million in previous year. The company will continue to pursue expansion in domestic market and international market by utilizing the resources effectively.

- **Consolidated:**
  During the current period, your company has total revenue of INR 3887.77 million as against the Rs. 4,095.78 million in the previous year. The Company has profit/(loss) of INR (3.58) million as

compared to profit of Rs. 424.23 million in previous year. In the near future, the Company expects to achieve more growth.

DIVIDEND

With a view to conserve resources for the future growth of the Company, the directors do not recommend dividend on equity shares for the year ended on 31st March, 2024.

TRANSFER TO RESERVES

The Company has reserve of INR NIL million (on standalone basis) as at the end of Financial Year. The directors do not recommend any amount to be transferred to any reserve.

MAJOR EVENT OCCURRED DURING THE YEAR INCLUDING CHANGES IN SHARE CAPITAL

- **Acquisition of Additional Stake in Subsidiary Company i.e. M/s. Bioneeds India Private Limited**
  Pursuant to the Investment Agreement dated July 7, 2021 along with its amendments entered into between the Company, Promoter of the Subsidiary Company and the Subsidiary Company, the Company had acquired Equity shares of the Subsidiary Company. The details of the same are provided as below:

Sr. No.	Particulars	Board / Shareholder's approval	Share Acquired	Total Shares after Acquisition	% of Shares Acquired
	At the beginning of the year		**64,21,306**		**87%**
1	Investment through subscription of 2,95,385 fully paid-up new Equity Shares of Face Value of Rs. 10/- each for consideration of Rs. 23,50,00,000 of M/s. Bioneeds India Private Limited.	Board approval: 18/07/2023	2,95,385	67,16,691	91%

- **Raising of fund through Preferential issue**
  During the financial year under review, the Company had resolved to raise INR 1060 million from the identified investors by way of preferential allotment on a private placement basis.

Date of Board Resolution	12/05/2023
Date of Shareholder Resolution	05/06/2023
Number of Equity Shares Offered	28,86,552 equity shares
Face value of shares	Fully Paid-up Equity Shares of INR 2/- each
Number of shareholders to whom the shares were issued	4 Investors
Total amount of offer	INR 1,05,99,99,625.44/-
Number of Shares issued and allotted	28,86,552*
Number of shareholders to whom the shares were issued	4

Total amount raised through private placement	INR 1,05,99,99,625.44/-

*****Pursuant to the offer, all the shareholders except one have subscribed fully, to whom the allotment was made on 18th July, 2023, whereas the remaining portion of that one shareholder has subscribed afterward to whom the allotment was made on 21st December, 2023.

- **The Board at their meeting held on 12th May, 2023**;

    - Resolved to acquire the remaining 50% shares from M/s. Somru Bioscience Inc. thereby making Ingenuity Biosciences Private Limited as wholly owned subsidiary and

- **The Board at their meeting held on 18th July, 2023**;

    - Resolved to approve purchase of Bio-Pharma division of the Subsidiary Company i.e. Bioneeds India Private Limited.

    - Resolved to approve purchase of business from the Joint Venture Company i.e. Ingenuity Biosciences Private Limited.

- **Incorporation of Wholly Owned Subsidiary**

The Board at their meeting held on 21st December, 2023 approved the incorporation of Wholly Owned Subsidiary in Ireland with name of Veeda Clinical Research Ireland Limited by subscribing 1 Ordinary Shares of 1 Euro.

- **Subscribing Further Shares of Wholly Owned Subsidiary i.e Veeda Clinical Research Ireland Limited**

During the year under review, the Company resolved to subscribe additional 13,000,000 Ordinary Shares of 1 Euro pursuant to the Board Meeting Dated 22nd February, 2024

- **Acquisition of Equity Shares of Health Data Specialists Ireland Limited**

Pursuant to the Share Purchase agreement dated 19th February, 2024, along with its amendments entered into between the company, Veeda Clinical Research Ireland Limited (a wholly Owned subsidiary Company), Mr. Georgious Kouvatseas, Mr. Leonidas Kostagiolas, Okeanos limited (Seller) and Mr. Ioannis Orfanidis (Seller Guarantor), the company had acquired Equity shares of Health Data Specialists Ireland Limited. The detail of the same are provided as under:

Sr No	Particular	Board/ Shareholder's approval	Type of Shares	Shares acquired	% of acquisition
1	Investment through acquisition of 196 Ordinary Shares and 98 C Ordinary Shares of face value of Rs. 0.01 Euro each against the consideration of issue of 36,32,310 equity shares of the company for an aggregate	Board approval: 22/02/2024 Shareholder's approval: 04/03/2024	Ordinary Shares and C Ordinary Shares	196 Ordinary Shares and 98 C Ordinary Shares	32.70%

	consideration of INR 152,80,04,200/-				
2	Investment through Wholly Owned Subsidiary in Health Data Specialists Ireland Limited – Ireland by Subscribing 404 Ordinary Shares and 202 C Ordinary Shares of Face Value of Rs. 0.01 Euro each for consideration of 35,000,000 Euro	Board approval: 21/12/2023	Ordinary Shares and C Ordinary Shares	404 Ordinary Shares and 202 C Ordinary Shares	67.30%

- **Amendment of Article of Association**
  During the year under review, the company has altered the Articles of Association as per the details mentioned below;

Sr no	Board/ Shareholder's approval	Rational for Amendment
1	Board approval: 18/07/2023 Shareholder's approval: 10/08/2023	To align the rights and obligations of identified investors existing in the agreement with Article of Association
2	Board approval: 18/03/2024 Shareholder's approval: 26/03/2024	To incorporate relevant provisions of agreement existing pursuant to acquisition of shares of Health Data Specialists Ireland Limited- Ireland

STATE OF COMPANY'S AFFAIR

The Company being unlisted Company, Management Discussion and Analysis Report for the year under review in compliance with the provision of regulation 34(2)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable.

Your directors have presented the Company's State of Affairs and the future growth projections in form of **Annexure-A** to this report.

CHANGE IN THE NATURE OF BUSINESS

There has been no change in the nature of business of the Company during the year under review.

DISCLOSURE ON DOWNSTREAM INVESTMENT

Pursuant to the approval of the Board of Directors in the meeting dated 18th July, 2023, the Company acquired additional stake of 4% in Bioneeds India Private Limited (Subsidiary Company) as per detail below:

- Subscription of 2,95,385 new equity shares of Bioneeds India Private Limited by making investment of INR 23,50,00,000

As on the date of this report, the company owns 91.00 % of shareholding of M/s. Bioneeds India Private Limited.

The Company had also obtained a Certificate for Downstream Investment from Chartered Accountant certifying that;

A. The company has obtained necessary approvals of Board for such downstream investment;
B. Downstream investments made within foreign equity levels permitted;
C. All the requirements of the Companies Act, 2013 and relevant FEMA regulations have been complied with;
D. Investments made by the company within the caps as specified in the FDI policy;
E. The investment is in compliance with Foreign Exchange Management (Mode of Payment and Reporting of Non-Debt Instruments) Regulations, 2019 and Foreign Exchange Management (Transfer or issue of security by a person resident outside India) Regulations, 2017;
F. The Investment Agreement/ Shareholder Agreement between the investor and the investee company is in compliance with the provisions of Foreign Exchange Management (Transfer or issue of security by a person resident outside India) Regulations, 2017, as amended from time to time.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN MARCH 31, 2024 AND THE DATE OF THE REPORT

There has been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year and the date of report, except as stated below;

- The Company has invested in Equity shares and Compulsory Convertible Preference Shares of Veeda Clinical Research Ireland Limited (a wholly owned subsidiary), the details regarding the same are below:

Sr. No.	Approval of Board/ Shareholder	Description of the issue
1	Board approval: 13/06/2024	Subscribing 6,00,000 Euro equity shares of face value of 1 Euro for cash consideration
2	Board approval: 26/07/2024	Subscribing 27,000,000 Euro equity shares of face value of 1 Euro in following manner: • 17,000,000 Euro subscribed for the consideration other than cash, being the transfer of 17,000,000 Euro equity shares of Health Data Specialists Ireland Limited-Ireland (Step Down Subsidiary) • 10,000,000 Euro subscribed for the cash consideration
3	Board approval: 26/07/2024	Acquire 12,999,999 Compulsory Convertible Preference Shares of 1 Euro for the consideration other than cash, being issue of shares of 27,77,649 equity shares of the company

- Pursuant to the terms and conditions of the Share Purchase Agreement Dated 19th February, 2024 between Company, Veeda Clinical Research Ireland Limited (Wholly Owned Subsidiary), Mr. Georgios Kouvatseas, Mr. Leonidas Kostagiolas, Okeanos Limited (Sellers), and Mr. Ioannis Orfanidis (Seller Guarantor), and the achievement of Uplift 1 condition, the company has issued shares on a preferential basis; the details regarding the same are below.

Sr. No.	Approval of Board/ Shareholder	Description of the issue
1	Board approval: 26/07/2024 Shareholder's approval: 20/08/2024	27,77,649 Equity shares issued against the consideration of acquisition of 1,29,99,999 Compulsorily Convertible Preference Shares (CCPS) of 1 Euro of Veeda Clinical Research Ireland Limited (wholly owned subsidiary) for an aggregate consideration of INR 116,84,73,800

- In order to list the company's equity shares on one or more recognized stock exchanges and enable the shareholder to have a formal market place for dealing with the company's equity shares, the Board at their meeting held on 26th July, 2024, and the shareholder at their meeting held on 20th August, 2024, have resolved to approve the initial public offer of equity shares of the company through a fresh issue and offer for sale of equity shares.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

No significant and material orders have been passed by any Regulators or Courts or Tribunals which have influence to the going concern status and Company's operation in future.

SHARE CAPITAL

- Authorized Share Capital:
  As on 31st March, 2024, the authorized share capital of the company was Rs. 36,44,06,800/- comprising of 18,22,03,400 Equity Shares of Rs.2/- each

- Paid-up Share Capital:
  During the year, Company has allotted 1,01,05,860 equity shares of face value of Rs.2/- each, the relevant details are given below;

Sr No	Date of allotment	No of Shares allotted	Issue price
1	12-05-2023	35,86,998	367.22
2	18-07-2023	15,24,970	367.22
3	21-12-2023	13,61,582	367.22
4	26-03-2024	36,32,310	SWAP

As a result of allotment during the year, the paid-up share capital of the company as on 31st March, 2024 stood increased to 12,59,99,692/- divided into 6,29,99,846 fully paid-up equity shares of face value of Rs. 2/- each.

DEMATERIALIZATION OF SHARES

100% of the Company's paid-up Equity Share Capital is in dematerialized form as on 31st March, 2024. The company's Registrar and Transfer Agent is M/s. Link Intime India Pvt Ltd, based at Mumbai, Maharashtra.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate internal control systems in place and has reasonable assurance on authorizing, recording and reporting transactions of its operations in all material respects and in providing protection and safeguard against misuse or loss of assets of the Company. The Company has in place, well documented procedures covering critical financial and operational functions commensurate with the size and complexities of the organization. Some of the salient features of the internal control system in place are: -

1. Adherence to applicable Accounting Standards and Policies.

2. Preparation of annual budget for operation and service functions and monitoring the same with actual performance at regular intervals.

3. Ensuring that assets are properly recorded and procedures have been put in place to safeguard against any loss or unauthorized use or disposal.

In addition, the Company uses the services of an external audit firm (acting as Internal Auditor) to periodically review various aspects of the internal control system to ensure that such controls are operating in the way expected and whether any modification is required.

The Company’s internal financial controls are deployed through an internally evolved framework that addresses material risks in the Company’s operations and financial reporting objectives, through a combination of Entity Level Controls (including Enterprise Risk Management, Legal Compliance Framework and Anti-fraud Mechanisms such as an Ethics Framework, Code of Conduct, Whistle Blower Policy, Anti Money Laundering Policy, Anti-Bribery and Anti-Corruption Policy, etc.), Process Controls, Information Technology based controls, period end financial reporting and closing controls and Internal Audit.

DEPOSITS

There was no outstanding deposit within the meaning of Section 73 and 74 of the Act read with rules made thereunder at the end of the financial year 2023-2024 or the previous financial years. Your company did not accept any deposit during the year under review.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

i) Details of Loans

During the financial year under review, the Company has provided the loan as below:

Sr. No.	Details of Loan	Name of Borrower	Purpose for which the proceeds from Loan is proposed to be utilized by the recipient	Principal Amount (INR) in millions	Amount outstanding as on 31st March 2024
1	Loan to Joint Venture Company	Ingenuity Biosciences Private Limited	To meet the business requirement	29.5	0

*(During the year, an amount of INR 17.5 million was given as loan to the Ingenuity Biosciences Private Limited. However, pursuant to its non-recoverability, the outstanding amount of loan of INR 50.00 million was written off by the Company during the year)

ii) Details of Investments

During the financial year under review, the Company made the investments as below:

Sr. No.	Details of Investment	Name of Investee	Purpose for which the proceeds from investment is proposed to be utilized by the recipient	Principal Amount (INR) in millions
1	Investment in Equity Shares of subsidiary Company	Bioneeds India Private Limited	For Capital Expenditure	235.00
2	Investment in Equity Shares of Wholly Owned subsidiary Company	Veeda Clinical Research Ireland Limited	For fulfillment of commercial terms of share purchase agreement executed between the company, Veeda Clinical Research Ireland Limited (Wholly Owned Subsidiary), Mr. Georgios Kouvatseas, Mr. Leonidas Kostagiolas, Okeanos Limited (Proposed seller) and Mr. Ioannis Orfanidis (Seller Guarantor)	1,180.53
3	Investment in Equity Shares of step-down subsidiary	Health Data Specialists (Holdings) Limited, Ireland	Not applicable as Investment was made through acquisition of equity shares through purchase from selling shareholders (i.e Mr. Georgios Kouvatseas, Mr. Leonidas Kostagiolas, Okeanos Limited)	1,545.42
4	Investment in Joint Venture Company	Ingenuity Biosciences Private Limited	Acquisition of additional 50% shares	3.5

iii) Details of Guarantee

During the financial year under review, the Company has provided the guarantee as below:

Sr. No.	Details of Guarantee	Name of Party for whom Guarantee provided	Purpose of Guarantee	Principal Amount (INR) in millions	Amount of Guarantee outstanding as on 31st March 2024
1	Guarantee to Investec Bank PLC and Siemens Bank GmbH / Lenders	Veeda Clinical Research Ireland Limited	For securing the loan or financial arrangement	4,546.98	4,546.98
2	Guarantee to Mr. Georgios Kouvatseas, Mr. Leonidas Kostagiolas and M/s. Okeanos Limited (i.e. the Shareholders of Step Down Subsidiary	Veeda Clinical Research Ireland Limited	To Secure payment obligation of Veeda Clinical Research Ireland (Wholly Owned Subsidiary) as per the Deed of Guarantee executed between company, Mr. Georgios Kouvatseas, Mr. Leonidas Kostagiolas and M/s. Okeanos Limited (Seller of step down subsidiary)	6,053.61	6,053.61

SUBSIDIARIES, JOINT VENTURES, ASSOCIATE COMPANIES AND LLPS

At the beginning of the financial year, The Company has two subsidiary and one joint venture company, the relevant details are given below;

Sr. No.	Name of Company	Relation	% of Holding
1	Bioneeds India Private Limited	Subsidiary	91%
2	Amthera Life Science Private Limited	Step-Down Subsidiary	91%
3	Ingenuity Biosciences Private Limited*	Subsidiary	100%

*At the beginning of the Financial Year, M/s. Ingenuity Biosciences Private Limited was a Joint Venture Company. However, Veeda had terminated the joint venture agreement with Somru Bioscience Inc. and purchased the entire business (including all remaining 50% shareholding from Somru Bioscience Inc.) of Ingenuity Biosciences Private Limited and thereby making it a Wholly Owned Subsidiary Company.

Further, apart from above, Veeda has incorporated a foreign based wholly owned subsidiary Company in Ireland named “Veeda Clinical Research Ireland Limited”.

Sr. No.	Name of Company	Relation	% of Holding
1	Veeda Clinical Research Ireland Limited (Ireland)	Subsidiary	100% shares owned by Veeda Clinical research Limited

Further, the Company had entered into "Share Purchase Agreement" with Veeda Clinical Research Ireland Limited, Mr. Georgios Kouvatseas, Mr. Leonidas Kostagiolas and M/s. Okeanos Limited and Mr. Ioannis Orfanidis.

By entering into the above agreement, the Company had acquired M/s. Health Data Specialists (Holdings) Limited, Ireland and indirectly all its subsidiaries too.

Below is the list of Subsidiaries;

Sr. No.	Name of Company	Relation	% of Holding
1	Health Data Specialists (Holdings) Limited, (Ireland)	Subsidiary	32.70% shares owned by Veeda Clinical Research Limited and 67.30% shares owned by Veeda Clinical Research Ireland Limited
2	Health Data Specialists Ireland Limited (Ireland)	Subsidiary	100% shares owned by Health Data Specialists (Holdings) Limited, Ireland
3	Health Data Specialists Single Member S.A. (Greece)	Stepdown Subsidiary	100% shares owned by Health Data Specialists (Holdings) Limited, Ireland
4	Health Data Specialists S.R.L. (Italy)	Stepdown Subsidiary	100% shares owned by Health Data Specialists Ireland Limited
5	Health Data Specialists USA Inc. (USA)	Stepdown Subsidiary	100% shares owned by Health Data Specialists Ireland Limited
6	Health Data Specialists Australia Pty Ltd. (Australia)	Stepdown Subsidiary	100% shares owned by Health Data Specialists Ireland Limited
7	Health Data Specialists B.V. (Netherlands)	Stepdown Subsidiary	100% shares owned by Health Data Specialists Ireland Limited
8	HeaDS research GmbH (Germany)	Stepdown Subsidiary	100% shares owned by Health Data Specialists Ireland Limited
9	Heads Research AG (Switzerland)	Stepdown Subsidiary	100% shares owned by Health Data Specialists Ireland Limited

- The company has also acquired 32.70% stake in Health Data Specialists (Holdings) Limited-Ireland directly and a 67.30% stake through a wholly owned subsidiary (Veeda Clinical Research Ireland Limited).

Pursuant to Rule 5 of the Companies (Account) Rules, 2014, a statement containing the salient features of the financial statement of the Company's subsidiary/ joint ventures/ associate companies of the company, bringing out the highlights of their performance, appear in Form AOC-1 at the **Annexure-B** to this report.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

During the year, there were no amount required to transfer into Investors Education Protection Fund.

PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE

There are no such proceedings or appeals pending under Insolvency and Bankruptcy Code, 2016 during the year and at the end of the financial year even up to the date of this report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

1. CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL

Below are the changes in the Directors during the financial year under review;

Sr. No.	Name of Director	Activity undertaken	Date of Activity	Designation
1	Ms. Aparajita Jethy Ahuja	Resignation	26/09/2023	-
2	Mr. Chirag Sachdev	Appointment	26/09/2023	Additional Director
		Regularization	20/10/2023	Non-Executive Nominee Director
3	Dr. Kavita Singh	Resignation	03/01/2024	-
4	Mr. Binoy Gardi	Appointment	03/01/2024	Additional Director
		Regularization	12/01/2024	Whole Time Director
5	Mr. Manu Sahni	Resignation	22/02/2024	-

2. RETIREMENT BY ROTATION

In accordance with the provisions of section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. S. N. Vinaya Babu (DIN: 01373832) and Mr. Apurva Shah (DIN: 00378260), Non-executive Directors who retires by rotation at the ensuing Annual General Meeting and are eligible, offers, offers themselves for their re-appointment. The board recommends their re-appointment for the consideration of the Members of the company at the ensuing Annual General Meeting.

3. KEY MANAGERIAL PERSONNEL

At the end of the financial year, there are four Key Managerial Personnel on the Board, the relevant details are as below;

Sr. No.	Name of Key Managerial Personnel	Designation
1	Mr. Binoy Gardi	Whole-Time Director cum Vice Chairman
2	Mr. Ajay Tandon*	Managing Director
3	Dr. Mahesh Bhalgat**	Group Chief Executive Officer
4	Mr. Nirmal Bhatia	Group Chief Financial Officer and Company Secretary

* Mr. Ajay Tandon has resigned from the post of Managing Director and appointed as a Chief Executive Officer w.e.f. 09.05.2024

** Dr. Mahesh Bhalgat has been appointed as a Managing Director w.e.f. 09.05.2024

4. PECUNIARY RELATIONSHIP

During the year under review, except those disclosed in the Audited Financial Statements, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company.

- **Composition of the Board of Directors**

The Board of the Company is composed of individuals from diverse fields. The Board of the Company is composed of Executive, Non-Executive and Independent Directors.

As on 31st March, 2024, the strength of the Board of Directors of the Company was Eleven Directors comprising of Two Executive Directors, Three Independent Directors, Three Non-Executive Non-Independent Directors and Three Nominee Directors.

MEETINGS OF DIRECTORS AND ITS COMMITTEES

- **Board Meeting & Shareholder Meeting**

The Board meets at regular intervals to discuss and decide on Company's business policy and strategy apart from other Board business. The notice of Board Meeting is given well in advance to all the Directors. The Agenda of the Board/ Committee meetings is circulated to all the Directors as per the Provisions of Companies Act, 2013 and rules made thereunder. The Agenda for the Board and Committee meetings includes detailed notes on the items to be discussed at the meetings to enable the Directors to take an informed decision.

During the financial year under review, 9 (Nine) Board meetings were held, the gap between the two Board Meetings was in compliance with the provisions of the Act. The Details of presence of Directors at the Board Meeting and General Meeting during the financial year ended 31st March, 2024 are given below:

Type of Meeting	Date of Meeting	Directors Present
Board	12/05/2023	All the Directors present except Ms. Jeanne Hecht
Board	18/07/2023	All the Directors present except Dr. Kavita Singh
Board	05/09/2023	All the Directors present
Board	28/10/2023	All the Directors present except Mr. Rakesh Bhartia and Dr. S. N. Vinaya Babu
Board	21/12/2023	All the Directors present except Dr. Kavita Singh
Board	03/01/2024	All the Directors present except Mr. Rakesh Bhartia, Mr. Manu Sahni, Ms. Jeanne Hecht
Board	22/02/2024	All the Directors present except Mr. Apurva Shah and Ms. Jeanne Hecht
Board	18/03/2024	All the Directors present except Ms. Jeanne Hecht
Board	29/03/2024	All the Directors present except Mr. Rakesh Bhartia, Dr. S. N. Vinaya Babu and Mr. Jagannath Samavedam

<table>
<tr><td>EGM</td><td>05/06/2023</td><td rowspan="6">Five Nominated Member's representatives attended the Meeting, No Directors were present</td></tr>
<tr><td>EGM</td><td>10/08/2023</td></tr>
<tr><td>AGM</td><td>20/10/2023</td></tr>
<tr><td>EGM</td><td>12/01/2024</td></tr>
<tr><td>EGM</td><td>04/03/2024</td></tr>
<tr><td>EGM</td><td>26/03/2024</td></tr>
</table>

In view of urgency of the certain businesses, the Board and Committees had passed a circular resolution on different dates in accordance with Section 175 of the Companies Act, 2013 read with Rule 5 of Companies (Meeting of the Board and its Powers) Rules, 2016.

- **Audit Committee**

The Audit Committee in terms of the provisions of Section 177 of the Companies Act, 2013 comprising of Mr. Rakesh Bhartia, Mr. Nitin Deshmukh and Mr. Chirag Sachdev.
Mr. Rakesh Bhartia, the Independent Director, is the chairman of the Audit Committee.

Mr. Chirag Sachdev on account of the resignation of Mr. Manu Sahni occupied the position of member of the Audit Committee on 22nd February, 2024.

During the financial year ended on 31st March, 2024, total 8 (Eight) meetings of the members of the Audit Committee were held. The details of presence of Member at the Meeting during the financial year ended on 31st March, 2024 are given below:

Date of Meeting	Members Present
12/05/2023	All the Committee Members were present
18/07/2023	All the Committee Members were present
05/09/2023	All the Committee Members were present
13/10/2023	All the Committee Members were present except Mr. Nitin Deshmukh
18/12/2023	All the Committee Members were present
21/02/2024	All the Committee Members were present
18/03/2024	All the Committee Members were present
28/03/2024	All the Committee Members were present

- **Nomination and Remuneration Committee**

The Nomination and Remuneration Committee in terms of the provisions of Section 178 of the Companies Act, 2013 comprising of Mr. Rakesh Bhartia, Mr. Nitin Deshmukh and Mr. Vivek Chhachhi.

Pursuant to the provision of Section 178(1) of the Companies Act, 2013, the Chairperson of the Company (whether executive or non-executive) may be appointed as a member of the Nomination and Remuneration Committee but shall not chair such Committee. In accordance with the same rule, the position of chairmanship of Mr. Nitin Deshmukh was replaced by Mr. Rakesh Bhartia.
During the financial year ended on 31st March, 2024, total 2 (Two) meetings of the Nomination and Remuneration Committee were held. The details of presence of Member at the Meeting during the financial year ended on 31st March, 2024 are given below:

Date of Meeting	Members Present
31/07/2023	All the Committee Members were present
03/01/2024	All the Committee Members were present

- **Stakeholder Relationship Committee**

The Company has voluntarily constituted the Stakeholder Relationship Committee in terms of the provision of Section 178 of the Companies Act, 2013 comprising of Mr. Nitin Deshmukh, Mr. Ajay Tandon and Mr. Chirag Sachdev.

Mr. Nitin Deshmukh, Independent Director, is the Chairman of the Stakeholder Relationship Committee.

On account of Resignation of Dr. Kavita Singh, Ms. Aparajita Jethy Ahuja and Mr. Manu Sahni, the composition of Stakeholder Relationship Committee was re-constituted during the year.

No meetings of the Committee were held during the financial year ended on 31st March, 2024.

- **Corporate Social Responsibility Committee**

The Corporate Social Responsibility Committee in terms of the provision of Section 135 of the Companies Act, 2013 comprising of Mr. Apurva Shah, Mr. Nitin Deshmukh and Mr. Kiran Marthak.

Mr. Apurva Shah, Non-Executive Director, is the chairman of the Corporate Social Responsibility Committee.

On account of Resignation of Ms. Aparajita Jethy Ahuja and Dr. Kavita Singh, the composition of Corporate Social Responsibility Committee was re-constituted during the year.

During the financial year ended on 31st March, 2024, total 2 (Two) meetings of the Corporate Social Responsibility Committee were held. The details of presence of Member at the Meeting during the financial year ended on 31st March, 2024 are given below:

Date of Meeting	Members Present
09/09/2023	All the Committee Members were present
25/11/2023	All the Committee Members were present except Dr. Kiran Marthak

- **IPO Committee**

The Company has constituted the IPO Committee comprising Mr. Chirag Sachdev, Mr. Vivek Chhachhi, Mr. Apurva Shah, Mr. Nitin Deshmukh

Mr. Chirag Sachdev, Nominee Director is a Chairman of the Committee.

During the year under review, no IPO Committee meeting was held.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, your directors confirm that –

a) in the preparation of the annual accounts for the year ended March 31, 2024, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed and there are no material departures from the same;

b) they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the profit of the Company for the year ended on that date;

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

d) they have prepared the annual accounts on a going concern basis;

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

f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

DECLARATION BY INDEPENDENT DIRECTORS

The company had received a declaration from all the Independent Director of the company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and 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 with an objective independent judgment and without any external influence. In the opinion of the Board, they fulfill the conditions of independence as specified in the Act and the Listing regulations and are independent of the management.

STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR

In the opinion of the Board, there has been no change in the circumstances that may affect the status of independent Director of the Company and the Board is satisfied of the integrity, expertise, and experience (including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board. Further, in terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Independent Directors of the Company have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs.

EVALUATION OF BOARD, ITS COMMITTEE, AND INDIVIDUAL DIRECTORS

Pursuant to provisions of the Act and Rules made thereunder and as provided in Schedule IV of the Act, the formal annual evaluation is not applicable to the Company.

NOMINATION, REMUNERATION AND BOARD DIVERSITY POLICY

The Board has on the recommendation of the NRC, framed a Nomination and Remuneration Policy ("NRC Policy") for selection, appointment and remuneration of directors, key managerial personnel and senior management employees and other matters as provided under Section 178(3) of the Act. The remuneration paid to the Directors is as per the terms laid out in the Nomination and Remuneration Policy of the company.

The Nomination and Remuneration policy is applicable to all the directors, Key managerial Personnel and Senior Management Personnel of the Company.

The Policy provides guidance on:

- Selection and Nomination of Directors to the Board of the Company;
- Appointment of the Senior Management Personnel of the Company; and
- Remuneration of Directors, Key Managerial Personnel and senior management personnel.

RISK MANAGEMENT POLICY

The Company has a robust Risk Management Policy. The Company through Board and Audit Committee oversees the Risk Management process including risk identification, impact assessment, effective implementation of the mitigation plans and risk reporting. Risk Management forms an integral part of the Company's planning process.

There are no risks, which in the opinion of the Board threaten the existence of the Company.

VIGIL MECHANISM

The Code of Business Conduct of Company requires directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of the Company, they must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations. The Company has a Whistle Blower Policy to enable persons who observe unethical practices (whether or not a violation of law), to approach the Whistle Blower Custodian without revealing their identity, if they choose to do so. This Policy governs reporting and investigation of allegations that are in breach of the Code of Business Conduct.

The Company has established a program named “MD Connect Program” which facilitates newly recruited employees to get connected with the Managing Director of the Company. The main aim of such a program is to make the newly recruited employees aware of the principles and value system of the Company. Moreover, the employee is made aware of the whistle blowing policy and its importance in the organization.

PARTICULARS OF CONTRACT OR ARRAGEMENT WITH RELATED PARTIES

All contracts / arrangements / transactions entered into by the Company during the Financial Year ended on March 31, 2024 with related parties were in the ordinary course of business and on an arm’s length basis and had no conflict with the interest of the Company. The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm’s length transactions under third proviso thereto are disclosed in Form No. AOC -2 as **Annexure-C**.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Company has constituted a Corporate Social Responsibility (CSR) Committee and framed a CSR Policy. The primary function of the Committee is to assist the Board of Directors in formulating a Corporate Social Responsibility (CSR) Policy and review its implementation and progress from time to time.

The Annual Report on Corporate Social Responsibility activities is annexed herewith as **Annexure-D**.

Further, the Chief Financial Officer of the Company has certified that CSR spends of the company for the financial year 2023-2024 has been utilized for the purpose and in the manner approved by the Board.

THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS

The Company has not taken any loan from banks or financial institutions during the year under review and hence, the difference in valuation is not applicable.

EMPLOYEE

Veeda continues to maintain its focus on attracting, hiring, training and inducting top Industry talent. On the hiring front, the Company recruited exceptional talent from pharmacy colleges and trained the fresh talent.

The focus is on optimized training duration, exhaustive coverage of all foundational skills, greater emphasis and stress on knowledge application, continuous monitoring of trainee performance and exposure to project environment through real-life Training Lab.

Like every year, Veeda celebrated diversity within the Company and strengthened it further by hosting an array of activities to propagate fun, bonding and celebration at work.

Veeda, as a Company, constantly enables and encourages the employees to be empowered, happy and enthusiastic about work. The Company's total rewards program is based on principles of equality and is designed to support its culture of high performance and innovation.

AUDITORS

- **STATUTORY AUDITOR**

  M/s. S R B C & Co. LLP, Chartered Accountants, Ahmedabad (Firm Registration No. 324982E/E300003) were appointed as the Statutory Auditors of the Company in 18th Annual General Meeting of the Company dated 17th June 2022 for the period of 5 (five) years i.e. till the conclusion of 23rd Annual General Meeting of the Company.

  The Auditors' Report for the financial year under review does not contain any qualification, reservation or adverse remark or disclaimer except with respect to the qualification or adverse remarks provided in Annexure 1 i.e. Companies (Auditor's Report) order (CARO) Reports to Independent Auditor's Report on Standalone and Consolidated financial statement of the Company. The reply against the observations raised by the Auditor given in Annexure-G.

  No fraud has been reported by the Auditors to the Audit Committee or the Board.

- **INTERNAL AUDITOR**

  Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014. M/s. Pradip R. Shah & Co., (Firm Registration No. 108048W), Chartered Accountants, Ahmedabad was appointed as an Internal Auditor of the company for the financial year 2023-24.

- **SECRETARIAL AUDITOR**

  The board of directors at their meeting held on 5th September, 2023 has appointed M/s. Tushar Vora & Associates, a firm of Practicing Company Secretaries (COP 1745), Ahmedabad to undertake the Secretarial Audit of the Company for the financial year 2023-24 pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The reply against the observations raised by the Auditor given in Annexure-G.

- **SECRETARIAL AUDIT REPORT**

  The Secretarial Audit Report in the prescribed Form No MR-3 for the Financial Year 2023-24 is annexed herewith as **Annexure-E** to this Report. The Secretarial Auditor has not reported any qualification, reservation or adverse remark or disclaimer in his report.

- **COST AUDITOR AND THEIR REPORT**

  Provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 are not applicable to the Company during the financial year under review.

ANNUAL RETURN

Pursuant to and in compliance with the provisions of section 92(3) read with section 134(3)(a) of the Act, Annual Return for the Financial Year ended on March 31, 2024, in prescribed Form No. MGT-7 is available on the website of the Company at **https://www.veedacr.com/financial-reporting**.

CORPORATE GOVERNANCE CERTIFICATE

The requirement of Corporate Governance Certificate is not applicable to the Company since it is not a listed Company.

Nevertheless, Governance at Veeda Clinical Research Ltd. (Veeda) encompasses structures, practices and processes adopted in every sphere of the Company's operations to provide long-term value to its stakeholders through ethical and transparent business standards. The Company has a definite Value System established which includes Humility, Honesty and integrity, Openness, Excellence, Innovation, and Nurturing individual growth. These values are the core elements of governance at Veeda. The Company, as a responsible corporate citizen, believes that the spirit of Corporate Governance stretches beyond statutory acquiescence to meet the ethical, legal, economic and social responsibilities and is centric to stakeholder trust and confidence. While the letter of the law is paramount in all its activities, the spirit in which it is followed, keeps in view the interests of the stakeholders, viz, shareholders, clients, employees, suppliers, society and regulatory bodies.

SECRETARIAL STANDARD

During the year under review, company has complied with all the applicable provisions of Secretarial Standard-1 and Secretarial Standard-2 issued by the Institute of Company Secretary of India.

INSURANCE

The Company's all clinical facilities are adequately insured against all major risks. The company has also taken Director's and Officers' Liability Policy to provide coverage against the liabilities arising on them, which includes all Directors of the Company.

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

The Information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act,2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, as amended from time to time is given in the **Annexure-F** forming part of this report**.**

DISCLOSURE UNDER THE SEXUAL HARRASSMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company's Code of Business Conduct (COBC) provides broad directions as well as specific guidelines for all business transactions. The emphasis is on human rights, prevention of fraudulent and corrupt practices, avoidance of conflict of interest, prevention of Sexual Harassment and unyielding integrity at all times.

Veeda is committed to the provision of a workplace, free of Sexual Harassment ("SH") and to provide a redressal mechanism for all complaints of SH without fear or threat of reprisals in any form or manner whatsoever. The work place in context of SH is not restricted to the office but includes extended work areas such as Client's place, work related travel, cafeterias and Company sponsored events, to name a few.

It is confirmed that the Company has duly complied with applicable provisions and has a policy in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 including the provisions relating to the constitution of Internal Complaints Committee under the said Act.

CORPORATE IDENTITY NUMBER

The Corporate Identity Number (CIN), allotted by the Ministry of Corporate Affairs, Government of India, is U73100GJ2004PLC044023 and the Company's Registration Number is 044023.

The Company's Master Data and details of the compliance filings by the Company with the Ministry of Corporate Affairs, Government of India, may be viewed by the members and other stakeholders at www.mca.gov.in (MCA21eServices) using the above mentioned CIN.

DISCLOSURE RELATING TO REMUNERATION OF EMPLOYEES:

Pursuant to Sub Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, below are the details of top 10 employees of the Company, receiving remuneration more than 1,02,00,000/- (Rupees One Crore Two Lakhs only) per annum and / or Rs. 8,50,000/- (Rupees Eight Lakhs Fifty Thousand only) per month.

Sr. No.	Name	Designation	Remuneration received (Fixed CTC P.A)	Nature of employment, whether contractual or otherwise	Qualification & Experience	Date of commencement of employment	Age	The last employment before joining the company	The percentage of equity shares held in the company within the meaning of clause (iii) of sub-rule (2) above	Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager	Total Experience (in years)
1	Nirmal Bhatia	Group Chief Financial Officer & CS	1,50,95,400	Permanent	CA, CS, LLB, PGDBA	01/07/2007	59	Suzlon Structures Pvt. Ltd	0.16%	No	32
2	*Ajay Tandon	Managing Director	1,49,99,996	Permanent	MBA (IIMA), B.E. (Delhi Uni.)	10/05/2019	55	Rohatyn Group, CITI Bank	NIL	NIL	29
3	**Dr. Mahesh Bhalgat	Managing Director, Group CEO	1,36,21,148	Permanent	Graduation in Pharmaceutical Sciences from Universi	03/01/2024	55	Syngene International, Sanofi, Shanta	NIL	NIL	33

					ty of Bombay Doctorate at the University of Utah			Biotechnics			
4	***Sailendra Kumar Goswami	President	1,10,00,000	Permanent	PhD	01/03/ 2023	54	Enem Nostrum Remedies	NIL	NIL	27

* Mr. Ajay Tandon resigned from the post of Managing Director and appointed as a Chief Executive Officer w.e.f. 09.05.2024
** Dr. Mahesh Bhalgat was appointed as a Chief Executive Officer on 03.01.2024. Dr. Mahesh Bhalgat is currently designated as a Managing Director w.e.f. 09.05.2024
***Dr. Sailendra Kumar Goswami was resigned w.e.f. 04.03.2024

PARTICULARS OF REMUNERATION OF MANAGERIAL PERSONNEL AND RELATED DISCLOSURES

A) Details of median ratio of the remuneration of each director pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to your Company.
B) Details of every employee of the Company as required pursuant to 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, will be provided upon request.
C) No director of the Company who is a Managing Director or whole-time director is in receipt of any commission from the Company.
D) The requirement of the "Corporate Governance" is not applicable to the Company. However, the Company is complying with most of the requirements.

EMPLOYEES STOCK OPTION SCHEME

The Company has provided share-based incentive scheme to its employees. The relevant details of the scheme and the grant of shares are as below.

According to the ESOP Scheme 2019, the employee selected by the committee from time to time will be entitled to Stock Option based on their annual performance, subject to satisfaction of the prescribed vesting conditions described in the scheme. The contractual life (comprising the vesting period and the exercise period) of options granted is 4 years. The other relevant terms of the grant are as below:

Options outstanding at the beginning of the year	12,89,970
Options granted during the year	1,06,207
Options vested till year end	9,27,774

Options exercised during the year	0
Total number of shares arising as a result of exercise of option during the year	0

Options exercised during the year	0
Total number of shares arising as a result of exercise of option during the year	0
Options lapsed due to resignation of the employees during the year	2,05,083
Exercise price per share	0
Variation of terms of options	NA
Money realized by exercise of options	0
Total number of options in force	11,91,094
Employee wise details of options granted to:	
Key managerial personnel	1. Nirmal Bhatia – 13,616 options
Any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year	1. Hiren Mehta – 6,808 Options 2. Pranav Dalal – 10,893 Options 3. Gaurav Tinani – 6,808 Options 4. Nirmal Bhatia – 13,616 Options 5. Sailendra Goswami – 27,232 Options 6. Sanjib Banerjee – 10,893 Options 7. Sivakumar Vaidyanathan – 10,893 Options 8. Nirav Shah – 10,893 Options
Identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital of the Company at the time of grant	None

ACKNOWLEDGEMENTS

The Directors wish to thank and deeply acknowledge the co-operation, assistance and support extended by customers, suppliers, financial institutions, banks, Government authorities to the Company. The Directors also wish to place on record their appreciation for the overall support and co-operation received from the employees without whom the growth of the Company is unattainable. Your directors look forward to the long-term future with confidence.

An acknowledgement to all with whose help, co-operation and hard work the Company is able to achieve the results.

For and on behalf of Board of Directors
Veeda Clinical Research Limited

Veeda Clinical Research Ltd. Ahmedabad

Nitin Deshmukh
Chairman

Place: Ahmedabad
Date: 25/10/2024

Annexure-A

Introduction

Since its inception in 2004, Veeda Clinical Research has come a long way by transitioning itself from a clinical research organization to a broad based and integrated contract research organization. The comprehensive strengths in the business areas, namely – preclinical, clinical and exclusive service offerings for biosimilars and biologics – allows us to broaden our scope of reaching out to a much larger client base, whose specific needs are catered by our entities. With our comprehensive portfolio of drug development services and our continuing investment in infrastructure, people and process to build new capabilities relevant to our clients, we believe that we are very well positioned to be preferred partners for global small and emerging biotech companies for their novel drug development programs.

We have expanded our business in Greece through the acquisition of Health Data Specialists (Holding) Limited-Ireland. Health Data Specialists (Holding) Limited-Ireland operates globally with presence across Europe, North America and Australia. The Company specializes in treating multiple myeloma and has experience emerging MoA that exihibit promise, including modalities based on antibodies and cell therapy.

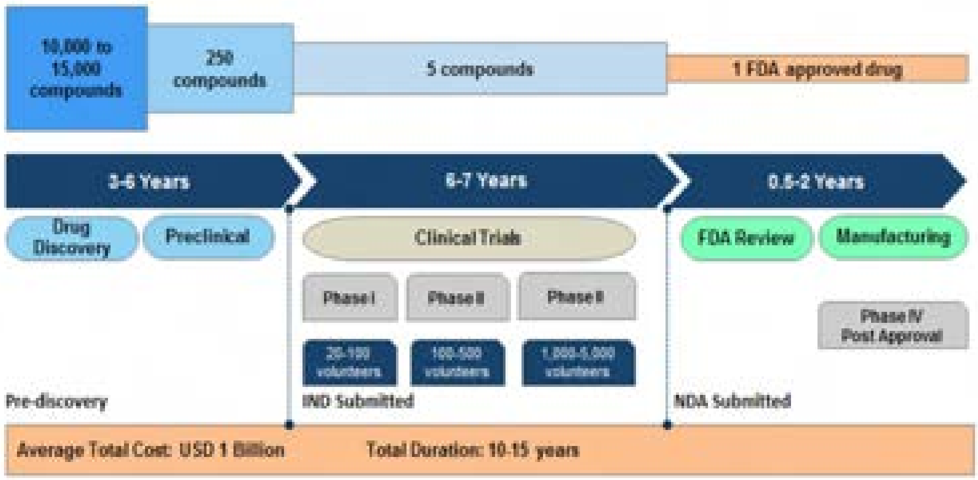
With acquisition of Bioneeds, we have gained comprehensive pre-clinical research capabilities, across two facilities in Bangalore, which include GLP accredited animal vivariums, chemistry, biopharma, and analytical laboratories, to support preclinical drug development solutions. Ingenuity Biosciences, expands our capabilities in biosimilars and offers complete bioassay services and kits for biosimilars development, based on technology transferred from or co-developed with Somru. Collectively across Ingenuity and Bioneeds, we now offer end-to-end modular technical services, encompassing both pre-clinical and clinical development of biosimilars addressing global regulatory requirements.

India's promising Contract Research Services Market

The ever-growing Contract Research Services market in India has come a long way in establishing the credentials of being a globally accepted service-oriented industry that delivers promise of quality, compliance and timeliness in its research deliverables. Amongst the rising cost of R&D in the drug development journey, India is now a global destination for pharma companies with the availability of right scientific talent, use of technology in clinical trials and expertise in cracking of research code of drugs across different therapeutic areas.

The research-focused services, offered by Contract Research Organizations (CROs), encompass all phases of the drug development lifecycle, from compound selection, discovery, preclinical (pre-human in-vitro and in-vivo) research, clinical (in-human) testing, as well as post-approval functions such as commercialization, safety assessment, monitoring, and consulting, among other services.

Exhibit: Drug Development Life Cycle: Timeline for New Drug Approvals, as per US FDA



Source: US FDA

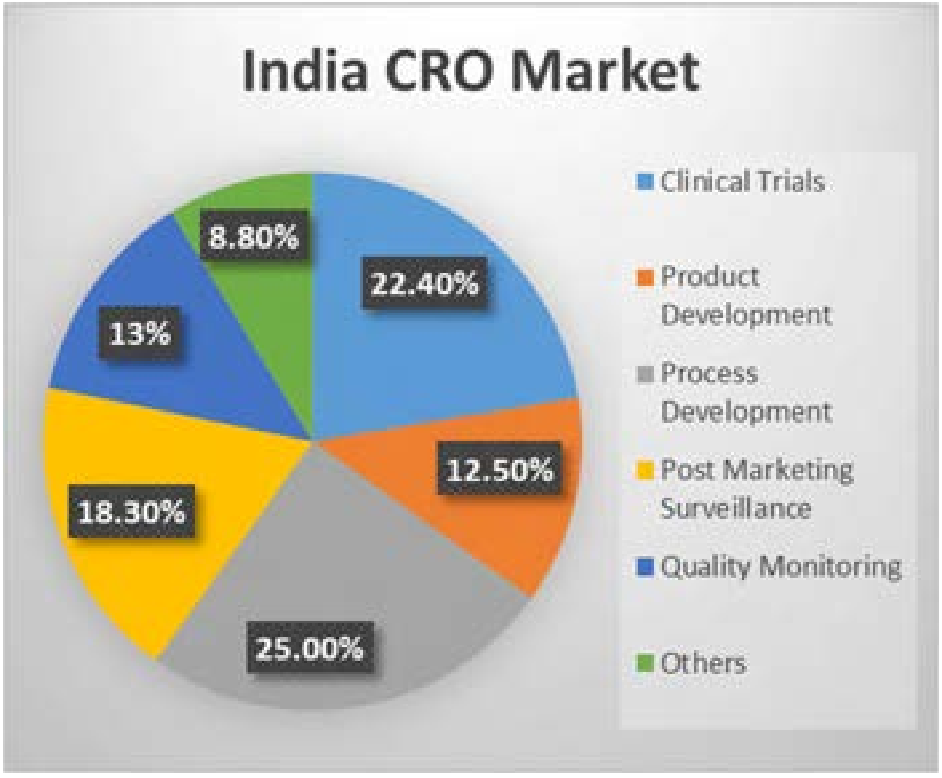
Veeda manages the entire drug development process of pharma companies and given the global scale and therapeutic expertise, like many Indian CROs, Veeda too can do so more cost effectively and with a shorter time-to-market than in-house research and development departments at pharmaceutical companies.

Post pandemic, CROs are consolidating their operations by resorting to M&A activities to gain access to specific service portfolios, such as preclinical development and bio-analytical testing. Veeda Group comprising of Veeda Clinical Research, Bioneeds and Health Data Specialists (Holdings) Limited-Ireland has re-engineered its resources to cater and tap the increasing demand of research from the drug development companies in North America, Europe and Southeast Asia. With quicker time-to-market models, Indian CROs including Veeda are now positioning itself as end-to-end solution providers making their services more cost effective, time saving and offering services across the value chain.

There has been a growing trend of adapting technology in the research services sector. Veeda, amongst leading players in the Indian contract research space, has taken strides in following the growing trend with focus on improving efficiency, offering faster and reliable services.

Indian CRO market captures about 3% of the global market share by value, is expected to grow with a CAGR of about 12% till 2026. The recent favourable changes in the Indian regulatory landscape for the CRO industry, higher acceptability of India as an outsourcing destination by the global pharmaceutical companies and favorable demographics in terms of cost, technical skills and diversity of volunteers required for trials are driving the Indian CRO market.

The cost of carrying out clinical trials in India is nearly 40-70% less when compared to other counterparts in Europe or the U.S. This along with skill sets and ease of doing business, is fueling the market growth of Indian CROs.



In addition to this, the Indian CROs offer:

1. Extensive scientific competence to service a global clientele ensuring high customer centricity and satisfaction
2. Successful track record of stringent compliance culture
3. Technology driven CRO solutions and enhance operating efficiencies and compliance management
4. Skilled personnel and experienced professional management with focus on continuous professional development

Pharmaceutical R&D spend on the rise: The Indian CRO market witnessed growth owing to increasing number of clinical trials amidst an increasing demand for effective and novel vaccines to curb the SARS-CoV2 virus. Many biotechnology and pharmaceutical companies are noted to have made long-term agreements, collaborations, and partnerships with Indian CROs.

As per a recent market research report, the global pharmaceutical R&D spend is estimated to grow at a CAGR of 3.6% by 2026. The market research analysis also reflects that the R&D spend by top 20 and other large players form the largest segment of the pie (7%) by 2026; however, small and mid-sized pharmaceutical companies will drive the spending at a CAGR of 6.1%. This gives many opportunities to Indian CROs to grab a major pie of global R&D outsourced work from big-sized companies as well as small and mid-sized pharmaceutical companies.

For research outsourced to Indian CROs, the higher rate is observed in clinical trials and toxicology drug value chain. Due to the different technical difficulties at each stage (i.e., preclinical and clinical trials), the outsourcing rate varies at all stages with a low rate of outsourcing observed during early stages of research and development and a higher rate during the clinical trial phase due to more work on process standardization.

Trends in the CRO Services Market: Higher investment in CROs combined with rising adoption of

1. **The Preclinical segment** is expected to witness lucrative growth on account of a rise in the demand for pharmacokinetic services to support toxicology tests for IND-enabling studies. The relevance of toxicology testing, bioanalysis and DMPK testing are crucial and important stages of the drug development process. Driven by increased outsourcing of preclinical research by small-to-mid segment pharmaceutical companies, Indian preclinical CROs are in commanding position to cash-on this exciting opportunity.

2. The global **generic drug industry** is witnessing rising number of losses of patent and exclusivity of innovator drugs, which in-turn is propelling the **Bioavailability and Bioequivalence (BA/BE) studies** for Indian CROs. India is a preferred destination for BA/ BE studies due to its current CRO infrastructure, emergence and growth of the biosimilars industry, increased demand for complex generics, availability of healthy volunteers to participate in the BA/ BE studies, cost-efficiency, changing regulatory landscape and evolving clinical trials evaluation standards in the country.

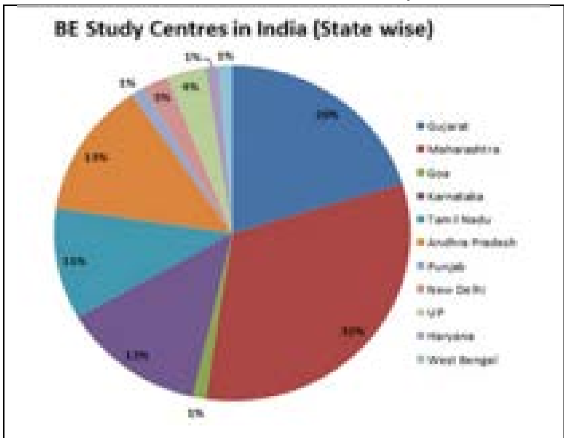


Figure 2: CDSCO approved Bio-analytical facilities in India.

The generic drug market value is projected to reach USD 517 billion in the next five years, expanding at a CAGR of 4.9%. There is a significant growth opportunity for standalone bioanalytical services, which can be capitalized by Indian CROs through expansion and growth of bio-analytical capabilities. Indian CROs like Veeda Clinical Research is already working on strengthening its capacities in offering BA/BE studies, particularly in the areas of complex studies involving complex molecules and areas such as inhalation studies, glucose clamp and dermatology. Indian CROs have a definite chance of leveraging this growth opportunity in the generic drug industry.

3. **Increasing focus on Biosimilars Industry:** Indian CROs have made rapid strides in offering niche services to ever-growing biosimilar industry, which has advantage of patent losses of key biologics. As per market research estimates, while the global market for biosimilars is estimated to grow at a CAGR of 17.3% with, a market size of ~ USD 79.2 billion in 2026, the biosimilars market in India is estimated to grow at a CAGR of 34%, increasing to ~ USD 2.54 billion in 2026.

India continues to have the attributes that should progressively enhance the scale of clinical trials in the country to support the global development of novel medicines and therapies. The aspects that have changed significantly over the recent years, and is reflecting in the growth in global clinical trials that include India, are:

- The New Drugs and Clinical Trial Rules of 2019 have provided clarity on key concern areas such as a) regulatory approval processes and timelines; b) ethics committee operations and oversight responsibilities; and c) sponsor compensation liabilities in case of Serious Adverse Events observed in the trial participants. Moreover, there is continuing focus by the regulator to streamline systems and procedures to facilitate clinical trials with data integrity and quality aligned with global standards.
- The network and quality of investigator sites have evolved quite significantly with well-trained and equipped trial professionals and infrastructure conducting trials in compliance with ICH GCP standards and successfully qualifying under global regulatory inspections. The network has been developed by an increasing base of high quality Indian CROs in collaboration with the major pharmaceutical companies operating in India.
- The increased agility, maturity and quality of the entire Indian clinical trial ecosystem has been very well demonstrated through the successful and rapid conduct of large scale COVID related clinical trials that were globally accepted.

The ecosystem is continuing to expand and develop further, which should underline continuing relevance and participation of India in global clinical trials.

Veeda is poised to benefit from multiple factors such as the growing need of pharmaceutical and biopharmaceutical companies to minimize their time and cost and to also augment their efficiency and expertise in launching new formulations in the market. By building on core strengths around preclinical services, augmenting bioanalytical research capabilities, and focusing on niche services for biosimilar industry, Indian CROs including Veeda has a very bright future prospect of aligning itself to the research needs of global companies.

Business Proposition: Adding Value to Pharmaceutical Research

With the broad overview and analysis, outlined above, it is imperative to highlight Veeda's approach and efforts towards achieving business objectives. Being part of growing organization and a leading player in the Indian research services sector, Veeda believes in

1. **Matching client expectations:**
   a. The Vision and Mission statements embodies our focus on being increasingly relevant to our clients and being their preferred partners.

b. Our management and business development teams are actively engaging with the industry as well as our clients to understand the direction of research and the service gaps with our clients, which channelize our capability development.
c. Veeda has very broad set of accreditations to be relevant for most requirements, strong quality credentials that we work diligently to maintain including regular quality reviews, human resource training and investment in technology to deploy controls, oversight and operating efficiencies.
d. Veeda's unwavering focus on client and project prioritization to meet required execution timelines as per client program requirements. Our growing focus on leveraging technology has played a crucial role in achieving operational efficiencies and reducing delivery timelines with the desired quality standards.

2. **Client Service and Ownership:**
    a. We have a strong focus on driving client centricity as the way of working and have been through an organization wide dissemination of this ethos. We are reinforcing this frequently right from the induction of a colleague through their growth in our organization.
    b. We progressively review our various client experience touch points, on a prioritized basis, to enhance client experience with us and track performance based on client feedback with these touch points.
    c. Based on a semi-annual Client Satisfaction survey, undertaken by us, we rate ourselves on key client parameters, which include Comfort and confidence, scientific knowledge & clinical research expertise, Quality of Research Deliverables, Ease of Doing Business, and Client Centricity & Responsiveness. We are encouraged by the strong improvement in these scores, which reflect continuing progress in our client experience initiatives.
    d. The criticality of continuing acceptability of study data generated in Veeda's facilities by global regulatory agencies and our pharmaceutical clients is a testament of our progress. Our continuing success in this key aspect also results in high ownership satisfaction and reinforcement.
    e. We have an active marketing program to create awareness about our capabilities and value proposition. We have a very active client-calling program where senior management and business development colleagues periodically meet client seniors to apprise them of developments in our organization, build rapport and accessibility for comfort and confidence and solicit feedback on how we could become more relevant to them in line with their own business objectives.

3. **Improving Operational Efficiency:**
    (a) Veeda Clinical Research is a scientific research focused, service organization, which is significantly reliant on high quality human resources. The ability to drive higher productivity and value add per resource through scientific and operational excellence is key to long term sustainability.
    (b) Veeda operates in a highly competitive environment and notwithstanding the current value proposition; we need to continuously drive operating efficiency for better delivery timelines, quality standards and operating costs so that we keep enhancing our value

proposition to our clients and our financial performance for supporting our long-term growth objectives.

(c) We have baselined our productivity metrics for our key operating departments and are tracking improvements as we drive operational initiatives. We are rapidly deploying technology platforms to digitize and automate processes, which will drive operating efficiencies and quality controls with better human resource productivity. As we digitize, we are reviewing our operating procedures to simplify them to serve the same objectives of ease of operations, efficiency and quality outcomes.

Veeda is transitioning from being a clinical research organization into a broad based and integrated contract research organization. We see significant growth for preclinical and clinical research services over the medium to long term. With our comprehensive portfolio of drug development services and our continuing investment in infrastructure, people and process to build new capabilities relevant to our clients, we believe that we are very well positioned to be preferred partners for innovative pharmaceutical and biopharmaceutical clients globally for their critical drug development programs.

Veeda: Growth trajectory and the way forward

Since inception in 2004, Veeda Clinical Research understands the nuances of drug development across all major therapeutic areas and is equipped with the experience and resources to support pharmaceutical and biotechnology company's asset from early planning through trial completion to submission.

Veeda Clinical Research has taken strides and is making consistent efforts towards offering services to a broader set of clients by consolidating its business and adopting to new technology. Over the past several years, Veeda has differentiated itself by delivering innovative, flexible, high-quality, customer-driven solutions to become the leading CRO in India and has a track record for conducting specialized, complex, clinical trial projects. There are several factors, which we feel, are growth drivers for us in the near future. With a focus on enhancing services to existing clients as well as eying more business from Europe and North America, it is important for Veeda to understand specific needs and requirements of its clients.

The topmost priority for Veeda is to implement and execute plans to scale up not just business services, but also leverage the use of technology to enhance and scale up our efficiency to deliver better outcomes. Veeda continues to invest in new capability development to offer a more comprehensive portfolio of services for drug development. Keeping in view, the above narration of Indian CRO industry, Veeda is looking forward to:

1. **Increase presence across regulated markets in the US and the EU**

   We are targeting small and medium-sized generic pharmaceutical companies in US and the EU based on our capabilities in complex studies, successful record of accomplishment in regulatory inspections and the cost advantage of conducting clinical trials in India, which is nearly half the cost of conducting a clinical trial in a developed country. Further, as part of our business plan, Veeda is aiming to bundle and cross sell preclinical services through Bioneeds and biosimilars services, to existing as well as new clients in these markets. In the US and EU market, we are also exploring our tie ups with local medium-sized US and EU CROs, with a view to work on the Indian phase of the global trials, being conducted by these CROs. We intend to pursue strategic alliances in these key markets to capitalize on the resultant favorable outsourcing trends.

2. **Increased focus on pre-clinical services to facilitate innovator drug development and discovery**

   Innovator and novel generic pharmaceutical companies have been consistently investing in developing new drugs thereby supporting large-scale drug discovery activities. Niche innovator companies, who outsource drug discovery and pre-clinical studies to CROs, file many novel new drug applications.

   According to a recent market research estimate, the pharmaceutical companies have the potential to increase their revenue by saving an average of 20 to 30 weeks of the drug development time, by outsourcing the research and development activities to the CROs. The drug discovery and preclinical research segment is expected to witness a 7% growth over the next five years, driven by increased outsourcing of early-stage activities by small-to-mid segment pharmaceutical companies. To capitalize on the opportunity arising, we are looking forward to position Health Data Specialists (Holding) Limited-Ireland - a full-service Global Contract Research Organization (CRO) dedicated to the conduct of clinical trials across various therapy areas, with deep therapeutic expertise in Hemato-Oncology trials. With Heads , we intend to offer a wide range of pre-clinical services globally and thereby increase our capabilities. Bioneeds - a preclinical CRO providing discovery, development and regulatory services - to the pharmaceutical industry. Bioneeds provides research, analytical, and development solutions to drug sponsors from the discovery through development stages. With Bioneeds, we intend to offer a wide range of pre-clinical services complemented by our early phase clinical services to innovator pharmaceutical companies in order to provide them with comprehensive drug development support. We see significant opportunity to service the innovation ecosystem in India. We intend to leverage the market opportunities in India, build our credibility in the domestic CRO market, and further extend these services to global clients in our key markets. We believe that the synergies arising from integrating the products and services offered by our different business units, coupled with our infrastructure, technology products and services, extensive expertise and experience will differentiate us from our competitors.

3. **Expand and consolidate market presence in Biosimilars**

   The Biosimilar industry in India is expected to grow due to large patent cliff that is expected in the next five years. Further, this growth it also attributed to lower cost of development of biosimilars in India, where the cost to develop a biosimilar in the EU or the US is estimated between USD 100 million to USD 200 million, in India it costs approximately between USD 10 million to USD 20 million (Source: Industry Analysis and Report by Frost & Sullivan). This is due to several factors, including the lower cost of recruiting patients, lower labor and service fees, as well as less stringent regulatory approval criteria. To meet this growing market opportunity in biosimilars, we have positioned ourselves to provide specific services tailored to biosimilar development and manufacturing. We provide a wide range of services for the development of biosimilars including consulting, regulatory, laboratory and clinical developmental services.

Further, we aim to service the growing market of biosimilars in Asia, including India. The biosimilars in the CRO industry is experiencing significant growth due to the rising incidence of chronic diseases such as cancer, rheumatoid arthritis, psoriasis and increasing demand for biosimilars due to their affordability. For instance, in the Asia-Pacific region, the higher prevalence of chronic illness, presence of highly diverse population base and emergence of numerous regional and local participants alongside global CRO participants, is expected to boost the Asia-Pacific CRO market growth. With specific focus on offering niche research services to biosimilars and biologics companies, we intend to service the market opportunities in India and Asia and further extend these services to other regulated markets of the EU and the USA. We are consolidating our capabilities in biosimilars and are offering complete bioassay services and kits for biosimilars development. Further, we offer end-to-end and modular technical services, encompassing both pre-clinical and clinical domains. The scientific team is comprised of scientists with in-depth knowledge of bioassay method development and sample analysis, clinical trial management, and global regulatory requirements and with an experience on working on biosimilar molecules for India and global registration.

4. Strengthening our bioanalytical services

Accounting for almost 5% to 7% of the clinical trial cost, bio-analytical testing is one of the most crucial aspects of the generic drug manufacturing process. To uphold the clinical efficacy and safety of a bio-therapeutic, extensive bioanalytical testing experience is required. We are focused on strengthening our bioanalytical capabilities in biosimilars, complex generics and patient-based clinical trials. We have bioanalytical capabilities to service small molecule drug development, both for new molecules as well as generic products. We offer these services as a part of our complete clinical trial services as well as in the form of a standalone central bioanalytical laboratory services offering to global pharmaceutical companies and other clinical research organizations.

The growth of biologics is leading to higher rates of outsourcing, which, in turn, propels CRO participants to provide high-quality bio analytical techniques, thus accelerating the growth of this segment. Globally, almost 80% of bioanalytical services are outsourced to a preferred service provider instead of a multi-national CRO.

Further, the bio-analytical testing market is fragmented, with a large number of niche participants and very few larger companies. Therefore, we believe that there is a significant growth opportunity for standalone bioanalytical services, which can be capitalized by us through our growing bio-analytical capabilities. We have established a central bioanalytical laboratory with the intent to position ourselves as a standalone bioanalytical for big pharmaceutical global trials. Our bioanalytical research equipment facilitates the depth of bioanalytical research expertise required for executing various activities ranging from small molecule PK studies to immunogenicity testing, complex bioanalysis and elemental bioanalysis. All bioanalytical methods are developed in-house with the innovative thought through processes of our bioanalytical research department, which comprises of more than 250 members who has experience and expertise of developing bioanalytical methods including generics, complex generics, large molecule assays, recently validated (generics) and NCEs bioanalytical methods in-house.

5. **Building on our core strength of BA & BE studies**

   BA & BE studies remain Veeda's core strength as we continue to monetize our strength by expanding our client base and target geographies. India is a major destination for BA & BE studies given its current CRO infrastructure, the increased outsourcing rate of these studies to Indian CROs, the increased demand for complex generics, the availability of a large population base for participation in BA & BE studies as well as the cost-efficiency of doing such studies in India. In addition, due to the increasing patent expiration of branded drugs, key manufacturers continue to explore effective generic drugs. The generic drug market value is projected to reach USD 517 billion in the next five years, expanding at a CAGR of 4.9%. Thus, we seek to capitalize on the resultant market growth with our strength in our BA & BE studies particularly in the areas of complex studies involving complex molecules or complex designs and areas such as inhalation studies, glucose clamp and dermatology. Further, we are also making investments to equip our existing facilities to build and strengthen our core capabilities.

   We believe, by building on our existing core strength around BA & BE studies we will be able to partner with prospective clients, establish and foster long-term strategic relationships, thereby making them more proficient and better prepared to match their capabilities, deal with critical challenges and achieve greater efficiencies across the drug development continuum.

6. **Enhancing capabilities in clinical trials**

   While the Indian clinical trials market is 2.4% of the global clinical trials market in 2021, it is expected to grow faster than the global market to become about 3.1% of the market share by 2026. To address market growth, we have significantly strengthened our capabilities in clinical trials with experienced medical affairs and project management teams, comprehensive technology platform and have augmented our capabilities in data management, biostatistics and modelling services.

   The public perception about clinical trials in India has witnessed a drastic change. With the emergence of high quality CROs that operate in compliance with global safety, ethical and regulatory norms, the stronger regulatory oversight on the industry and active industry forums that bring together diverse stakeholders to enhance the operating ecosystem for the industry, the industry has significantly matured and the public perception thereof has definitely changed over the last several years, which is also reflecting in the increasing volunteer participation in clinical research.

Progressive regulatory changes streamlining the approval process and oversight for studies has benefitted the Indian CRO market. In March 2019, the Ministry of Health and Family Welfare, India released the New Drugs and Clinical Trial Rules, 2019, which provided clear guidelines for the application and approval for clinical trials besides strengthening the ethical oversight and the responsibilities and obligations of the sponsors thereby providing a predictable, transparent and effective regulatory framework for clinical trials in India. These have supported the increase in clinical trials in India since then. There is further scope for developing the clinical research ecosystem, including regulatory pathways, to support more global clinical trials in India.

Annexure -B

Form AOC- 1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or Joint ventures

PART-A: SUBSIDIARY

(INR in millions)

Name of Subsidiary	**Bioneeds India Private Limited**	**Amthera Life Sciences Private Limited**	**Ingenuity Biosciences Private Limited**	**Veeda Clinical Research Ireland Limited**	**Health Data Specialists (Holdings) Limited**
Type	**Subsidiary**	**Stepdown Subsidiary**	**Subsidiary**	**Subsidiary**	**Subsidiary**
The date since when subsidiary was acquired	25-05-2021	25-05-2021	18-07-2023	01-12-2023	26-03-2024
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.	N.A.	N.A.	N.A.	June to May
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	INR	INR	INR	EURO	EURO
Share Capital	73.81	0.10	7.00	1,172.83	3.52
Reserves and surplus	426.15	0.76	-5.96	-201.56	128.36
Total Assets	2,055.45	1.36	2.82	3,511.41	166.45
Total Equity and Liabilities	2,055.45	1.36	2.82	3,511.41	166.45
Investments	-	-	-	3,157.62	-
Turnover	1,138.87	-	18.71	-	494.45
Other Income	25.10	0.02	26.68	0.07	-
Profit Before Taxation	199.00	-0.03	-7.78	-200.42	95.64
Provision for Taxation	55.61	-	2.45	-	12.27
Profit after Taxation	143.39	-0.03	-10.23	-200.42	83.37
Proposed Dividend	0	0	0	0	0
Extent of Shareholding in %	91.00%	91% (100% shareholding held by Bioneeds India Private Limited)	100.00%	100.00%	100.00%

Name of Subsidiary	Health Data Specialists Ireland Limited	Health Data Specialists Single Member S.A.	Health Data Specialists S.R.L.	Health Data Specialists USA Inc.	Health Data Specialists Australia Pty Ltd.
Type	**Stepdown Subsidiary**	**Stepdown Subsidiary**	**Stepdown Subsidiary**	**Stepdown Subsidiary**	**Stepdown Subsidiary**
The date since when subsidiary was acquired	26-03-2024	26-03-2024	26-03-2024	26-03-2024	26-03-2024
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	June to May	January to December	January to December	January to December	January to December
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	EURO	EURO	EURO	USD	AUD
Share Capital	0.90	0.08	0.00	0.90	2.26
Reserves and surplus	7.16	3.21	3.51	4.50	3.70
Total Assets	34.01	3.95	4.35	10.26	69.94
Total Equity and Liabilities	34.09	3.95	4.35	10.26	69.94
Investments	-	-	-	-	-
Turnover	244.58	7.83	9.56	34.98	80.07
Other Income	-	-	-	-	-
Profit Before Taxation	20.70	0.11	2.21	2.43	-1.76
Provision for Taxation	-	0.12	0.39	-	-
Profit after Taxation	20.70	-0.01	1.82	2.43	-1.76
Proposed Dividend	-	-	-	-	-
Extent of Shareholding in %	100.00%	100.00%	100.00%	100.00%	100.00%

Name of Subsidiary	Health Data Specialists B.V.	HeaDS research GmbH	Heads Research AG
Type	Stepdown Subsidiary	Stepdown Subsidiary	Stepdown Subsidiary
The date since when subsidiary was acquired	26-03-2024	26-03-2024	26-03-2024
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	June to May	January to December	January to December
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	EURO	EURO	CHF
Share Capital	9.31	-	-
Reserves and surplus	0.20	-	-
Total Assets	13.29	-	-
Total Equity and Liabilities	13.29	-	-
Investments	-	-	-
Turnover	1.51	-	-
Other Income	-	-	-
Profit Before Taxation	-0.12	-	-
Provision for Taxation	0.08	-	-
Profit after Taxation	-0.20	-	-
Proposed Dividend	-	-	-
Extent of Shareholding in %	100.00%	100.00%	100.00%

Notes:

1. Names of subsidiaries which are yet to commence operations: NIL
2. Names of subsidiaries which have been liquidated or sold during the year: NIL

For and on behalf of Board of Directors of
Veeda Clinical Research Limited

Nitin Deshmukh	**Mahesh Bhalgat**	**Nirmal Bhatia**
Chairman	**Managing Director**	**Company Secretary & CFO**
DIN: 00060743	**DIN: 07253670**	**ICSI Membership No. 12551**
Place: Ahmedabad	**Place: Ahmedabad**	**Place: Ahmedabad**
Date: 25/10/2024	**Date: 25/10/2024**	**Date: 25/10/2024**

Veeda Clinical Research Ltd. Ahmedabad

Annexure - C

FORM NO. AOC -2

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

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

1. Details of contracts or arrangements or transactions not at Arm's length basis: Not Applicable

2. Details of contracts or arrangements or transactions at Arm's length basis.

Sr. No.	Particulars	Details of Transactions
	Refer Schedule-1	

For and on behalf of Board of Directors
Veeda Clinical Research Limited

Nitin Deshmukh
Chairman

Place: Ahmedabad
Date: 25/10/2024

Encl: as stated

Schedule-1 to Annexure-C

Sr No	Particular	Details of Transaction						
1	**Name (s) of the related party & nature of relationship**	**Bioneeds India Private Limited (Subsidiary)**			**Ingenuity Biosciences Private Limited* (Subsidiary)**			
2	Nature of contracts/ arrangements/ transaction	Sale or purchase of goods or services	Purchase of Bio-Pharma Division	Take "Peenya" premise on rent	Sale or purchase of goods or services	Lease Rent	Service Agreement	Purchase of Business
3	Duration of the contracts/arrangements/transaction	2024-25	N.A.	As per the terms of the agreement	2023-2024	30-11-2023	N.A.	N.A.
4	Salient terms of the contracts or arrangements or transaction including the value, if any	Up to Rs.10,00,00,000/-/- In ordinary course of business	Up to Rs. 20,00,00,000/-	Rs.12,09,718 per month 28061 sq. ft	Rs.10,00,00,000/- In ordinary course of business	60,638 per month [Previous rent plus 5% escalation on renewal]	2,00,000 per month (GXP: 25,000/- & Non-GXP: 1,75,000/-)	Rs. 6,00,00,000/-
5	Date of approval by the Board	12-01-2024	18-07-2023	18-07-2023	12-05-2023	12-05-2023	12-05-2023	18-07-2023
6	Date of approval by shareholder, if any	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
7	Amount paid as advances, if any	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Sr No	Particular	Details of Transaction			
1	**Name (s) of the related party & nature of relationship**	**Veeda Clinical Research Ireland Limited (Subsidiary)**		**Dr. Kiran Marthak (Director)**	**Mr. Sahil Shah beneficiary of Mr. Apurva Shah, (Director)**
2	Nature of contracts/ arrangements/ transaction	Commission against corporate guarantee and pledge of shares	Commission against corporate guarantee	Professional Service Fees	Samprat Residency (Company's Guest House)
3	Duration of the contracts/arrangements/transaction	N.A.	N.A.	1st August, 2024 to 31st July, 2027	from 1st April 2023 for 3 years (No Escalation during the tenure)
4	Salient terms of the contracts or arrangements or transaction including the value, if any	1% of the Corporate Guarantee Given	Up to 2% of the Corporate Guarantee Given	3,00,000 per month	1,00,000/- per month
5	Date of approval by the Board	21-12-2023	18-03-2024	12-05-2023	07-06-2023
6	Date of approval by shareholder, if any	N.A.	N.A.	N.A.	N.A.
7	Amount paid as advances, if any	N.A.	N.A.	N.A.	N.A.

* At the beginning of the Financial Year, M/s. Ingenuity Biosciences Private Limited was a Joint Venture Company. However, the Board of Directors of Veeda Clinical Research Limited had at their Board Meeting held on 18th July, 2023 resolved to terminate the joint venture agreement with Somru Bioscience Inc. and purchased the entire business (including all remaining 50% shareholding from Somru Bioscience Inc.) of Ingenuity Biosciences Private Limited and thereby making it a Wholly Owned Subsidiary Company.

Annexure-D

ANNUAL REPORT ON CSR ACTIVITIES
[Pursuant to Section 135 of the Companies Act, 2013]

1. Brief outline on CSR Policy of the Company

Pursuant to the requirement of the Companies Act, 2013 and the Rules made thereunder, the Company has framed a CSR Policy.

The Company's CSR vision & mission is to contribute to the social, economic and environmental development of the community in which the Company operates. The Company may undertake any one or more CSR activities as specified in the CSR Policy.

As permitted under Rule 4(2) of the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Management of the Company has identified following institutes through which it has decided to carry out CSR activities:

Sr. No.	Name of the Institute / Organization
1	Shri Bharat Saraswati Mandir Sansad
2	Sri Sathya Sai Health and Education Trust
3	Mann Center for Individuals with Special Needs
4	Vidya Integrated Development for Youth and Adults
5	DNDI Drugs for Neglected Diseases Initiative India Foundation
6	Government Schools – Direct Donations

2. Composition of CSR Committee

<table>
<tr><th>Sr No</th><th>Name of Director</th><th>Designation/Nature of Directorship</th><th>No of meeting of CSR Committee held during the year</th><th>No of meetings of CSR Committee attended during the year</th></tr>
<tr><td>1</td><td>Mr. Apurva Shah</td><td>Non-Executive Director</td><td rowspan="5">2</td><td>2</td></tr>
<tr><td>2</td><td>Ms. Aparajita Jethy Ahuja*</td><td>Non-Executive Nominee Director</td><td>0</td></tr>
<tr><td>3</td><td>Dr. Kavita Singh**</td><td>Independent Non-Executive Director</td><td>2</td></tr>
<tr><td>4</td><td>Dr. Kiran Marthak</td><td>Non-Executive Director</td><td>1</td></tr>
<tr><td>5</td><td>Mr. Nitin Deshmukh</td><td>Independent Non-Executive Director</td><td>0</td></tr>
</table>

* Ms. Aparajita Ahuja has resigned from the directorship w.e.f. 18th September, 2023
** Dr. Kavita Singh has resigned from the directorship w.e.f. 31st December, 2024

3. 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://www.veedacr.com/corporate-social-responsibility/

4. **Provide the details of impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of Companies (CSR Policy) Rules, 2014, if applicable (attach the report)-**
   NA

5. **Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (CSR Policy) Rules, 2014 and amount required for set off for the financial year, if any-**
   NA

6. **Average net profit of the company as per section 135(5).**
   54,05,73,182

7. **(A) 2% of average net profit of the company as per section 135(5)**
   1,08,11,464
   (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, if any: Nil
   (D) Total CSR obligation for the financial year (7a+7b-7c): 1,08,11,464

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

	Amount Unspent (In Rs.)				
Total Amount Spent for the Financial Year (In Rs.)	**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)**		
86,36,999	Amount	Date of transfer	Name of the fund	Amount	Date of transfer
	21,74,465	10-04-2024	NIL	N.A.	N.A.

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

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

Si 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 lakh)	Mode of Implementation - Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR registration number
1	Purchase of Computer System	Promoting Education	No	Gujarat	Junagadh	8.86	No	Shri Bharat Saraswati Mandir Sansad	CSR 0004 6413
2	Child Heart Surgeries and Interventions	Promoting health care including preventive health care, Promoting education	No	Karnataka	Bangalore	25.00	No	Sri Sathya Sai Health and Education Trust	CSR 0000 1048
3	Training and Employment to Adult with Intellectual Disability	Promoting health care including preventive health care, Promoting education	No	Maharashtra	Mumbai	25.00	No	Mann Center for Individuals with Special Needs	CSR 0000 2986
4	Support the children coming from economically disadvantaged segments in education	Promoting Education	No	Delhi	New Delhi	10.75	No	Vidya Integrated Development for Youth and Adults	CSR 0000 1204

5	Support of a 'Skill enhancement proposal' of the Project Open Synthetic Network (OSN)	Promoting Education	No	Delhi	New Delhi	7.00	No	DNDI Drugs for Neglected Diseases Initiative India Foundation	CSR 00016648
6	Making available of safe drinking water by installing Water Cooler, RO Water Purifier System and Overhead Water Tank	Promoting Education	Yes	Gujarat	Ahmedabad	9.75	Yes	N.A.	N.A
7	Construction of compound wall	Promoting Education	No	Gujarat	Junagadh	21.74	No	Shri Bharat Saraswati Mandir Sansad	CSR 00046413

(D) Amount spent in Administrative Overheads: Nil

(E) Amount spent on Impact Assessment, if applicable: Nil

(F) Total amount spent for the Financial Year (8b+8c+8d+8e): 1,08,11,464

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

9. **Details of unspent CSR amount for the preceding three financial years:** Nil

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

11. **In case of creation or acquisition of capital asset, the details relating to the asset so created or acquired through CSR spent in the financial year**
No creation or acquisition of capital asset during the current financial year

12. **Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per Section 135(5) of the Companies Act, 2013:** Not Applicable

For and on behalf of Board of Directors
Veeda Clinical Research Limited

Veeda Clinical Research Ltd. Ahmedabad

Nitin Deshmukh
Chairman

Place: Ahmedabad
Date: 25/10/2024

Tushar M. Vora
B.Com., LLB. (SPL.), F.C.S.

TUSHAR VORA & ASSOCIATES
Company Secretaries

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies

(Appointment and Remuneration of Personnel) Rules, 2014]

To,

The Members,

Veeda Clinical Research Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Veeda Clinical Research Limited (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

I further report that the compliance with the applicable laws is the responsibility of the Company and our report constitutes an independent opinion. Our report is neither an assurance of future viability of the Company nor a confirmation of efficient management by the Company

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2024 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') and the rules made there under;

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

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

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

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

  (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;

  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

  (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

  (e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

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

  (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - Not Applicable - and

(h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; - Not Applicable

We have also examined compliance with the applicable clauses of

1. Secretarial Standards issued by the Institute of Company Secretaries of India.
2. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), to the extent applicable.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above, however, it has been observed that the company has granted loans to company in which common directors exists pending compliance with section 185 of the Act, filing of charge for credit facility in the form of FDOD pending, the Company has received share application money before offering approval of the Board / members, the Company has allotted shares beyond stipulated period of 60 days from the date of receipt of application money, the utilization of share premium account is not in accordance with Articles of Association of the Company. Regarding related party transactions, the management has claimed that the same are on arm's length basis within the meaning of section 188 of the Companies Act, 2013.

We have not examined compliance by the company with respect to: a) Applicable financial laws, like direct and indirect tax laws, maintenance of financial records, etc., since the same have been subject to review by statutory (financial) auditors, tax auditors and other designated professionals. b) Listing Agreement with the Stock Exchange(s), as the company is an Unlisted Public Company.

Further, in regard to compliance system and process followed for compliance with other industry specific / general laws, we have been informed by the company that the Industry specific laws/general laws as applicable to the company have been complied with. The management has represented that they have internal system and process for compliance with all the laws, rules, regulations, orders, standards and guidelines as are specifically applicable to the Company relating to Industry/Labour or otherwise.

We further report that

a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

b) Adequate notice is given at least seven days in advance to all directors to schedule the Board Meetings. As informed to us, the Company has also provided agenda and detailed notes on agenda to the directors reasonably in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. The management has confirmed that in case of shorter notice, the Company has obtained shorter notice consent from directors.

c) Majority decision is carried through while the dissenting members' views are captured and recorded, wherever applicable, as part of the minutes.

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

We further report that during the audit period**,** the following major events took place having bearing on the Company's affairs:

1. The Company has passed special resolution at the Extra-Ordinary General Meeting held on 5th June, 2023, for private placement of 2886552 equity shares to identified investors at a price of Rs. 367.22 per share
2. The company has altered Articles of Association of the Company by passing special resolution at the Extra-Ordinary General Meeting held on 10th August, 2023
3. At the Annual General Meeting held on 20th October, 2023, by passing special resolution, the Company has approved grant of 106207 equity shares under ESOP scheme at a price of Rs. 367.22 per share
4. The Company has appointed Mr. Binoy Gardi as whole time director vide special resolution passed at the Extra-Ordinary General Meeting held on 12th January, 2024

5. The Company has passed special resolution at the Extra-Ordinary General Meeting held on 12th January, 2024, approving grant of 14,84,188 equity shares under ESOP to Mr. Mahesh Bhalgat, CEO of the Company, exceeding 1% of the paid up capital of the Company.
6. The Company has passed special resolution at the Extra-Ordinary General Meeting held on 12th January, 2024, u/s 186 of the Act approving investment in 100% of shares of foreign company
7. The Company has passed special resolution at the Extra-Ordinary General Meeting held on 4th March, 2024, approving issuance of 36,32,310 equity shares at a price of Rs. 420.67 per share to identified investors for consideration other than cash
8. The Company has passed special resolution at the Extra-Ordinary General Meeting held on 4th March, 2024, u/s 186 of the Act approving investment in 32.70% of shares of foreign company
9. The company has altered Articles of Association of the Company by passing special resolution at the Extra-Ordinary General Meeting held on 26th March, 2024
10. Vide Board resolution passed at the Board Meeting held on 21st December, 2023, the Board has approved issuance of corporate guarantee in favour of foreign banks / lenders, up to an amount of INR 3,822 Million + Interest Accrued (Rupees Three Thousand Eight Hundred Twenty Two Million + Interest Accrued) equivalent to Euro 42 Million + Interest Accrued in respect of or against any loans to or to secure any financial arrangement of any nature obtained by Wholly Owned Subsidiary Company M/s. Veeda Clinical Research Ireland Limited up to Euro 50.4 Million.
11. Vide Board resolution passed at the Board Meeting held on 18th March, 2024, the Board has approved issuance of corporate guarantee in favour of foreign persons for an amount EUR 67,100,000. The same was subsequently approved by the shareholders at the Extra-Ordinary General Meeting held on 26th March, 2024 as a special resolution

FOR TUSHAR VORA & ASSOCIATES
Company Secretaries

SD/-
TUSHAR M VORA
Proprietor
FCS No. 3459; C P No.: 1745
P R No.: 1200/2021
UDIN: F003459F001764746

Place: Ahmedabad
Date: 25.10.2024

Annexure A"

To

The Members

Veeda Clinical Research Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as considered appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification as done on test basis is to reasonably ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. In respect of laws, rules and regulations other than those specifically mentioned in our report above, we have limited our review, analysis and reporting up to process and system adopted by the Company for compliance with the same and have not verified detailed compliance, submissions, reporting under such laws etc. nor verified correctness and appropriateness thereof including financial records and books of accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards and its proper and adequate presentation and submission in prescribed formats is the responsibility of management. Our examination was limited to the verification of procedures on test basis and not its one to one contents.

6. The Secretarial Audit report is neither an assurance as to compliance in totality or the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR TUSHAR VORA & ASSOCIATES
Company Secretaries

SD/-
TUSHAR M VORA
Proprietor
FCS No. 3459; C P No.: 1745
P R No.: 1200/2021
UDIN: F003459F001764746

Place: Ahmedabad
Date: 25.10.2024

ANNEXURE-F TO THE DIRECTORS' REPORT

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

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

(A) CONSERVATION OF ENERGY-

The Company is engaged in testing of various drug / medicines and Human Clinical Trials. The different types of tests are carried out depending on the nature of material and quality of standards such as IP, USP, BP, etc. Testing is done using different testing equipment. Most of the test equipment are microprocessor based and draw only requisite power. Power is drawn by different equipment from a common source in the laboratories.

Improvement in energy efficiency is a continuous process and is given a high priority. Efforts have also been made to identify potential energy saving opportunities in all our operations, endeavors to optimize the process parameters and to modernize and upgrade the technology and equipment with the objective of increasing Energy Productivity.

The Company has implemented a process to minimize the power utilization at optimum level. As a result, the energy consumption is reduced to the lowest minimum requirement.

(B) TECHNOLOGY ABSORPTION

The tests / studies are carried out as per the prescribed national / international standards and regulations. The Company undertakes clinical research under international guidelines such as DCGI, USFDA, ICH ANVISA, MHRA etc.

In the same way, the technology involved in testing is only testing of products as per the prescribed standard procedure / manuals. Testing technology is absorbed to the extent permitted by the appropriate guidelines.

(C) FOREIGN EXCHANGE EARNING AND OUTGO

(INR in millions)

Foreign Exchange earned	:	**1,738.91**
Foreign Exchange used	:	**358.31**

Annexure - G

Explanation to the observations of the Auditor mentioned in the Independent Auditor's report:

1. Report on Other Legal and Regulatory Requirements:

(iii)(c) The Company has granted loan during the year to company where schedule of repayment of principal and payment of interest has been stipulated. However, the principal amount is written off at the year end and hence, no interest and the principal amount have not been recovered.

Explanation: Considering the future prospect of Ingenuity Biosciences Private Limited, i.e, the borrower company, it seems to be difficult to generate the cash flow for the borrower company. Hence, it has been decided to write off the loan given to the borrower company. Further, the proper disclosure with respect to the aforesaid loan is given in the Standalone and Consolidated Financial statements of the Company.

(x)(b) The Company has complied with provisions of sections 42 and 62 of the Companies Act, 2013 in respect of the preferential allotment / private placement of shares during the year except provision of section 42(6) of the Companies Act, 2013 regarding delay in allotment of Equity shares beyond sixty days from the date of receipt of the application money and provision of section 42(8) of the Companies Act, 2013 regarding delay in filing of offer with Registrar within fifteen days of allotment . The amount raised along with opening un-utilized balance, have been used for the purposes for which the funds were raised except for idle/surplus funds amounting to Rs 934.15 which were not required for immediate utilization and which have been gainfully invested in liquid investments payable on demand. The maximum amount of idle/surplus funds invested during the year was Rs 1,206.15 million, of which Rs 934.15 million was outstanding at the end of the year.

Explanation: The Investors remitted the amount of share application money to the Company's Share Application Money Account on 9th May, 2023 before circulating the Offer Letter (PAS-4) to them. Upon realization, the investors requested the Company vide their letter dated 11th May, 2023 to hold the amount on their behalf and to their order. After getting the necessary approval of Board and Shareholders as per the Companies Act, 2013, the Offer Letter in PAS-4 was circulated to the investors on 10th June, 2023. The shares in relation thereto were allotted by the Board of Directors on 18th July, 2023. Further, the Company considered the amount as a deposit and reported the same in DPT-3 as well.

Explanation to the observations of the Secretarial Auditor mentioned in the Secretarial Auditor's report:

1. Company has granted loans to company in which common directors exists pending compliance with section 185 of the Act.

Explanation: The loan was granted to the then Joint Venture Company M/s. Ingenuity Biosciences Private Limited, (Ms. Ingenuity Biosciences Private Limited is a Subsidiary Company of the

Company as at the financial year ended on 31st March, 2024) in which a director was common. The required approval under Section 188 for the related party transaction was obtained by both the Companies.

2. Filing of charge for credit facility in the form of FDOD pending

Explanation: With regards to the charge on FDOD with HSBC Bank, the Company initiated to file CHG-1 with the MCA but the Bank confirmed by replying that "There is no requirement of creating charge registration on FD lien-marked against OD facility." Taking note of the confirmation from bank, the company couldn't file the form CHG-1 with the MCA in absence of bank's signature.

3. The Company has received share application money before offering approval of the Board / members, the Company has allotted shares beyond stipulated period of 60 days from the date of receipt of application money

Explanation: The Investors remitted the amount of share application money to the Company's Share Application Money Account on 9th May, 2023 before circulating the Offer Letter (PAS-4) to them. Upon realization, the investors requested the Company vide their letter dated 11th May, 2023 to hold the amount on their behalf and to their order. After getting the necessary approval of Board and Shareholders as per the Companies Act, 2013, the Offer Letter in PAS-4 was circulated to the investors on 10th June, 2023. The shares in relation thereto were allotted by the Board of Directors on 18th July, 2023. Further, the Company considered the amount as a deposit and reported the same in DPT-3 as well.

4. The utilization of share premium account is not in accordance with Articles of Association of the Company

Explanation: as per the Articles 214 of the Articles of Association of the Company;

*The company **may**, by special resolution, reduce in any manner and with, and subject to, any incident authorized and consent required by law,—*
(a)its share capital;
(b)any capital redemption reserve account; or
(c)any share premium account

Whereas, as per Section 52 of the Companies Act, 2013;

(2) Notwithstanding anything contained in sub-section (1), the securities premium account may be applied by the company—
(a) towards the issue of unissued shares of the company to the members of the company as fully paid bonus shares;
(b) in writing off the preliminary expenses of the company;
(c) in writing off the expenses of, or the commission paid or discount allowed on, any issue of shares or debentures of the company;

(d) in providing for the premium payable on the redemption of any redeemable preference shares or of any debentures of the company; or
(e) for the purchase of its own shares or other securities under section 68.

Taking note of the Section 52 of the Companies Act, 2013, the share premium was used by the Company in accordance with the provisions of the Section 52 of the Companies Act, 2013.

5. The management has claimed that, the related party transactions are on arm's length basis within the meaning of section 188 of the Companies Act, 2013.

Explanation: All the related party transactions entered during the period under review i.e. financial year 2023-24 was at an arm's length price as per the provisions of the Section 188 of the Companies Act, 2013 and any rules made thereunder.

For Veeda Clinical Research Limited

Mr. Nitin Deshmukh
Chairman

Place: Ahmedabad
Date: 25/10/2024

S R B C & CO LLP
Chartered Accountants

21st Floor, B Wing, Privilon
Ambli BRTS Road, Behind Iskcon Temple
Off SG Highway, Ahmedabad - 380 059, India
Tel : +91 79 6608 3900

INDEPENDENT AUDITOR'S REPORT

To the Members of Veeda Clinical Research Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Veeda Clinical Research Limited ("the Company"), which comprise the Standalone Balance sheet as at March 31 2024, the Standalone Statement of Profit and Loss, including the Standalone Statement of Other Comprehensive Income, the Standalone Cash Flow Statement and the Standalone Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of material 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, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit including other comprehensive income, its cash flows and the changes in equity 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), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

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

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

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the Standalone financial statements or our knowledge obtained in the 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 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 of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those charged with governance 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 with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of 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

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to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the 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.

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.

Other Matter

As fully explained in Note 34 with regards to acquisition of Business of Ingenuity Biosciences Private Limited, the amounts from 1 April 2023 till the date of acquisition i.e 1 September 2023 is considered for the purpose of acquisition accounting is based on financial statements audited by other auditors who vide their audit report dated September 20, 2024, issued an unmodified opinion on its financial information for the said financial period, whose report has been furnished to us by the management and our opinion in so far as it relates to the amounts included in this regards, is based solely on the report of such other auditor.

Our opinion is not modified in respect of above matter

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 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, 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;

   (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 the Standalone Statement of Other Comprehensive Income, the Standalone Cash Flow Statement and Standalone Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended, specified under section 133 of the Act;

   (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;

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(f) With respect to the adequacy of the internal financial controls with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(g) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

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

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 21.1 to the standalone financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

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 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 persons or entities, 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 has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, 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; and

c) Based on such audit procedures performed 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 (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company.

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vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software (Refer Note 37 to the Standalone financial statements). Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sukrut Mehta
Partner
Membership Number: 101974
UDIN: 24101974BKERZR5202
Place of Signature: Ahmedabad
Date: October 25, 2024

Annexure 1 referred to in Paragraph of Report on Other Legal and Regulatory Requirements of our report of even date of Veeda Clinical Research Limited for the year ended March 31, 2024.

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

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

(b) Property, plant and equipment have been physically verified by the management during the year in accordance with a planned programme of verifying them over the period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2024. Accordingly, the requirement to report on clause 3(i)(d) of the Order is not applicable to the Company.

(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder. Accordingly, the requirement to report on clause 3(i)(e) of the Order is not applicable to the Company.

ii (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. No discrepancies of 10% or more in aggregate for each class of inventory were noticed on such physical verification.

(b) As disclosed in note 36 to the standalone financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks during the year on the basis of security of current assets of the Company. The quarterly returns/statements filed by the Company with such banks are materially in agreement with the books of accounts of the Company.

iii (a) During the year the Company has provided loan and stood guarantees to Companies as follows:

(INR million)

Particulars	Guarantees	Loan
Aggregate amount granted/ provided during the year to Subsidiary companies	10,600.59	29.50
Balance outstanding as at balance sheet date in respect of above loan and guarantees to Subsidiary companies	10,600.59	Nil*

* Company has written off outstanding loan balance of Rs 16 million as mentioned in Note 4.5 to the standalone financial statement.

Further, the Company has not provided advances in the nature of loans and provided security to any other companies, firms, Limited liability Partnerships or any other parties.

(b) During the year the investments made, loan and guarantees provided and the terms and conditions of the grant of loan and guarantees provided to Companies are not prejudicial to the Company's interest. According to the information and explanation give to us, the Company has not provided security and granted advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties.

(c) The Company has granted loan during the year to company where schedule of repayment of principal and payment of interest has been stipulated. However, the principal amount is written off at the year end and hence, no interest and the principal amount have not been recovered.

(d) There are no amounts other than the aforesaid loan which has been written off and advances in the nature of loans are granted to companies or any other parties which are overdue for more than ninety days.

(e) There are no amounts of loans and advances in the nature of loans granted to companies or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to any parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

iv Loans, investments and guarantees in respect of which provisions of section 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company. Further, according to the information and explanations given to us, there are no securities given in respect of which provisions of sections 185 and 186 of Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to that extent and hence not commented upon.

v The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of section 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

vi The Company is not in the business of sale of any goods or provision of such services as prescribed. Accordingly, the requirement to report on clause 3(vi) of the Order is not applicable to the Company.

vii (a) Undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of custom, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, service tax, duty of custom, cess, and other statutory dues which have not been deposited on account of any dispute, are as follows:

(INR millions)

Name of Statute	Nature of Dues	Amount Involved*	Period to which the amount relates	Forum where dispute is pending
Finance Act, 1994	Service tax	2.76	FY 2008-09	CESTAT, Ahmedabad
Finance Act, 1994	Service tax	24.34	July, 2012 to Mar, 2014	CESTAT, Ahmedabad
Finance Act, 1994	Service tax	45.64	2007-08 to 2011-12	Principal Comm. of GST, Ahmedabad
Finance Act, 1994	Service tax	128.19	FY 2014-15 to 2015-16	CESTAT, Ahmedabad
Central Goods and Services Tax Act, 2017	Goods and service tax	74.77	FY 2017-18	Comm. (Appeals) of SGST, Ahmedabad
Central Goods and Services Tax Act, 2017	Goods and service tax	32.87	FY 2018-19	Asst. Comm. of State Tax, Gujarat
Custom Act, 1962	Custom Duty	2.79	2012-13 to 2013-14	Principal Commissioner
Custom Act, 1962	Custom Duty	1.97	2013-14 to 2016-17	CESTAT, Ahmedabad

*Net of amount paid under protest amounting to Rs. 12.22 million.

viii. The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

ix (a) The Company did not have any outstanding loans or borrowings or interest thereon due to any lender during the year. Accordingly, the requirement to report on clause 3(ix)(a) of the Order is not applicable to the Company.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause 3(ix)(c) of the Order is not applicable to the Company.

(d) On an overall examination of the Standalone Financial Statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint venture. Hence, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.

x (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has complied with provisions of sections 42 and 62 of the Companies Act, 2013 in respect of the preferential allotment / private placement of shares during the year except provision of section 42(6) of the Companies Act, 2013 regarding delay in allotment of Equity shares beyond sixty days from the date of receipt of the application money and provision of section 42(8) of the Companies Act, 2013 regarding delay in filing of offer with Registrar within fifteen days of allotment. The amount raised along with opening unutilised balance, have been used for the purposes for which the funds were raised except for idle/surplus funds amounting to Rs 2,771.85 which were not required for immediate utilization and which have been gainfully invested in liquid investments payable on demand. The maximum amount of idle/surplus funds invested during the year was Rs 2,771.85 million, of which Rs 1,484.32 million was outstanding at the end of the year.

xi (a) No material fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

xii. The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.

xiii According to information and explanation given by the management on certain transaction entered with related parties being specialized nature, the transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.

xiv (a) The Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

xv The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

xvi (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

xvii The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

xviii There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

xix On the basis of the financial ratios disclosed in note 33 to the standalone financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report 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) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 25 to the standalone financial statements.

(b) All the amounts that are unspent amounts under section (5) section 135 of Companies Act, pursuant to any ongoing projects, has been transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 25 to the standalone financial statements.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sukrut Mehta
Partner
Membership Number: 101974
UDIN: 24101974BKERZR5202
Place of Signature: Ahmedabad
Date: October 25, 2024

Annexure 2 to the Independent Auditor's report of even date on the standalone financial statements of Veeda Clinical Research Limited.

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

We have audited the internal financial controls with reference to standalone financial statements of Veeda Clinical Research Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone 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") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone 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 with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to these standalone 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 standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to these standalone financial statements

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to these standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to these standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone 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, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

S R B C & CO LLP * CHARTERED ACCOUNTANTS *

per Sukrut Mehta
Partner
Membership Number: 101974
UDIN: 24101974BKERZR5202
Place of Signature: Ahmedabad
Date: October 25, 2024

Veeda Clinical Research Limited
Standalone Balance Sheet as at March 31, 2024
(All amounts in rupees million, unless otherwise stated)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023*
I. ASSETS			
Non-current assets			
(a) Property, plant and equipment	3.1	1,024.24	707.19
(b) Capital work-in-progress	3.3	63.23	63.75
(c) Right of use assets	3.4	476.84	370.29
(d) Other intangible assets	3.2	123.79	35.27
(e) Intangible assets under development	3.3	1.13	33.15
(f) Financial assets			
(i) Investments	4.1	5,100.03	2,131.50
(ii) Loans	4.5	-	-
(iii) Other financial assets	4.6	149.26	397.32
(g) Deferred tax assets (net)	20	95.92	83.46
(h) Income tax assets (net)	5	216.10	208.82
(i) Other non-current assets	6	54.39	18.02
Total non-current assets		7,304.93	4,406.77
Current assets			
(a) Inventories	7	60.86	62.12
(b) Financial assets			
(i) Investments	4.1	1,025.57	780.17
(ii) Trade receivables	4.2	604.59	740.08
(iii) Cash and cash equivalents	4.3	205.92	333.20
(iv) Bank balance other than (iii) above	4.4	389.71	244.00
(v) Other financial assets	4.6	539.50	374.48
(c) Other current assets	6	270.36	136.41
Total current assets		3,086.51	2,670.46
Total assets		10,391.44	6,777.23
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	8	125.99	105.78
(b) Other equity	9	8,794.44	5,109.66
Total Equity		8,920.43	5,215.44
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	31	491.02	384.37
(ii) Other financial liabilities	10.2	0.50	0.50
(b) Provisions	12	87.94	53.46
Total non-current liabilities		579.46	438.33
Current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	31	80.30	93.47
(ii) Trade payables			
(a) total outstanding dues of micro enterprises and small enterprises		18.83	25.78
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	10.1	176.54	166.12
(iii) Other financial liabilities	10.2	176.83	270.30
(b) Other current liabilities	11	417.38	551.94
(c) Provisions	12	21.67	15.85
Total current liabilities		891.55	1,123.46
Total liabilities		1,471.01	1,561.79
Total equity and liabilities		10,391.44	6,777.23

* Restated as per note 34

Summary of material accounting policy	2.1
Summary of significant accounting judgements, estimates and assumptions	2.2

The accompanying notes are an integral part of these standalone financial statements.

As per our report of even date
For S R B C & Co. LLP
Chartered Accountants
ICAI FRN: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Date: October 25, 2024
Place: Ahmedabad

S R B C & CO LLP * CHARTERED ACCOUNTANTS *

For and on Behalf of the Board of Directors of
Veeda Clinical Research Limited
(CIN : U73100GJ2004PLC044023)

Veeda Clinical Research Ltd. Ahmedabad

Nitin Deshmukh	Mahesh Bhalgat	Nirmal Bhatia
Chairman	Managing Director	Company Secretary & CFO
DIN: 00060743	DIN: 07253670	ICSI Membership No.12551
Date: October 25, 2024	Date: October 25, 2024	Date: October 25, 2024
Place: Ahmedabad	Place: Ahmedabad	Place: Ahmedabad

Veeda Clinical Research Limited
Statement of Standalone Profit and Loss for the year ended March 31, 2024
(All amounts in rupees million, unless otherwise stated)

Sr. No.	Particulars	Notes	Year ended March 31, 2024	Year ended March 31, 2023*
(I)	Revenue from operations	13	2,754.48	3,022.06
(II)	Other income	14	175.61	91.47
(III)	**Total Income (I+ II)**		**2,930.09**	**3,113.53**
(IV)	Expenses			
	Cost of material consumed	15	235.81	199.74
	Employee benefit expenses	16	880.83	760.34
	Finance costs	17	58.73	56.04
	Depreciation and amortization expenses	3	350.21	232.06
	Clinical and analytical research expenses	18	740.22	939.53
	Other expenses	19	618.03	570.48
	Total Expenses (IV)		**2,883.83**	**2,758.19**
(V)	**Profit before tax (III-IV)**		**46.26**	**355.34**
(VI)	Tax expense	20		
	(1) Current tax		37.71	126.14
	(2) Adjustment of tax relating to earlier years		(9.69)	0.12
	(3) Deferred tax (credit)		(12.34)	(14.80)
	Total tax expense (VI)		**15.68**	**111.46**
(VII)	**Profit for the year (V-VI)**		**30.58**	**243.88**
(VIII)	Other comprehensive income (OCI)			
	Items that will not be reclassified to profit or loss in subsequent periods			
	Re-measurement (losses) on defined benefit plans		(0.49)	(4.24)
	Less: Income tax effect on above		0.12	1.07
	Total other comprehensive (loss) for the year (net of tax) (VIII)		**(0.37)**	**(3.17)**
(IX)	**Total comprehensive income for the year (net of tax) (VII+ VIII)**		**30.21**	**240.71**
	Earnings per equity share (in Rs.)	22		
	Basic		0.53	4.61
	Diluted		0.53	4.60

* Restated as per note 34

Summary of material accounting policy 2.1

Summary of significant accounting judgements, estimates and assumptions 2.2

The accompanying notes are an integral part of these standalone financial statements.

As per our report of even date
For S R B C & Co. LLP
Chartered Accountants
ICAI FRN: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Date: October 25, 2024
Place: Ahmedabad

For and on Behalf of the Board of Directors of
Veeda Clinical Research Limited
(CIN : U73100GJ2004PLC044023)

Nitin Deshmukh
Chairman
DIN: 00060743

Date: October 25, 2024
Place: Ahmedabad

Mahesh Bhalgat
Managing Director
DIN: 07253670

Date: October 25, 2024
Place: Ahmedabad

Nirmal Bhatia
Company Secretary & CFO
ICSI Membership No.12551

Date: October 25, 2024
Place: Ahmedabad

Veeda Clinical Research Ltd. Ahmedabad

S R B C & CO LLP CHARTERED ACCOUNTANTS

Veeda Clinical Research Limited
Statement of Standalone Cash Flows for the year ended March 31, 2024
(All amounts in rupees million, unless otherwise stated)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023*
A Cash flow from operating activities		
Profit before tax	46.26	355.34
Adjustments to reconcile profit before tax to net cash flows		
Depreciation and amortization expense	350.21	232.06
Employee stock option cost / (reversal)	(0.08)	4.80
Finance cost	58.73	55.92
Bad debts (net of provision) and contract asset written off	3.51	13.99
Impairment provision on financial asset	3.50	3.50
Loan written off	16.00	34.00
Net (gain) / loss on fair valuation of call option	2.67	(1.41)
Net (gain) / loss on mark to market of outstanding forward contract	(0.20)	9.36
IPO expenses	2.76	10.03
Corporate guarantee income	(2.40)	-
Net interest income	(120.04)	(17.20)
Net gain on sale and remeasurement of mutual fund	(45.42)	(40.13)
(Profit) on sale of property, plant and equipment	(0.23)	-
Property, plant and equipment written off	10.09	8.90
Liabilities no longer required written back	(6.38)	(6.11)
Provision for doubtful debts	13.26	16.68
Provision for slow moving and non-moving inventory	6.64	23.78
Gain on lease termination	-	(7.48)
Unrealized foreign exchange loss	(5.12)	7.40
Operating profit before working capital changes	333.76	703.43
Working capital adjustments:		
Decrease in trade receivables	148.98	27.38
(Increase) in inventories	2.20	(14.68)
Decrease in financial assets	46.68	44.53
(Increase) in other assets	(154.03)	(38.51)
(Decrease)/increase in trade payables	(25.35)	(17.87)
Increase in other financial liabilities	3.07	32.18
(Decrease)/Increase in other current liabilities	(156.80)	130.42
Increase in provisions	39.33	12.31
Cash generated from operation	237.83	879.19
Direct taxes paid (net of refund)	(32.63)	(135.53)
Net cash flow generated from operating activities (A)	205.20	743.66
B Cash flow from investing activities		
Purchase of property, plant and equipment, intangible assets including intangible assets under development and Capital work-in-progress	(571.76)	(495.82)
Proceeds from sale of property, plant and equipment	0.31	-
Interest received	115.54	16.19
(Investment) in fixed deposits (net of proceeds)	(103.16)	(323.26)
Earmarked balance of share application money pending allotment and utilization	-	(213.00)
(Investment in) mutual funds	(399.98)	(38.00)
Proceeds from sale of mutual funds	200.00	415.24
Loan repaid by subsidiary (wholly owned subsidiary w.e.f. April 1, 2023)	13.50	-
Loan given to subsidiary (wholly owned subsidiary w.e.f. April 1, 2023)	(29.50)	(12.00)
Investment in Biopharma division (refer note 34)	(113.50)	-
Investment in IBS (refer note 34)	(7.00)	-
Adjustment in net assets of Biopharma division and IBS (Refer note 34)	40.58	40.56
(Investment) in equity shares of subsidiaries	(1,436.44)	(450.00)
Net cash flow (used in) investing activities (B)	(2,291.41)	(1,060.09)
C Cash flow from financing activities		
Finance cost paid	(54.11)	(52.43)
Payment of IPO expense (net)	(2.76)	(8.71)
Share issue expenses for fresh issue of shares	(62.15)	(13.02)
Payment of principal portion of lease liability	(86.45)	(57.33)
Proceeds from issue of shares (including securities premium)	2,164.22	-
Proceeds from share application money pending allotment	-	213.00
Net cash flow generated from financing activities (C)	1,958.75	81.51
Net (decrease) in cash and cash equivalents (A + B + C)	(127.46)	(234.92)

S R B C & CO LLP * CHARTERED ACCOUNTANTS *

Veeda Clinical Research Ltd. Ahmedabad

(All amounts in rupees million, unless otherwise stated)

Statement of Cash Flow (Continued):

Effect of exchange differences on translation of foreign currency cash and cash equivalents	0.18	(9.04)
Cash and cash equivalents at the beginning of the year	333.20	577.16
Cash and cash equivalents at the end of the year	**205.92**	**333.20**
Components of cash and cash equivalent		
Balance with banks:		
- On current accounts	104.07	332.73
- Deposits with original maturity of less than three months	100.04	-
Cash on hand	1.81	0.47
Total cash and cash equivalents (refer note 4.3)	**205.92**	**333.20**

Notes to Standalone Statement of Cash Flows :

1) The Statement of Cash Flows has been prepared under the Indirect method as set out in Ind AS 7 on Statement of Cash Flows notified under Section 133 of the Companies Act, 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standard) Rules 2015 (as amended)

2) Changes in assets and liabilities arising from financing activities:

Particulars	As at April 01, 2023*	Cash flows (net)	Others#	As at March 31, 2024
Financing activities				
Lease liabilities	477.84	(86.45)	179.93	571.32
Total	477.84	(86.45)	179.93	571.32
Particulars	**As at April 01, 2022***	**Cash flows (net)**	**Others#**	**As at March 31, 2023***
Financing activities				
Lease liabilities	377.80	(57.33)	157.37	477.84
Total	377.80	(57.33)	157.37	477.84

Others in lease liability includes payment of interest on lease liability, addition to lease liability and reduction of lease liability due to termination on account of Ind AS 116.

3) Non-cash financing and investing activities

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023*
Acquisition of right of use assets	203.01	199.36
Impairment provision on financial asset	3.50	3.50
Issue of equity share capital for investment in equity shares of Health Data Specialist (holdings) Limited (refer note 4.1)	1,528.00	-

* Restated as per note 34

Summary of material accounting policy	2.1
Summary of significant accounting judgements, estimates and assumptions	2.2

The accompanying notes are an integral part of these standalone financial statements.

As per our report of even date
For S R B C & Co. LLP
Chartered Accountants
ICAI FRN: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Date: October 25, 2024
Place: Ahmedabad

For and on Behalf of the Board of Directors of
Veeda Clinical Research Limited
(CIN : U73100GJ2004PLC044023)

Nitin Deshmukh
Chairman
DIN: 00060743

Date: October 25, 2024
Place: Ahmedabad

Mahesh Bhalgat
Managing Director
DIN: 07253670

Date: October 25, 2024
Place: Ahmedabad

Nirmal Bhatia
Company Secretary & CFO
ICSI Membership No 13551

Date: October 25, 2024
Place: Ahmedabad

Veeda Clinical Research Ltd. Ahmedabad

S R B C & CO LLP CHARTERED ACCOUNTANTS

Veeda Clinical Research Limited
Statement of Standalone Changes in Equity for the year ended March 31, 2024
(All amounts in rupees millian, unless otherwise stated)

A) Equity share capital:

Issued, subscribed and fully paid up equity shares of Rs. 2 each

Particulars	Note	No. of shares	Amount
As at March 31, 2022		5,28,93,986	105.78
Change in Equity Share Capital due to prior period errors		-	-
Changes during the year		-	-
As at March 31, 2023	8	5,28,93,986	105.78
Change in Equity Share Capital due to prior period errors		-	-
Changes during the year		1,01,05,860	20.21
As at March 31, 2024		6,29,99,846	125.99

B) Other equity

Particulars	Share application money pending allotment	Reserves and surplus				Total
		Securities premium	Capital reserve	Share options outstanding reserve	Retained earnings	
Balance as at March 31, 2022*	-	3,703.48	(21.27)	24.19	904.17	4,610.57
Changes due to accounting policy or prior period errors	-	-	-	-	-	-
Profit for the year (net of taxes)	-	-	-	-	243.88	243.88
Other comprehensive (loss) for the year (net of taxes)	-	-	-	-	(3.17)	(3.17)
Total comprehensive income for the year	-	-	-	-	240.71	240.71
Options granted to joint venture during the year (refer note 24 and note 32)	-	-	-	0.02	-	0.02
Share based payments (refer note 32)	-	-	-	4.80	-	4.80
Adjustment on forfeiture of ESOP	-	-	-	(0.64)	0.64	-
Transfer from retained earnings (refer note 34)	-	-	24.92	-	(24.92)	-
Contribution/(Distribution) (refer note 34)	-	-	-	-	40.56	40.56
Share application money received	213.00	-	-	-	-	213.00
Balance as at March 31, 2023*	213.00	3,703.48	3.65	28.37	1,161.16	5,109.66
Changes due to accounting policy or prior period errors	-	-	-	-	-	-
Profit for the year (net of taxes)	-	-	-	-	30.58	30.58
Other comprehensive (loss) for the year (net of taxes)	-	-	-	-	(0.37)	(0.37)
Total comprehensive income for the year	-	-	-	-	30.21	30.21
Share based payments (refer note 32)	-	-	-	(0.08)	-	(0.08)
Options granted to subsidiary during the year (refer note 24)	-	-	-	(0.07)	-	(0.07)
Adjustment on forfeiture of ESOP	-	-	-	(0.29)	0.29	-
Transfer from retained earnings (refer note 34)	-	-	18.22	-	(18.22)	-
Utilized towards expenses on fresh issue of equity shares	-	(62.15)	-	-	-	(62.15)
Acquisition of business (refer note 34)	-	-	4.27	-	-	4.27
Utilized for issue of equity shares	(213.00)	-	-	-	-	(213.00)
Contribution/(Distribution) (refer note 34)	-	-	-	-	40.58	40.58
On issue of equity shares during the year	-	3,885.01	-	-	-	3,885.01
Balance as at March 31, 2024	-	7,526.34	26.14	27.93	1,214.03	8,794.44

* Restated as per note 34

Summary of material accounting policy 2.1

Summary of significant accounting judgements, estimates and assumptions 2.2

The accompanying notes are an integral part of these standalone financial statements.

As per our report of even date
For S R B C & Co. LLP
Chartered Accountants
ICAI FRN: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Date: October 25, 2024
Place: Ahmedabad

S R B C & CO LLP
CHARTERED ACCOUNTANTS

For and on Behalf of the Board of Directors of
Veeda Clinical Research Limited
(CIN : U73100GJ2004PLC044023)

Veeda Clinical Research Ltd.
Ahmedabad

Nitin Deshmukh
Chairman
DIN: 00060743

Date: October 25, 2024
Place: Ahmedabad

Mahesh Bhalgat
Managing Director
DIN: 07253670

Date: October 25, 2024
Place: Ahmedabad

Nirmal Bhatia
Company Secretary & CFO
ICSI Membership No.12551

Date: October 25, 2024
Place: Ahmedabad

1. Corporate information

Veeda Clinical Research Limited ("the Company") is a Company domiciled in India with its registered office at Shivalik Plaza – A, 2nd Floor, Opposite Ahmedabad Management Association, Ambawadi, Ahmedabad, Gujarat – 380015, India. The Company was incorporated on April 23, 2004 under the provisions of the Companies Act applicable in India and is carrying on the business of Clinical Research for various Pharmaceuticals Companies. The Company is a one roof service global CRO specializing in the early clinical development of drugs with state-of-the-art facilities in India. The Company provides a full range of services in phase I and II clinical research with Clinical Data management, delivering expert and cost-effective research solutions to the Pharmaceutical and Biotechnology Industries worldwide. The Company has become a Public Limited Company w.e.f. June 30, 2021 and consequently the name of the Company has changed from Veeda Clinical Research Private Limited to Veeda Clinical Research Limited.

The standalone financial statements were approved for issue in accordance with a resolution of the directors on October 25, 2024.

2.1 Material accounting policies

(A) Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed under section 133 of Companies Act, 2013 ("the Act") read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and Companies (Indian Accounting Standards) Amendment Rules, 2016 and presentation requirements of Division II of Schedule III to the Act (Ind AS compliant Schedule III, as amended), and other accounting principles generally accepted in India.

The standalone financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair value / amortized cost (Refer note 28).

The standalone financial statements are presented in Indian Rupees (Rs.) and all values are rounded to the nearest Rs. millions, except when otherwise indicated. Figures below Rs. 10,000 has been indicated as "*" as the same is nullified on conversion of rupees in million.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

(B) Summary of material accounting policies

a. Current versus non-current classification

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

1. Expected to be realized or intended to be sold or consumed in normal operating cycle;
2. Held primarily for the purpose of trading;
3. Expected to be realized within twelve months after the reporting period; or
4. 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 treated as current when:

1. It is expected to be settled in normal operating cycle;

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2. It is held primarily for the purpose of trading;
3. It is due to be settled within twelve months after the reporting period; or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

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

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.

b. Foreign currencies

The Company's standalone financial statements are presented in Indian Rupees ("Rs."), which is also its functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at its functional currency spot rates on the date the transaction first qualifies for recognition. However, for practical reasons, the Company uses average rate if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the 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. The gain or loss arising on translation of non-monetary items measured at fair value 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 and loss are also recognised in OCI or profit and loss, respectively).

c. Fair value measurement

The Company measures financial instruments, such as, derivatives 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 the 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 a 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.

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Veeda Clinical Research Ltd.
Ahmedabad

The Company 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 standalone 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 Standalone financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The management determines the policies and procedures for both recurring fair value measurement and for non-recurring measurement.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

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.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

(a) Disclosures for valuation methods, significant estimates and assumptions (note 28)

(b) Quantitative disclosures of fair value measurement hierarchy (note 28)

(c) Financial instruments (including those carried at amortised cost) (note 28)

d. Revenue from contract with customer

Revenue from contracts with customers is recognised when control of the services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those services. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the services before transferring them to the customer.

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Veeda Clinical Research Ltd. Ahmedabad *

Sale of service

The Company's contracts with customers include promises to transfer multiple services to a customer. Revenues from customer contracts are considered for recognition and measurement when the contract has been approved, in writing, by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract. Revenue from customer contracts are recognized based on these identified distinct performance obligations.

The Company exercise judgement in determining the timing when the performance obligation is satisfied. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

For the majority of contract performance obligations, the Company has determined that an output method is appropriate measure of progress. Revenue recognition is determined by assessing the performance completed or delivered to date under the terms of the arrangement. The measures utilized to assess progress on the satisfaction of performance are specific to the performance obligation identified in the contract.

Contract Balances

Contract assets

A contract asset is initially recognised for revenue earned from clinical services because the receipt of consideration is conditional on successful completion of the project. Upon completion of the project and acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables.

Contract assets are subject to impairment assessment. Refer to accounting policies on impairment of financial assets in section (p) Financial instruments – initial recognition and subsequent measurement.

Trade receivables

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (p) Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Company transfers the related services. Contract liabilities are recognised as revenue when the Company performs under the contract.

e. Other Income

Other income is recognised when no significant uncertainty as to its determination or realisation exists.

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Veeda Clinical Research Ltd. Ahmedabad *

f. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

i) When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences
ii) In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred 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, except:

i) When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences
ii) In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences 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.

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Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off deferred tax assets and deferred tax liabilities that relate to income taxes levied by the same tax authority.

Goods and services tax paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of Goods and Services tax paid, except:

i) When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable; and

ii) When receivables and payables are stated with the amount of tax included.

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

g. Property, plant, and equipment

Property, Plant, and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criterias are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific 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 criterias are satisfied. All other repair and maintenance costs are recognised in the statement of profit and 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 criterias for a provision are met.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. It comprises of the cost of property, plant and equipments that are not yet ready for their intended use as on the date of Balance Sheet.

Depreciation is calculated on a written down value method over the estimated useful lives of the assets as follows:

Assets	Useful lives (in years) prescribed in Schedule II of the companies Act 2013
Plant and equipment	5 to 15
Office equipment	5
Computers and peripherals	3
Furniture & fixtures	10
Vehicles	8

Leasehold improvements are depreciated on straight line basis over the period of lease or useful life, whichever is lower.

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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 statement of profit and loss when the asset is derecognised.

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

h. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

Intangible assets are amortised over the useful economic life 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 are 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 are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

A summary of the policies applied to the Company's intangible assets is as follows:

Intangible assets	Useful lives	Amortisation method used	Internally generated or acquired
Computer software	3 years	Amortised on a straight-line basis over the period of computer software	Acquired

i. Borrowing costs

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 asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

j. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

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The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, 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 on a straight-line basis over the period of the lease term and the estimated useful lives of the assets, whichever is shorter, as follows:

Building – up to 12 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment and office premises. It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Company as a lessor

The Company has sub leased certain office premises. Rental income arising is accounted for on a straight-line basis over the lease terms. Contingent rents are recognised as income in the period in which they are earned.

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k. Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Consumables: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

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

Provision for slow moving and non-moving inventory is made considering its expected usage pattern.

l. 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 such indication exists or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered as impaired and is written down is reduced 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, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the Company operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If any such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed

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the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or Company of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than it's carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

m. Provisions

General

Provisions are recognised when the Company has a present obligation (legal or constructive) and as a result of a 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. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of reimbursement, if any.

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.

n. Retirement and other employee benefits

Retirement benefit in the form of contribution towards provident fund and employee state insurance scheme (ESIC) is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund and ESIC. The Company recognizes contribution payable to the provident fund and ESIC as an expense, when an employee renders the related service.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined 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 the statement of profit and loss on the earlier of:

i) The date of the plan amendment or curtailment; and
ii) The date on which 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 standalone statement of profit and loss:

i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and

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ii) Net interest expense or income.

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company recognizes expected cost of short-term employee benefit as an expense when an employee renders the related service.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

o. Share-based payments

The Company initially measures the cost of cash-settled transactions with employees using Black-Scholes model to determine the fair value of the liability incurred. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. For cash-settled share-based payment transactions, the liability needs to be remeasured at the end of each reporting period up to the date of settlement, with any changes in fair value recognised in the profit and loss. This requires a reassessment of the estimates used at the end of each reporting period. For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Company uses Black-Scholes model for Veeda Employees Stock Option Plan 2019 (VESP). The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in note 32.

p. 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.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit and loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit and loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)'

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on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

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

i) Financial assets at amortised cost (debt instruments)
ii) Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
iii) Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
iv) Financial assets at fair value through profit and loss (FVTPL)

Financial assets at amortised cost (debt instruments)

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and
ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. 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 the EIR. The EIR amortisation is included in finance income in the profit and loss. The losses arising from impairment are recognised in the statement of profit and loss. The Company's financial assets at amortised cost includes trade receivables, other receivables and loans.

Financial assets at fair value through profit and loss

Financial assets at fair value through profit and loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

This category includes investment in mutual funds and call option on non-controlling interest of subsidiary company.

Derivatives and hedging activities

The Company enters derivatives like forwards contracts to hedge its foreign currency risks. Derivatives are initially recognised at fair value on the date a derivative contract is entered into

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and are subsequently marked to market at the end of each reporting period with profit / loss being recognised in statement of profit and loss. Further, the Company has also entered into call options in respect of its investment in its subsidiary which are initially recognised at fair value with subsequent changes in fair value recognised in the statement of profit and loss. Derivative assets / liabilities are classified under "other financial assets / other financial liabilities". Profits and losses arising from cancellation of contracts are recognised in the statement of profit and loss.

Embedded Derivatives

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit and loss. Embedded derivatives are measured at fair value with changes in fair value recognised in statement of profit and loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit and loss category.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e., removed from the Company's standalone balance sheet) when:

i) The rights to receive cash flows from the asset have expired, or
ii) 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 substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss ('ECL') model for measurement and recognition of impairment loss. For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from

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default events that are possible within the next twelve months (a twelve month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (i.e., a lifetime ECL).

Investment in Subsidiaries, Joint ventures , Associates

A subsidiary is an entity that is controlled by another entity.

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

Investment in Subsidiaries, Joint Ventures and Associates are measured at cost less impairment in accordance with Ind AS 27 "Separate Financial Statements".

Impairment of investments

The Company reviews its carrying value of investments carried at cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is recorded in the Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the Investment is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the cost of the Investment. A reversal of an impairment loss is recognised immediately in Statement of Profit or Loss.

Business Acquisition

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 in the periods in which the costs are incurred and the services are received, with the exception of the costs of issuing debt or equity securities that are recognised in accordance with Ind AS 32 and Ind AS 109.

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.

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 in accordance with Ind AS 109. If the

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contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS and shall be recognised in profit or loss. 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 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.

Business combinations under common control

Business combinations involving entities or businesses under common control are accounted for using the pooling of interest method. Under pooling of interest method, the assets and liabilities of the combining entities or businesses are reflected at their carrying amounts after making adjustments necessary to harmonise the accounting policies. The financial information in the financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. The identity of the reserves is preserved in the same form in which they appeared in the financial statements of the transferor and the difference, if any, between the amount 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.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit and loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

i) Financial liabilities at fair value through profit and loss
ii) Financial liabilities at amortised cost (loans and borrowings)

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Financial liabilities at fair value through profit and loss

Financial liabilities at fair value through profit and loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit and 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 relationships as defined by Ind AS 109. Separated embedded derivatives 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 profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit and loss are designated as such at the initial date of recognition, and only if the criterias as specified 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 / losses are not subsequently transferred to statement of 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 recognised in the profit and loss. The Company has not designated any financial liability as at fair value through profit and loss.

Financial liabilities at amortised cost (Loans and borrowings)

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR 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 EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

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 modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amount is recognised in the statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the standalone 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.

q. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

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For the purpose of the statement of standalone cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

r. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of parent Company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

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

s. Dividend

The Company recognises a liability to pay dividend to equity holders of the Company when the distribution is authorised, and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

2.2 Significant accounting judgements, estimates and assumptions

The preparation of the Company's standalone financial statements requires management to make judgements, 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 assets or liabilities affected in future periods.

Other disclosures relating to the Company's exposure to risks and uncertainties includes:

i) Capital management note 30
ii) Financial risk management objectives and policies note 29
iii) Sensitivity analyses disclosures note 29

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the standalone financial statements:

Determining the lease term of contracts with renewal and termination options – Company as a lessee

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company has several lease contracts that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the

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option to renew or to terminate (e.g., construction of significant leasehold improvements, significant customisation to the leased asset, etc.).

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 standalone financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Share-based payments

While estimating fair value for share-based payment transactions with the employees at grant date, the Company uses a Discounted Cash Flow (DCF) model for employee stock option plan. The assumption and models used for estimating fair value for share based payment transactions are disclosed in note 32.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and other post-employment medical benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation 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.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include consideration 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.

Leases - Estimating the incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Company estimates the IBR using observable inputs (such as market interest rates).

2.3 New standards, interpretations and amendments adopted by the company

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March 2023 to amend the following Ind AS which are effective

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for annual periods beginning on or after 1 April 2023. The Company applied for the first-time these amendments.

(i) Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates. The amendments had no impact on the Company's Standalone financial statements.

(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. The amendments had no impact on the Company's Standalone financial statements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases. The Company previously recognised for deferred tax on leases on a net basis. As a result of these amendments, the Company has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since, these balances qualify for offset as per the requirements of paragraph 74 of Ind AS 12, there is no impact in the balance sheet. There was also no impact on the opening retained earnings as at 1 April 2023.

2.4 Amendments not yet effective:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

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3 Property, plant and equipment, Intangible assets, Capital work-in-progress, Intangible assets under development and Right of use assets as at March 31, 2024

Particulars	GROSS BLOCK				ACCUMULATED DEPRECIATION				NET BLOCK	
	Opening balance as at April 01, 2023	Addition	Deduction	Closing balance as at March 31, 2024	Opening balance as at April 01, 2023	Charge for the year	On deduction	Closing balance as at March 31, 2024	As at March 31, 2024	As at March 31, 2023
3.1 Property, plant and equipment										
Leasehold improvements	189.92	22.87	-	212.79	58.60	32.27	-	90.87	121.92	131.32
Plant and equipment	796.94	417.81	21.26	1,193.49	259.41	135.82	12.88	382.35	811.14	537.53
Office equipment	38.26	16.77	0.78	54.25	15.75	13.80	0.65	28.90	25.35	22.51
Computers	67.30	19.67	3.19	83.78	38.29	19.22	2.91	54.60	29.18	29.01
Furniture and fixtures	67.00	4.67	7.62	64.05	27.46	10.46	5.43	32.49	31.56	39.54
Vehicles	11.73	-	0.00	11.73	4.47	3.17	#	7.64	4.09	7.26
Total	1,171.16	481.79	32.87	1,620.09	403.97	214.74	21.87	596.84	1,023.24	767.19
3.2 Intangible assets										
Computer software	52.25	131.88	5.47	178.66	18.98	40.01	4.12	54.87	123.79	33.27
Total	52.25	131.88	5.47	178.66	18.98	40.01	4.12	54.87	123.79	33.27

Figure nullified in conversion of Rupees in million.

3.3 Capital work-in-progress and Intangible assets under development

Particulars	Capital work-in-progress	Intangible assets under development	Total
Cost			
As at March 31, 2023	63.75	33.15	96.90
Addition	407.67	7.59	415.26
Addition on account of acquisition of business	10.83	-	10.83
Capitalisation	419.02	39.61	458.63
As at March 31, 2024	63.23	1.13	64.36

CWIP Ageing Schedule as at March 31, 2024

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	48.16	15.07	-	-	63.23

Intangible assets under development (IAUD) ageing Schedule as at March 31, 2024

Intangible assets under development	Amount in IAUD for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	1.13	-	-	-	1.13

Project completion schedule for overdue projects as at March 31, 2024

CWIP	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Project in progress (refer note below)	44.64	-	-	-

Note:
There are 2 projects overdue in terms of timelines and budget as at March 31, 2024. The projects were started between November 2022 to September 2023 and were planned to be completed during the year. Due to complexities involved in installation and performance qualification testing, the projects were not completed during the year. The projects are now on track and are expected to be capitalized in FY 24-25.

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Opening balance as at April 01, 2023	Addition	Adjustment during the year	Closing balance as at March 31, 2024	Opening balance as at April 01, 2023	Charge for the year	Adjustment during the year	Closing balance as at March 31, 2024	As at March 31, 2024	As at March 31, 2023
3.4 Right of use assets (refer note 31)										
Office premises	633.39	203.01	-	836.40	263.10	96.46	-	359.56	476.84	370.29
Total	633.39	203.01	-	836.40	263.10	96.46	-	359.56	476.84	370.29

Notes:
(i) The Company has elected to continue with the carrying values as at April 01, 2019 i.e., date of transition to Ind AS under previous GAAP for all the items of Property, plant and equipments and Intangible assets and accordingly, the net block on that date has been carried as its deemed cost.
(ii) Capital work-in-progress as at March 31, 2024 amounting to Rs. 63.23 million (March 31, 2023: Rs. 63.75 million) comprises of expenditure for the property, plant and equipment which are under development and not yet put for use.
(iii) Intangible assets under development as at March 31, 2024 amounting to Rs. 1.13 million (March 31, 2023: Rs. 33.15 million) comprises of expenditure for the development of software. There are no projects overdue in terms of timeline and budget as of March 31, 2024.
(iv) There are no projects which are temporarily suspended and hence no disclosure is applicable thereof.

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3 Property, plant and equipment, Intangible assets, Capital work-in-progress, Intangible assets under development and Right of use assets as at March 31, 2023

Particulars	GROSS BLOCK				ACCUMULATED DEPRECIATION				NET BLOCK	
	Opening balance as at April 01, 2022	Addition	Deduction	Closing balance as at March 31, 2023	Opening balance as at April 01, 2022	Charge for the year	On deduction	Closing balance as at March 31, 2023	As at March 31, 2023	As at March 31, 2022
3.1 Property, plant and equipment										
Leasehold improvements	114.34	76.26	0.68	189.92	37.18	21.58	0.16	58.60	131.32	77.16
Plant and equipment	547.31	258.05	8.43	796.94	181.09	82.97	4.65	259.41	537.53	366.23
Office equipment	19.38	20.00	1.11	38.26	11.15	5.07	0.47	15.75	22.51	8.23
Computers	41.58	27.96	2.23	67.30	24.37	14.42	0.50	38.29	29.01	17.21
Furniture and fixtures	46.43	23.23	2.66	67.00	21.79	6.13	0.46	27.46	39.54	24.65
Vehicles	6.86	4.89	*	11.75	2.06	2.41	-	4.47	7.28	4.80
Total	775.92	410.38	15.13	1,171.16	277.63	132.58	6.24	403.97	767.19	498.28
3.2 Intangible assets										
Computer software	19.77	32.48	-	52.25	11.56	7.42	-	18.98	33.27	8.21
Total	19.77	32.48	-	52.25	11.56	7.42	-	18.98	33.27	8.21

* Figure nullified in conversion of Rupees in million.

3.3 Capital work-in-progress and Intangible assets under development

Particulars	Capital work-in-progress	Intangible assets under development	Total
Cost			
As at March 31, 2022	88.39	13.72	102.11
Addition	330.17	23.16	353.33
Capitalisation	354.81	2.19	357.00
Deletion	-	1.54	1.54
As at March 31, 2023	63.75	33.15	96.90

CWIP Ageing Schedule as at March 31, 2023

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	63.75	-	-	-	63.75

Intangible assets under development (IAUD) ageing Schedule as at March 31, 2023

Intangible assets under development	Amount in IAUD for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	20.96	5.45	1.66	5.08	33.15

Project completion schedule for overdue projects as at March 31, 2023

Intangible assets under development	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Project in progress (refer note below)	13.27	-	-	-

Note:

The project of development of cronos software was started in March 2017 and was planned to be completed by May 2018. The said software is a customised software which is being developed by the third party vendor. There has been delay in this project on account of customisation requirement of the Company, resignation of employee who was handling the said project from the Company's side. The delay was also on account of COVID-19 from March 2020 onwards. The project is now on track and has been capitalized in June 2023.

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Opening balance as at April 01, 2022	Addition	Termination during the year	Closing balance as at March 31, 2023	Opening balance as at April 01, 2022	Charge for the year	On termination	Closing balance as at March 31, 2023	As at March 31, 2023	As at March 31, 2022
3.4 Right of use assets (refer note 31)										
Office premises	506.79	199.36	72.75	633.39	187.88	92.06	16.84	263.10	370.29	318.91
Total	506.79	199.36	72.75	633.39	187.88	92.06	16.84	263.10	370.29	318.91

Notes:

(i) The Company has elected to continue with the carrying values as at April 01, 2019 i.e., date of transition to Ind AS under previous GAAP for all the items of Property, plant and equipments and Intangible assets and accordingly, the net block on that date has been carried as its deemed cost.

(ii) Capital work-in-progress as at March 31, 2023 amounting to Rs. 63.75 million (March 31, 2022: Rs. 88.39 million) comprises of expenditure for the property, plant and equipment which are under development and not yet put for use. There are no projects overdue in terms of timelines and budget as at March 31, 2023.

(iii) Intangible assets under development as at March 31, 2023 amounting to Rs. 33.15 million (March 31, 2022: Rs. 13.72 million) comprises of expenditure for the development of software.

(iv) There are no projects which are temporarily suspended and hence no disclosure is applicable thereof.

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(All amounts in rupees million, unless otherwise stated)

4 Financial assets

4.1 Investments

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Investment in equity shares of subsidiary (carried at cost) (Unquoted)		
6,716,691 (March 31, 2023: 6,421,306) fully paid equity shares of Bioneeds India Private Limited having face value of Rs. 10 each (refer note i below)	2,374.08	2,131.50
294 (March 31, 2023: nil) fully paid equity shares of Health Data Specialists (Holdings) Limited having face value of Euro 0.01 each (refer note iv below)	1,545.42	-
13,000,001 (March 31, 2023: nil) fully paid equity shares of Investment in equity shares of Veeda Clinical Research Ireland Limited having face value of Euro 1 each (refer note iii below)	1,180.53	-
700,000 (March 31, 2023: 350,000) fully paid equity shares of Ingenuity Biosciences Private Limited having face value of Rs. 10 each (subsidiary w.e.f. April 1, 2023) (refer note v below)	7.00	3.50
Less: Provision for impairment on non-current investments	(7.00)	(3.50)
Total	**5100.03**	**2,131.50**
Current		
Investment in units of mutual funds (carried at fair value through profit and loss) (Quoted)		
186,932.64 (March 31, 2023: 332,052.84) Units of ICICI Prudential Savings Fund (Regular Growth)	92.26	151.91
136,190.94 (March 31, 2023: 256,229.87) Units of Aditya Birla Sun Life Low Duration Fund (Regular Growth)	81.85	143.99
141,167.45 (March 31, 2023: 86,990.63) Units of Aditya Birla Sun Life Low Duration Fund (Direct Growth)	93.05	53.19
2716494.13 (March 31, 2023: 1,009,713.94) Units of HDFC Low Duration Fund (Direct Growth)	153.98	53.03
46,730.32 (March 31, 2023: 17,319.34) Units of Kotak Low Duration Fund (Direct Growth)	154.04	53.01
42985.54 (March 31, 2023: 27,464.47) Units of Nippon India Low Duration Fund (Direct Growth)	154.56	91.74
125,188.81 (March 31, 2023: nil) Units of ICICI Prudential Savings Fund (Direct Growth)	62.53	-
Investments in optionally convertible redeemable preference shares of Subsidiary (carried at fair value through profit and loss) (Unquoted)		
2,333,000 (March 31, 2023: 2,333,000) fully paid optionally convertible redeemable preference shares of Bioneeds India Private Limited (refer note ii below)	233.30	233.30
Total	**1025.57**	**780.17**

Total non-current investment	**5100.03**	**2,131.50**
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments	5107.03	2135.00
Aggregate amount of impairment	7.00	3.50

Total current investments	**1025.57**	**780.17**
Aggregate amount of quoted investments and market value thereof	792.27	546.87
Aggregate amount of unquoted investments	233.30	233.30
Aggregate amount of impairment	-	-

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4 Financial assets

4.1 Investments (continued)

Notes:

(i) The Company entered into investment agreement with Bioneeds India Private Limited ("Bioneeds") and its shareholders on July 07, 2021 pursuant to which company has call options to acquire equity shareholding from the shareholders of Bioneeds. During the previous year ended March 31, 2023, the Company entered into addendum dated May 23, 2022 and December 9, 2022 pursuant to which Company acquired additional equity by way of primary investment in Bioneeds and secondary investment by way of acquisition from shareholders of Bioneeds. Further, as per the aforesaid addendum dated December 9, 2022, the Company has an option to further acquire remaining balance of 13.00% shares on fully diluted basis. Fair value of the aforesaid call option is Rs. 40.88 million as on March 31, 2023 based on the fair valuation report from the independent valuer and the resultant fair valuation gain of Rs. 1.41 million has been recognized in "Other Income" (refer note 14) for the year ended March 31, 2023.
During the year, the company has entered into agreement dated July 20, 2023 to amend the terms of investment agreement and subsequent addendums to investment agreement, as per which the company has acquired 295,385 equity shares of Bioneeds India Private Limited representing 4% of its total equity share capital for an aggregate consideration of Rs.235.00 million. Further, as per the aforesaid addendum, the Company has call option to further acquire remaining 9.00% shares as on March 31, 2024 on fully diluted basis. Fair value of the aforesaid call option is Rs. 30.63 million as on March 31, 2024 based on the fair valuation report from the independent valuer and the resultant fair valuation loss of Rs. 2.67 million has been recognized in "Other expenses" (refer note 19).

ii) As per the investment agreement with Bioneeds India Private Limited and its shareholders dated July 07, 2021, the Company has made investment in Optionally Convertible Redeemable Preference Shares ("OCRPS") for a total consideration of Rs. 233.30 million. The said OCRPS were issued on the following terms and conditions:

(a) Minimum preferential dividend rate of 0.001% p.a. cumulative preference dividend and the same shall be paid in full (together with dividends accrued from prior years).

(b) Conversion: 1. Conversion option can be exercised by the Company only after Bioneeds becomes a wholly owned subsidiary of the Company.
2. OCRPS will be converted into such number of equity shares of Bioneeds, at the price per share equal to the fair market value of the equity shares at the time of such conversion ("Conversion Price").

(c) Redemption - Subject to the Company's right to seek conversion, the OCRPS shall be redeemed by Bioneeds upon earlier of (i) 1 day prior to expiry of 20 years at the face value of OCRPS; or (ii) at the option of the Company, at the redemption price which shall be the face value of equity shares of Bioneeds at the time of such redemption.

Since the terms of redemption is at the option of the Company, the management of the Company expects to get the redemption of OCRPS at face value before March 31, 2025 and accordingly, the investment in the said OCRPS has been considered as current investment.

(iii) The Company with the purpose to acquire an Ireland based target company Health Data Specialists (Holdings) Limited, incorporated its wholly owned subsidiary on December 1, 2023 viz Veeda Clinical Research Ireland Limited ("Veeda Ireland") in Ireland by subscribing 1 ordinary share of Euro 1. Subsequently for the purpose of funding the acquisition, the Company has further infused Euro 13.00 million equivalent to INR 1180.53 million towards subscription of additional 1,30,00,000 ordinary shares of Euro 1 each of Veeda Ireland which is based on the fair valuation report of the Independent Valuer. Subsequent to the year end, the company has further subscribed to 1,06,00,000 ordinary shares of Euro 1 each of Veeda Ireland at face value amounting Euro 10.60 million equivalent to INR 979.17 million.

(iv) The Company along with its wholly owned subsidiary – Veeda Ireland, entered into the Share Purchase Agreement ("Agreement") with the shareholders of Health Data Specialists (Holdings) Limited ("HEADS") on February 19, 2024 for acquisition of 100% shareholding of HEADS from the existing shareholders at Euro 52.00 million which is equivalent to Rs. 4,673.89 million and is based on the fair valuation report of the Independent Valuer. Accordingly, Veeda Ireland acquired 67.3% stake (606 shares) in HEADS as against the cash consideration amounting to Euro 35.00 million which is equivalent to Rs. 3,145.89 million and the company acquired balancing 32.7% stake (294 shares) in HEADS as against the SWAP of the company's equity shares by allotment of 36,32,310 equity shares of the company. Investment in HEADS of 32.7% has been accounted at Rs. 1,528.00 million based on fair value report of the independent valuer. Further, as per the terms of the agreement, upon fulfillment of the valuation uplifts and earn out conditions relating to the achievement of agreed business milestones for the ongoing clinical trials study, the above mentioned valuation of Euro 52.00 million shall be uplifted to maximum total value of Euro 119.1 million (including Euro 52.00 million) and the consideration towards fulfillment of said uplifts and earn out conditions shall be paid in accordance with the terms of the Agreement either through cash consideration and/or in kind through Company's Equity Shares.

(v) The company based on termination of joint venture agreement with the erstwhile JV partner dated April 01, 2023 has agreed to acquire the balance 50% stake (3,50,000 shares) for a total consideration of Rs. 3.50 million from the erstwhile JV partner and consequently has gained the control over Ingenuity Biosciences Private Limited.

(vi) The board of directors in their meeting held on June 13, 2024 approved investment upto 6 lakhs Euro by subscribing 6 lakh equity shares of euro 1 each of Veeda Clinical Research Ireland Limited.

(vii) The board of directors in their meeting held on July 26, 2024 approved investment upto 3 million Euro by subscribing equity shares of Veeda Clinical Research Ireland Limited.

(viii) Pursuant to the terms and conditions of share purchase agreement dated February 19, 2024 and on achievement of uplift 1 condition, the board of directors in their meeting held on July 26, 2024 approved swap of Compulsory Convertible Preference Shares (CCPS) issued by Veeda Clinical Research Ireland Limited to sellers of Health Data Specialists Holdings Limited i.e., Georgios Kouvatseas, Leonidas Kostagiolas and Okeanos Limited for consideration of achievement of Uplift 1 condition. The said CCPS will be swapped against the shares of the Company and thereby the Company will purchase the Compulsory Convertible Preference Shares of Veeda Clinical Research Ireland Limited from the sellers of Health Data Specialists Holdings Limited which was approved by the members in their meeting held on August 20, 2024.

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(All amounts in rupees million, unless otherwise stated)

4.2 Trade receivables

Particulars	As at March 31, 2024	As at March 31, 2023
Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	604.59	740.08
Trade receivables which have significant increase in credit risk	14.27	10.45
Trade receivables - credit impaired	41.05	31.61
Impairment allowance (allowance for bad and doubtful debts)		
Unsecured, considered good	-	-
Trade receivables which have significant increase in credit risk	(14.27)	(10.45)
Trade receivables - credit impaired	(41.05)	(31.61)
Total	604.59	740.08

Notes:
Trade receivables are non-interest bearing and are generally on terms of 7-90 days.
For information about credit risk and market risk related to trade receivable, please refer note 29.
No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private
For terms and conditions related to related party receivables, refer note 24

The following table summarises the change in impairment allowance measured using the life time expected credit loss model:

Particulars	As at March 31, 2024	As at March 31, 2023
At the beginning of the year	42.06	25.38
Provision made during the year	13.26	16.68
Utilized / reversed during the year	-	-
At the end of the year	55.32	42.06

Trade Receivables ageing schedule as at March 31, 2024

Particulars	Outstanding for following periods from the due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	
(i) Undisputed Trade receivables – considered good	268.34	269.56	63.63	3.06	-	-	604.59
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	14.27	-	-	14.27
(iii) Undisputed Trade Receivables – credit impaired	-	0.74	-	13.76	9.73	-	24.23
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	0.20	16.62	16.82
Total	268.34	270.30	63.63	31.09	9.93	16.62	659.91

Trade Receivables ageing schedule as at March 31, 2023

Particulars	Outstanding for following periods from the due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	
(i) Undisputed Trade receivables – considered good	413.15	306.81	15.33	5.79	-	-	740.08
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	9.60	0.85	-	10.45
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	15.06	1.95	8.09	25.10
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	0.61	5.90	6.51
Total	413.15	306.81	15.33	30.45	3.41	13.99	782.14

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(All amounts in rupees million, unless otherwise stated)

4.3 Cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with Banks		
- On current accounts	104.07	332.73
- Deposits with original maturity of less than three months (refer note below)	100.04	-
Cash on hand	1.81	0.47
Total	205.92	333.20

Bank deposits with remaining maturity of less than 3 months as at March 31, 2024 are Rs. 100.05 million (March 31, 2023: Rs. Nil). These deposits are earning interest ranging between 3.00% to 5.00% (March 31, 2023: Nil)

4.4 Other Bank balances

Particulars	As at March 31, 2024	As at March 31, 2023
Deposits with original maturity of more than three months but less than twelve months (refer note below)	389.71	31.00
Share application money account	-	213.00
Total	389.71	244.00

Deposits with original maturity of more than three months but less than twelve months as at March 31, 2024 are Rs. 389.71 million (March 31, 2023: Rs. 31 million). These deposits are earning interest ranging between 6.50% to 7.10% (March 31, 2023: 5.45% to 6.80%). Deposits with bank as at March 31, 2024 amounting to nil (March 31, 2023: Rs. 31.00 million) are given as collateral security against cash credit limits.

4.5 Loans

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Unsecured, considered good		
Loan to wholly owned subsidiary (w.e.f. April 1, 2023, was joint venture till March 31, 2023) (refer note below)	-	-
Total	-	-

Note: Loan given to subsidiary amounting to Rs. 16.00 million (March 31, 2023: Rs 34.00 million) has been written off during the current year considering the unfavourable financial condition of subsidiary and the same has been booked under other expense (refer note 19)

Disclosure required under Sec 186(4) of the Companies Act 2013
Included in loans and advance are certain intercorporate deposits the particulars of which are disclosed below as required by Sec 186(4) of the Companies Act 2013.

Name of the loanee	Rate of Interest	Due date	Secured / Unsecured	As at March 31, 2024	As at March 31, 2023
Ingenuity Biosciences Private Limited	8% p.a.(P.Y. 6% p.a.)	Loan is repayable at the end of 2 years from the date of agreement. However, the loan may be repaid earlier at any time by the borrower.	Unsecured	-	-

Refer note 24 for terms and conditions of loan to wholly owned subsidiary in which the company was a venturer.

4.6 Other financial assets

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, considered good		
Non-current		
Security deposits	41.48	33.20
Bank deposits with remaining maturity for more than 12 months (refer note i below)	77.15	323.24
Fair value of call option (refer note 4.1)	30.63	40.88
Sub-total	149.26	397.32
Unsecured, considered good		
Current		
Contract asset		
- Due from customer (accrued revenue) (refer note 13.2)	155.26	174.47
Forward contracts	0.62	-
Interest accrued on security deposits	0.97	0.38
Security deposits	1.80	1.80
Export incentive receivable	-	37.10
Bank deposits with remaining maturity for less than 12 months (refer note ii below)	326.73	123.18
Reimbursement receivable (refer note 24)	-	-
Receivable from selling shareholders (refer note 24)	41.72	37.55
Other receivables (refer note 24)	2.40	-
Sub-total	529.50	374.48
Total	678.76	771.80

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4.6 **Other financial assets (continued)**

Reconciliation of contract Asset:

Balance at the beginning of the year	174.47	167.44
Less: Invoicing during the year from balance at the beginning of the year	(144.44)	(128.39)
Less: Written off during the year from balance at the beginning of the year	(3.51)	(13.99)
Add: Contract Assets created during the year	128.74	149.41
Balance at the end of the year	155.26	174.47

Notes:

i) Bank deposits with remaining maturity for more than 12 months as at March 31, 2024 are Rs. 77.15 million (March 31, 2023: Rs. 323.24 million). These deposits are made for a period of more than 12 months and earn interest ranging between 6.25% to 7.30% (March 31, 2023: 4.55% to 7.25%). Out of the above, deposits amounting to Rs. 50.50 million as at March 31, 2024 (March 31, 2023: Rs. 81.49 million) are given as security against over draft facilities and bank gurantee.

ii) Bank deposits with original maturity for more than 12 months and with remaining maturity for less than 12 months as at March 31, 2024 are Rs. 326.73 million (March 31, 2023: Rs. 123.18 million). These deposits are made for a period of more than 12 months and earn interest ranging between 6.70% to 7.25% (March 31, 2023: 5.25% to 7.25%). Deposits amounting to Rs. 70.10 million as at March 31, 2024 (March 31, 2023: Rs. 19.16 million) are given as collateral security against cash credit limits and bank guarantee.

5 **Income tax assets (net)**

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
Non-current		
Advance payment of Income tax (net of provision)	216.10	208.82
Total	216.10	208.82

6 **Other assets**

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
Non-Current		
Unsecured, considered good		
Prepaid expenses	3.00	0.96
Balance with government authorities (refer note below)	47.82	9.08
Capital advances	3.57	7.98
Sub-total	54.39	18.02
Current		
Unsecured, considered good		
Prepaid expenses	19.16	12.33
Advance to suppliers	14.46	9.77
Employee advances	3.35	3.34
Balance with government authorities (refer note below)	233.39	110.97
Sub-total	270.36	136.41
Total	324.75	154.43

Note:
Balance with government authorities pertains to amount paid under protest in Service tax amounting to Rs. 9.08 million (March 31, 2023: Rs. 9.08 million), GST amounting to Rs. 3.14 million (March 31, 2023: nil), advance payment of custom duty amounting to Rs. 1.31 million (March 31, 2023: nil) and GST input tax credit receivable (net of liability) amounting to Rs. 270.08 million (March 31, 2023: Rs. 110.97 million).

7 **Inventories (valued at lower of cost and net realizable value)**

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
Consumables	91.16	85.78
Less: Provision for slow moving and non-moving consumables	(30.30)	(23.66)
Total	60.86	62.12

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8 Share capital

Equity share capital

Particulars	Equity shares	
	No. of Shares	Amount
Authorised equity shares of Rs. 2 each		
As at March 31, 2022*	18,22,03,400	364.41
Change during the year	-	-
As at March 31, 2023	18,22,03,400	364.41
Change during the year	-	-
As at March 31, 2024	18,22,03,400	364.41

Particulars	Equity shares	
	No. of Shares	Amount
Issued, subscribed and fully paid up equity shares of Rs. 2 each		
As at March 31, 2022	5,28,93,986	105.78
Change in Equity Share Capital due to prior period errors	-	-
Changes during the year	-	-
As at March 31, 2023	5,28,93,986	105.78
Change in Equity Share Capital due to prior period errors	-	-
Issued during the year	1,01,05,860	20.21
As at March 31, 2024	6,29,99,846	125.99

(a) Terms / rights attached to equity shares.
In respect of Ordinary shares, voting rights shall be in the same proportion as the capital paid upon such ordinary share bears to the total paid up ordinary capital of the company.
The dividend proposed by the board of directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.
In the event of liquidation, the shareholders of ordinary shares are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholdings.

(b) Aggregate number of equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date

Particulars	For the year ended March 31, 2024 (Number)	For the year ended March 31, 2023 (Number)	For the year ended March 31, 2022 (Number)	For the year ended March 31, 2021 (Number)	For the year ended March 31, 2020 (Number)
Issue of fully paid equity shares of Rs. 2 each as bonus shares	-	-	4,24,35,910	-	-
Issue of equity share of Rs. 2 each for investment in Bioneeds India Private Limited	-	-	18,39,864	-	-
Issue of equity share of Rs. 2 each for investment in Health Data Specialist (Holdings) Limited	36,32,310	-	-	-	-

(c) Shares held by holding company

Name of Shareholder	As at March 31, 2024		As at March 31, 2023	
	Number	Amount	Number	Amount
Basil Private Limited				
Equity shares of Rs. 2 each	2,22,51,712	44.50	2,22,51,712	44.50

(d) Details of shareholders holding more than 5% shares in the Company

Equity Share Capital

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number	% of holding	Number	% of holding
Equity shares of Rs. 2 each				
Basil Private Limited	2,22,51,712	35.32%	2,22,51,712	42.07%
Bondway Investment Inc.	1,28,80,580	20.45%	1,31,30,580	24.82%
Sabre Partners AIF Trust	27,60,840	4.38%	27,60,840	5.22%

(e) Equity Shareholding of Promoters as at March 31, 2024

Promoter Name	Class of share	No. of shares at the beginning of the year	% Change during the year	No. of shares at the end of the year	% of Total shares	% change during the year *
Basil Private Limited	Equity shares of Rs. 2 each fully paid	2,22,51,712	-	2,22,51,712	35.32	(6.75)
Total		2,22,51,712	-	2,22,51,712	35.32	(6.75)

* % change is on account of new shares issued to shareholders other than promoters.

(f) Equity Shareholding of Promoters as at March 31, 2023

Promoter Name	Class of share	No. of shares at the beginning of the year	% Change during the year	No. of shares at the end of the year	% of Total shares	% change during the year
Basil Private Limited	Equity shares of Rs. 2 each fully paid	2,22,51,712	-	2,22,51,712	42.07	-
Total		2,22,51,712	-	2,22,51,712	42.07	-

(g) Employees Stock Option Scheme
1,191,094 equity shares (March 31, 2023: 1,289,970 equity shares) of the face value Rs.2 each are reserved under Employee Stock Option Plan of the company which are outstanding as on reporting date (refer note 24 and note 32).

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9 Other equity

Particulars	As at March 31, 2024	As at March 31, 2023
Securities premium		
Balance at the beginning of the year	3,703.48	3,703.48
Changes due to accounting policy or prior period errors	-	-
On issue of equity shares during the year	3,885.01	-
Utilized towards expenses on fresh issue of equity shares	(62.15)	-
Balance at the end of the year	7,526.34	3,703.48
Capital reserve		
Balance at the beginning of the year	3.65	(21.27)
Changes due to accounting policy or prior period errors	-	-
Transfer from retained earnings (refer note 34)	18.22	24.92
Acquisition of business (refer note 34)	4.27	
Balance at the end of the year	26.14	3.65
Share options outstanding reserve		
Balance at the beginning of the year	28.37	24.19
Changes due to accounting policy or prior period errors	-	-
Adjustment on forfeiture of ESOP	(0.29)	(0.64)
Options granted to subsidiary (w.e.f. April 1, 2023) during the year (refer note 24)	(0.07)	0.02
Compensation for options granted during the year (refer note 32)	(0.08)	4.80
Balance at the end of the year	27.93	28.37
Share application money pending allotment		
Balance at the beginning of the year	213.00	-
Changes due to accounting policy or prior period errors	-	-
Share application money received	-	213.00
Utilized for allotment of shares	(213.00)	-
Balance at the end of the year	-	213.00
Surplus in the statement of profit and loss		
Balance at the beginning of the year	1,161.16	904.17
Changes due to accounting policy or prior period errors	-	-
Profit for the year (net of taxes)	30.58	243.88
Other comprehensive (loss) for the year (net of taxes)	(0.37)	(3.17)
Adjustment on forfeiture of ESOP	0.29	0.64
Contribution/(Distribution) (refer note 34)	40.58	40.56
Transfer to capital reserve (refer note 34)	(18.22)	(24.92)
Balance at the end of the year	1,214.03	1,161.16
Total other equity	8,794.44	5,109.66

Nature and purpose of reserves:

(1) **Securities premium:** In cases where the Company issues shares at a premium, whether for cash or otherwise, a sum equal to the aggregate amount of the premium received on those shares has been transferred to "Securities Premium". The Company may issue fully paid-up bonus shares to its members out of the securities premium and to buy-back of shares.

(2) **Share options outstanding reserve:** The share options based payment reserve is used to recognize the grant date fair value of options issued to employees under employee stock option plan.

(3) **Surplus in statement of profit and loss:** Surplus in statement of profit and loss are the profits / (losses) that the company has earned / incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to the statement of profit and loss. Retained earnings is a free reserve available to the company and eligible for distribution to shareholders, in case where it is having positive balance representing net earnings till date.

(4) **Capital Reserve:** Capital Reserve is a reserve arising on business combination due to difference between carrying amount of net assets acquired and consideration paid.

(5) **Share Application Money Pending Allotment:** It represents application money received on account of private placement offer against which shares has been allotted during the year.

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10 Financial liabilities

10.1 Trade payables

Particulars	As at March 31, 2024	As at March 31, 2023
Outstanding dues of micro and small enterprises (refer note 26)	18.83	25.78
Outstanding dues of creditors other than micro and small enterprises	176.54	166.12
Total	195.37	191.90

Terms and conditions of the above outstanding balances:
Trade payables are non-interest bearing and are normally settled in 45-180 days.
For explanation on company's credit risk management process, refer note 29.
For terms and conditions with related party, refer note 24.

Trade Payables ageing schedule as at March 31, 2024						
Particulars	Outstanding for following periods from the date of transaction #					
	Unbilled	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
(i) MSME	-	18.83	-	-	-	18.83
(ii) Others	96.16	80.37	0.01	-	-	176.54
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	96.16	99.20	0.01	-	-	195.37

Trade Payables ageing schedule as at March 31, 2023						
Particulars	Outstanding for following periods from the date of transaction #					
	Unbilled	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
(i) MSME	-	25.77	0.01	-	-	25.78
(ii) Others	67.71	97.50	0.91	*	-	166.12
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	67.71	123.27	0.92	*	-	191.90

* Figure nullified in conversion of Rupees in million.
# Considering the availability of data, the above ageing is considered from the date of recording the transaction instead of due date. Consequently, there are no 'not due' creditors balance disclosed.

10.2 Other financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Non- Current		
Financial liabilities carried at amortized cost		
Security deposits	0.50	0.50
Sub-total	0.50	0.50
Current		
Financial liabilities carried at amortized cost		
Creditors for capital expenditure (refer note below)	56.71	47.28
Employee benefits payable	107.93	78.37
Refund liability to customer	11.25	21.12
Other payables	0.94	0.67
Consideration against business acquisition (refer note 34)	-	113.50
Financial liabilities carried at fair value through profit and loss		
Forward contracts	-	9.36
Sub-total	176.83	270.30
Total	177.33	270.80

Note:
Creditors for capital goods also include outstanding dues of micro enterprises and small enterprises as at March 31, 2024 of Rs. 8.11 million (March 31, 2023: Rs. 1.19 million) (refer note 26).

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11 Other current liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Contract liabilities		
- Due to customer (excess billing over revenue) (refer note 13.2)	368.76	507.74
- Advance from customers	12.23	12.95
Statutory dues payable	36.39	31.25
Total	**417.38**	**551.94**

Particulars	As at March 31, 2024	As at March 31, 2023
Reconciliation of contract liability		
Balance at the beginning of the year	520.69	385.60
Less: Revenue recognized during the year from balance at the beginning of the year	(477.56)	(337.19)
Add: Contract liabilities created during the year	337.86	472.28
Balance at the end of the year	**380.99**	**520.69**

12 Provisions

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Provision for employee benefit		
Gratuity (refer note 23)	49.34	39.37
Compensated absence	38.60	14.09
Total	**87.94**	**53.46**
Current		
Provision for employee benefit		
Gratuity (refer note 23)	10.37	9.45
Compensated absence	11.30	6.40
Total	**21.67**	**15.85**

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13 Revenue from operations

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from operations		
Sale of services	2,751.96	3,022.06
Other operating revenue		
Export incentives	2.52	-
Total	2,754.48	3,022.06

13.1 Revenue from Contracts with Customers

Set out below is the disaggregation of the company's revenue from contract with customer

A. Geographical location of customer

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
India	1,013.05	954.51
US	349.03	704.90
Greece	467.58	404.44
Others	922.30	958.21
Total revenue from contract with customers	2,751.96	3,022.06

B. Timing of revenue recognition

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Services transferred over time	2,751.96	3,022.06
Total revenue from contract with customers	2,751.96	3,022.06

13.2 Contract Balances

The below table provides information about trade receivables, contract assets and contract liabilities from the contracts with customers:

Particulars	As at March 31, 2024	As at March 31, 2023
Trade receivables (refer note 4.3)	604.59	740.08
Contract assets (refer note 4.6)		
- Due from customer (accrued revenue)	155.26	174.47
Contract Liabilities (refer note 11)		
- Advance from customer	12.23	12.95
- Due to customer (excess billing over revenue)	368.76	307.74

Contract assets relates to revenue earned from ongoing clinical services. As such, the balances of this account vary and depend on the number of clinical services at the end of the year.
Trade receivables are recognized when the right to consideration becomes unconditional. These are non interest bearing generally on the terms of 7-90 days. Company has receivable from its customers for the sale of services to its customers. During the year, an amount of Rs. 13.26 million (March 31, 2023: Rs. 16.68 million) is recognized as provision for significant increase in credit risk and credit impairment of trade receivables.

Contract liabilities includes short-term advances received for providing clinical services and excess billing to customer based on invoice raised for which clinical services are yet to be rendered. Contract liabilities are recognized as revenue when the Company satisfies the performance obligation.

13.3 Reconciling the amount of revenue recognized in the statement of profit and loss with the contracted price

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue as per contracted price	2,835.84	3,130.77
Adjustments		
Credit notes issued due to change in performance obligation	(83.88)	(108.71)
Revenue from contract with customers	2,751.96	3,022.06

13.4 Information about Company's performance obligation are summarized below:

The Company exercise judgement in determining the timing when the performance obligation is satisfied. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc. The Company has determined that an output method is appropriate measure of progress. Revenue recognition is determined by assessing the performance completed or delivered to date under the terms of the arrangement. The measures utilized to assess progress on the satisfaction of performance are specific to the performance obligation identified in the contract.

13.5 Information about major customers:

For information about major customers, refer note 27.

14 Other income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest income on		
-Bank deposits	114.57	15.41
-Security deposits	2.57	1.77
-Others	2.90	0.02
Gain on investment in mutual funds	45.42	40.13
Liabilities no longer required written back	6.38	6.11
Net gain on foreign currency transactions	0.58	18.40
Net gain on mark to market of outstanding forward contract	0.20	-
Gain on lease termination (refer note 31)	-	7.48
Rent income (refer note 24)	-	0.70
Gain on fair value of call option (refer note 4.1)	-	1.41
Others (refer note 24)	2.99	0.04
Total	175.61	91.47

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15 Cost of material consumed

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Opening stock of consumables	85.77	71.21
Purchases during the year	233.62	214.30
Addition on account of acquisition of business (refer note 34)	7.58	-
Less : Closing stock of consumables	(91.16)	(85.77)
Total	235.81	199.74

16 Employee benefit expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salary, bonus and allowances	826.11	708.92
Employee stock option expenses (refer note 32)	(0.08)	4.80
Contributions to provident and other funds (refer note 23)	37.11	30.33
Staff welfare expenses	17.69	16.29
Total	880.83	760.34

17 Finance costs

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest expense on		
-Borrowings	0.17	*
-Delayed payment of income tax and other statutory dues	1.19	1.83
-Lease liabilities (refer note 31)	54.82	51.82
Bank charges and other borrowing cost	2.55	2.39
Total	58.73	56.04

* Figure nullified in conversion of Rupees in million.

18 Clinical and analytical research expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Screening expenses of subjects	78.32	94.83
Subject participation expense	281.42	326.04
Food and refreshment expenses of subjects	29.50	32.62
Investigator charges	159.23	245.48
Data management outsource services	11.52	18.35
Bio analytical research expenses	28.96	39.35
Project approval charges	64.69	48.87
Phlebotomists, nurses and doctors fees	35.89	39.04
Others	50.69	94.95
Total	740.22	939.53

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19 Other expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Marketing and business promotion expenses	54.83	45.36
Rent expenses (refer note 31)	3.22	0.88
Water, power and fuel charges	84.99	70.06
Legal and professional expenses	126.41	70.69
Contractor expenses	103.86	95.84
Insurance expenses	11.95	12.76
Travelling and conveyance expense	3.76	3.04
Communication expenses	4.31	3.04
Repairs and maintenance		
-Buildings	12.06	10.31
-Plant and machinery	40.33	35.32
-others	16.55	17.97
Renewal charges of software and licence	25.71	11.21
Rates and taxes	18.10	27.74
Payments to the auditor (refer note below)	1.91	1.75
Expenditure towards CSR activities (refer note 25)	10.81	7.73
Printing, stationery and courier expense	18.26	20.23
Property, plant & equipment written off	10.09	8.90
Net loss on mark to market of outstanding forward contract	-	9.36
Loss on fair value of call option (refer note 4.1)	2.67	-
Bad debts and contract asset written off	3.51	13.99
Loan written off (refer note 24 and 4.5)	16.00	34.00
Impairment provision on financial asset (refer note 4.1)	3.50	3.50
IPO expenses	2.76	10.03
Provision for doubtful debts (refer note 4.2)	13.26	16.68
Provision for slow moving and non-moving inventory (refer note 7)	6.64	23.78
Miscellaneous expenses	22.54	16.31
Total	**618.03**	**570.48**

19.1 Payments to the auditor

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
As auditor:		
- Audit fees	1.91	1.75
- Reimbursement of expenses	*	-
Total	**1.91**	**1.75**

* Figure nullified in conversion of Rupees in million.

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(All amounts in rupees million, unless otherwise stated)

20 Tax expense

The major components of income tax expense for the year ended March 31, 2024 and year ended March 31, 2023 are :

(A) Profit and loss section

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current income tax charge:		
Current income tax	37.71	126.14
Adjustment of tax relating to earlier years	(9.69)	0.12
Deferred tax		
Relating to origination and reversal of temporary differences	(12.34)	(14.80)
Total tax expense reported in the statement of profit and loss	**15.68**	**111.46**

(B) Other comprehensive income (OCI) section

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Deferred tax related to items recognized in OCI during the year		
Net loss on remeasurement of defined benefit plans	0.12	1.07
Deferred tax charged to OCI	**0.12**	**1.07**

(C) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended March 31, 2024 and March 31, 2023

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit before tax	46.26	355.34
Tax using the Company's domestic tax rate (refer note below)	25.17%	25.17%
Expected income tax expense as per applicable taxes	11.64	89.43
Adjustments		-
Non-deductible expense	14.82	21.03
Adjustment of tax relating to earlier years	(9.69)	0.12
Others	(1.09)	0.87
Tax expense as per standalone statement of profit and loss	**15.68**	**111.46**

(D) Balance sheet section

Particulars	As at March 31, 2024	As at March 31, 2023
Income tax assets (net)	216.10	208.82
Income tax assets (net)	**216.10**	**208.82**

(E) Deferred tax

Particulars	Balance Sheet		Statement of Profit and Loss		OCI	
	As at March 31, 2024	As at March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023
Deferred tax relates to the following						
Difference between depreciable assets as per books of accounts and written down value for tax purpose	35.84	30.16	(5.68)	(1.97)	-	-
Employee benefits	27.59	17.15	(10.32)	(2.21)	0.12	1.07
Effect of MTM loss / (gain) on forward contract and call option	(0.71)	1.02	1.73	(2.00)	-	-
Effect of provision for doubtful debts	21.55	18.72	(2.83)	(12.33)	-	-
IPO expenses	-	-	-	1.86	-	-
Delayed payment of principle to MSME vendors	0.83	-	(0.83)	-	-	-
Right of use assets	(117.37)	(88.00)	29.37	14.08	-	-
Lease liabilities	143.79	113.57	(30.22)	(18.49)	-	-
Restatement of mutual fund	(15.60)	(9.16)	6.44	6.26	-	-
Deferred tax expense / (credit)			(12.34)	(14.80)	0.12	1.07
Net deferred tax assets	95.92	83.46				

Reconciliation of deferred tax assets (net)	As at March 31, 2024	As at March 31, 2023
Opening balance as at the beginning of the year	83.46	67.59
Tax income recognized in the statement of profit and loss during the year	12.34	14.80
Tax income recognized in OCI during the year	0.12	1.07
Closing balance as at the end of the year	**95.92**	**83.46**

Note:

The company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off deferred tax assets and deferred tax liabilities that relate to income taxes levied by the same tax authority.

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(All amounts in rupees million, unless otherwise stated)

21 Contingent liabilities and capital commitment not provided for

21.1 Contingencies

Particulars	As at March 31, 2024	As at March 31, 2023
Claims against the company not acknowledged as debts:		
(i) Income tax (refer note i below)	106.95	109.47
(ii) Service tax (refer note ii below)	48.55	210.01
(iii) Goods and service tax (refer note iii below)	105.82	-
(iv) Customs (refer note iv below)	4.75	4.75
(v) Corporate Guarantee given to lenders against credit facilities availed by subsidiary	4,546.98	-
(vi) Corporate Guarantee given to the selling shareholders of Health Data Specialists (Holdings) Limited towards valuation upliftment (refer note 4.1(iv))	6,053.61	-

Notes:

i) Income tax demand comprises demand from the Indian tax authorities for payment of additional tax, interest and fee of Rs. 106.95 million (March 31, 2023: Rs. 109.47 million) upon completion of their tax review for the assessment year 2009-10 to 2017-18. The tax demands are mainly on account of disallowances relating to transfer pricing matters, depreciation on software, interest charged on loan advanced, capital expenditure charged to revenue, etc. claimed by the company under the Income tax Act. The matter is pending before various authorities. The said demand amounts have been already adjusted against refund of various years by Income Tax department and hence net demand is nil in respect of such period.

ii) Service tax demand comprises demand from the Service tax authorities for payment of additional tax, interest and fee of Rs. 48.55 million (March 31, 2023: Rs. 210.01 million), upon completion of their tax review for the financial year 2008-09 to 2011-12. The tax demands are on account of disallowance and reversal of CENVAT credit under Rule 6(3) and 6(5), short payment of tax and liability on account of point of taxation rules etc. The matter is pending before various authorities.

iii) Goods and service tax demand comprises demand from the GST authorities for payment of additional tax, interest and fee of Rs. 105.82 million (March 31, 2023: nil), upon completion of their tax review for the financial year 2017-18 to 2018-19. The tax demands are on account of Difference in ITC as per GSTR-3B vis a vis ITC as per GSTR-2A, late returns filing, advance received from customers, under declaration of output tax as per GSTR-9, excess claim of ITC etc.

iv) Custom duty demand comprises demand from CBEC for payment of additional tax of Rs. 4.75 million (March 31, 2023: Rs. 4.75 million), upon completion of their tax review for the financial year 2011-12 to 2016-17. The demand is on account denial of custom duty exemption benefit claimed under the Notification 12/2012 dated March 17, 2012. The matter is pending before various authorities.

The company is contesting the demands and the management, including its tax advisors, believe that its position will likely be upheld in the appellate process. No tax expense has been accrued in the financial statements for the tax demand raised. The management believes that the ultimate outcome of this proceeding will not have a material adverse effect on the company's financial position and results of operations.

Other claims not acknowledged as debt

Claim by a party arising out of a commercial contract: Rs. 1,018.84 million (March 31, 2023: Rs. 1,018.84 million). The company has not acknowledged this claim. As advised by the external legal counsel, the claim is not legally tenable. Moreover, the company is adequately insured and the matter is intimated to insurance company as well. The company has filed detailed response to the claim lodged. The matter is pending at commercial court, Ahmedabad. In view of these, the company does not foresee any losses on this count and accordingly no provision is made in books of accounts.

21.2 Capital commitment

Particulars	As at March 31, 2024	As at March 31, 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	25.20	96.36

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22 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the income and share used in the basic and diluted EPS computation:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023*
Profit after tax for the year	**30.58**	**243.88**
Nominal value of equity share (Amount in Rs.)	2	2
Total number of equity shares	6,29,99,846	5,28,93,986
Weighted average number of equity shares	5,75,93,144	5,28,93,986
Effect of dilution:		
Dilutive effect of stock options granted under ESOP	1,15,807	1,22,896
Weighted average number of shares adjusted for the effect of dilution	5,77,08,951	5,30,16,882
Earning per equity share (Amount in Rs.)		
Basic earnings per share	0.53	4.61
Diluted earnings per share	0.53	4.60

* Restated as per note 34

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23 Disclosure for employee benefits

(a) Defined contribution plans

Amount recognized as expenses and included in note 16 "Employee benefit expenses"

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Contribution to Provident fund	20.92	19.84
Contribution to Employee state insurance	1.24	1.55
Total	22.16	21.39

(b) Defined benefits plan

The Company has following post employment benefit which is in the nature of defined benefit plan:

Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service calculated on actuarial basis. The gratuity plan is a funded plan to the extent balance available in Gratuity account maintained with bank. Balance available in such account as at March 31, 2024 is Rs. 0.08 million (March 31, 2023: Rs. 0.07 million).

i. Reconciliation of defined benefit obligation

Particulars	As at March 31, 2024	As at March 31, 2023
Opening defined benefit obligation	48.90	38.95
Current Service Cost	8.30	6.47
Interest Cost	3.38	2.45
Transfer in / (out) obligation	0.48	1.15
Components of actuarial gain / (losses) on obligation		
- Due to change in financial assumptions	(0.63)	(3.97)
- Due to experience adjustments	0.14	(0.26)
Benefits paid	1.76	4.36
Closing defined benefit obligation	59.79	48.90

ii. Reconciliation of the fair value of plan assets

Particulars	As at March 31, 2024	As at March 31, 2023
Opening value of plan assets	0.07	0.07
Interest Income	0.01	*
Return on plan assets excluding amounts included in interest	*	*
Closing value of plan assets	0.08	0.07

* Figure nullified in conversion of Rupees in million.

iii. Net liability recognized in the Balance Sheet

Particulars	As at March 31, 2024	As at March 31, 2023
Present value of defined benefit obligations	59.79	48.90
Fair value of plan assets	(0.08)	(0.07)
Net liability recognized in the Balance Sheet	59.71	48.82

iv. Expenses recognized in the statement of profit and loss

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current service cost	8.30	6.47
Net interest cost	3.38	2.45
Net gratuity cost recognized in the statement of profit and loss	11.68	8.92

v. Other Comprehensive Income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Actuarial gains / (losses)		
- Due to change in financial assumptions	(0.63)	(3.97)
- Due to experience adjustments	0.14	(0.26)
Return on plan assets, excluding amount recognized in net interest expense	*	*
Components of defined benefit costs recognized in other comprehensive income	(0.49)	(4.24)

* Figure nullified in conversion of Rupees in million.

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(All amounts in rupees million, unless otherwise stated)

23 Disclosure for employee benefits (continued)

vi. The major categories of plan assets as a percentage of the fair value of total plan assets

Particulars	As at March 31, 2024	As at March 31, 2023
Bank balance (escrow account)	100%	100%
Total	100%	100%

The principal assumptions used in determining above defined benefit obligations for the company's plan are shown below:

Particulars	As at March 31, 2024	As at March 31, 2023
Discount rate	7.20% p.a.	7.35% p.a.
Future salary increase	10.00% p.a	10.00% p.a
Employee turnover	Age 25 & below: 25% p.a. 25 to 35: 25% p.a. 35 to 45: 15% p.a. 45 to 55: 10% p.a. 55 & above: 0% p.a.	Age 25 & below: 25% p.a. 25 to 35: 25% p.a. 35 to 45: 15% p.a. 45 to 55: 10% p.a. 55 & above: 0% p.a.
Mortality rate	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)

Sensitivity analysis for significant assumption is as under:

Particulars	Sensitivity level	Increase / (decrease) in defined benefit obligation	
		For the year ended March 31, 2024	For the year ended March 31, 2023
Discount rate	0.5% increase	(2.06)	(1.60)
	0.5% decrease	2.20	1.70
Salary increase	0.5% increase	2.12	1.64
	0.5% decrease	(2.01)	(1.56)
Employee turnover	Change by 10% upward	(1.26)	(0.94)
	Change by 10% downward	1.41	1.05

The following are the expected future benefit payments for the defined benefit plan (Undiscounted):

Particulars	As at March 31, 2024	As at March 31, 2023
Within the next 12 months (next annual reporting period)	9.30	5.10
Between 2 and 5 years	23.00	23.08
Between 6 and 10 years	23.20	17.35

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24 Related party transactions

As per the Indian Accounting Standard on "Related Party Disclosures" (Ind AS 24), the related parties of the company are as follows:

Name of related parties and their relationship

Holding Company
Basil Private Limited

Subsidiary Companies
Bioneeds India Private Limited
Ingenuity Biosciences Private Limited (Joint venture upto March 31, 2023) (Wholly owned subsidiary w.e.f. April 1, 2023)
Veeda Clinical Research Ireland Limited (Wholly owned subsidiary w.e.f. December 1, 2023)
Health Data Specialists (Holdings) Limited (Wholly owned subsidiary w.e.f. March 26, 2024)

Step-down Subsidiary Companies
Amthera Life Sciences Private Limited (Wholly owned subsidiary of Bioneeds India Private Limited)
Health Data Specialists Single Member S.A. (Wholly owned Subsidiary of Health Data Specialists (Holdings) Limited w.e.f. March 26, 2024)
Health Data Specialists Ireland Limited (Wholly owned subsidiary of Health Data Specialists (Holdings) Limited w.e.f. March 26, 2024)
Health Data Specialists S.r.l. (Wholly owned subsidiary of Health Data Specialists Ireland Limited w.e.f. March 26, 2024)
Health Data Specialists USA Inc. (Wholly owned Subsidiary of Health Data Specialists Ireland Limited w.e.f. March 26, 2024)
Heath Data Specialists Australia Pty Ltd. (Wholly owned subsidiary of Health Data Specialists Ireland Limited w.e.f. March 26, 2024)
Health Data Specialists B.V. (Wholly Owned Subsidiary of Health Data Specialists Ireland limited w.e.f. March 26, 2024)
HealDS research GmbH (Wholly owned subsidiary of Health Data Specialists Ireland Limited w.e.f. March 26, 2024)
Heads Research AG (Wholly owned Subsidiary of Health Data Specialists Ireland Limited w.e.f. March 26, 2024)

Entity with significant influence on the Company
Bondway Investment Inc.

Key managerial personnel of the Company
Mr. Nitin Deshmukh (Independent Director)
Mr. Rakesh Bhartia (Independent Director)
Mrs. Kavita Singh (Independent Director) (Upto December 31, 2023)
Mrs. Jeanne Hecht (Independent Director)
Mr. Jagannath Samavedam (Nominee Director) (Upto March 31, 2024)
Mr. Apurva Shah (Director)
Mr. Binoy Gardi (Whole Time Director - Vice Chairman) (w.e.f. January 3, 2024)
Mr. Ajay Tandon (Managing Director - upto May 8, 2024) (Chief Executive Officer - w.e.f. May 9, 2024)
Mr. Mahesh Bhalgat (Chief Executive officer - from January 3, 2024 upto May 8, 2024) (Managing Director - w.e.f. May 9, 2024)
Mr. Vivek Chhachhi (Nominee Director)
Mr. Manu Sahni (Nominee Director) (Upto January 15, 2024)
Ms. Aparajita Jethy Ahuja (Nominee Director) (Upto September 18, 2023)
Mr. Chirag Sachdev (Nominee Director w.e.f. September 26, 2023)
Mr. Kiran Marthak (Director)
Mr. S. N. Vinaya Babu (Director)
Mr. Nirmal Bhatia (Company Secretary) (Chief Financial Officer)
Ms. Tanushree Agarwal (Nominee Director w.e.f. May 9, 2024)
Mr. Ioannis Orfanidis (Nominee Director w.e.f. July 26, 2024)

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(All amounts in rupees million, unless otherwise stated)

24 Related party transactions (continued)

Nature of transactions with related parties	For the year ended March 31, 2024	For the year ended March 31, 2023
Holding company		
Basil Private Limited		
Reimbursement receivable from selling shareholder recognized	1.18	0.68
Entity with significant influence on the company		
Bondway Investment Inc.		
Reimbursement receivable from selling shareholder recognized	2.16	1.24
Wholly owned subsidiary (w.e.f. April 1, 2023) (Joint Venture Upto March 31, 2023)		
Ingenuity Biosciences Private Limited		
Reimbursement of expenses incurred	-	0.01
Options granted to subsidiary during the year	0.07	0.02
Rent income	0.30	0.70
Sale of service	0.91	2.40
Purchase of service	-	4.02
Loan given	29.50	12.00
Repayment of loan given	13.50	-
Purchase of Business	7.00	-
Interest income on delayed payment towards MSME dues	-	0.02
Loan written off	16.00	34.00
Subsidiary		
Bioneeds India Private Limited		
Investment in equity shares	-	100.00
Purchase of business	113.50	-
Rent deposit given	12.10	-
Rent expense incurred	5.81	-
Reimbursement for power and fuel expense	1.45	-
Purchase of consumables	0.34	0.28
Interest paid on delayed payment towards MSME dues	-	0.02
Reimbursement of expenses incurred	0.03	-
Wholly owned subsidiary (w.e.f. December 1, 2023)		
Veeda Clinical Research Ireland Limited		
Investment in equity shares	1,180.53	-
Guarantee Commission income	2.40	-
Key managerial personnel		
Remuneration (including perquisites)		
Mr. Ajay Tandon	15.00	15.00
Mr. Mahesh Bhalgat	13.62	-
Acquisition of additional stake in Bioneeds India Private Limited		
Mr. S. N. Vinaya Babu	235.00	350.00
Professional fees paid to non-executive director		
Mr. Kiran Marthak	3.60	3.60
Mr. Nitin Deshmukh	1.50	1.50
Mr. Rakesh Bhartia	1.50	1.50
Mrs. Kavita Singh	1.13	1.50
Mrs. Jeanne Hecht	3.32	3.22
Salary (including perquisites)		
Mr. Nirmal Bhatia	15.10	13.49
Rent - expense		
Mr. Apurva Shah	1.20	0.60
Reimbursement of expenses		
Mr. Ajay Tandon	0.27	0.34
Mr. Kiran Marthak	0.17	0.12
Mr. Nirmal Bhatia	0.24	0.24
Mr. Mahesh Bhalgat	0.02	-
ESOP Expenses		
Mr. Ajay Tandon (refer note 4 below)	(3.86)	2.79
Mr. Kiran Marthak	0.13	0.24
Mr. Nirmal Bhatia	0.63	0.48

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(All amounts in rupees million, unless otherwise stated)

24 **Related party transactions (continued)**

Outstanding balances at the end of the year	As at March 31, 2024	As at March 31, 2023
Holding company		
Basil Private Limited		
Reimbursement receivable from selling shareholder	11.84	10.66
Entity with significant influence on the company		
Bondway Investment Inc.		
Reimbursement receivable from selling shareholder	21.67	19.51
Wholly owned subsidiary (w.e.f. April 1, 2023) (Joint Venture Upto March 31, 2023)		
Ingenuity Biosciences Private Limited		
Trade payable	0.08	1.75
Subsidiary		
Bioneeds India Private Limited		
Investment in optionally convertible redeemable preference shares (OCRPS)	233.30	233.30
Trade Payable	1.48	-
Trade Receivable	3.72	-
Contract Liability	3.15	
Rent Deposit Receivable	12.10	-
Wholly owned subsidiary (w.e.f. December 1, 2023)		
Veeda Clinical Research Ireland Limited		
Other receivable towards guarantee commission	2.40	-
Key managerial personnel		
Remuneration payable (including perquisites)		
Mr. Ajay Tandon	1.09	1.04
Mr. Mahesh Bhalgat	7.98	-
Professional fees payable / (receivable) to non-executive director		
Mr. Kiran Marthak	0.27	-
Mr. Nitin Deshmukh	0.11	-
Mr. Rakesh Bhartia	(0.01)	-
Mrs. Jeanne Hecht	0.83	-
Salary payable (including perquisites)		
Mr. Nirmal Bhatia	0.99	0.91
Reimbursement of expenses payable / (receivable)		
Mr. Ajay Tandon	(0.03)	(0.02)
Mr. Kiran Marthak	(0.02)	0.08
Mr. Mahesh Bhalgat	(0.18)	-

Terms and conditions of transactions with related parties

(1) The Company's transactions with related parties are at arm's length. Management believes that the Company's domestic and international transactions with related parties post March 31, 2023 continue to be at arm's length and that the transfer pricing legislation will not have any impact on the financial statements particularly on the amount of the tax expense for the year and the amount of the provision for taxation at the year end.

(2) The future liability for gratuity and compensated absence is provided on aggregated basis for all the employees of the Company taken as a whole, the amount pertaining to key managerial personnel is not ascertainable separately and therefore not included above.

(3) Loan to wholly owned subsidiary (w.e.f. April 1, 2023) in which the company was a venturer (upto March 31, 2023):
The loan granted to Ingenuity Biosciences Private Limited is intended to fund its working capital requirements. The loan is unsecured and is repayable at the end of 2 years from the date of agreement. However, the loan may be repaid earlier at any time by the borrower. Loan carries interest rate of 8.00% p.a. (P.Y. 6.00% p.a.) compounded annually. The loan has been utilized for the purpose for which it was granted. Refer note 4.5 for further details.

(4) The company has granted options to Mr. Ajay Tandon under round 3 and 4. There is reversal of option expenses amounting to Rs.2.81 million for round 3 and Rs. 1.05 million for round 4 respectively due to adjustment of options lapsed during the year.

Commitment with related party

The company has not provided any commitment to related party as at March 31, 2024 (March 31, 2023: Nil).

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25 Corporate social responsibility (CSR) expenditure

	Particulars	For the year ended March 31, 2024			For the year ended March 31, 2023		
a)	The gross amount required to be spent by the Company on the corporate social responsibility (CSR) activities during the year as per the provisions of Section 135 of the Companies Act, 2013 (refer note			10.81			7.73
b)	Amount approved by the board to be spent during the year			10.81			7.73
c)	Amount spent during the year	In cash	Yet to be paid in cash	Total	In cash	Yet to be paid in cash	Total
	i) Construction / acquisition of	-	-	-	-	-	-
	ii) On purposes other than (i) above	8.64	-	8.64	7.73	-	7.73
d)	Details related to spent/unspent obligations:						
	i) Contribution to public trust	-	-	-	-	-	-
	ii) Contribution to charitable trust /Association of person registered Section 12A of Income Tax Act, 1961	8.64		8.64	7.73	-	7.73
	iii) Contribution to others	-	-	-	-	-	-
	iv) Amount transferred for ongoing project subsequent to year end to unspent CSR account as per requirements of section 135(6) of the Companies Act, 2013	-	2.17	2.17	-	-	-
	(v) Amount of Shortfall	-	-	-	-	-	-
	Total	8.64	2.17	10.81	7.73	-	7.73
e)	reason for shortfall (refer note 1 below)	Shortfall pertains to ongoing project.			Not applicable		
f)	details of related party transactions, e.g., contribution to a trust controlled by the Company in relation to CSR expenditure as per relevant Accounting Standard	Not applicable			Not applicable		
g)	where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	Refer table below			Not applicable		

h) Details of CSR expenditure under section 135(5) of the Act in respect of other than ongoing projects

Particulars	For the year ended March 31, 2024
Balance as at April 01, 2023	-
Amount deposited in a specified fund of schedule VII of the Act within 6 months	-
Amount required to be spent during the year	8.64
Amount spent during the year	8.64
Balance unspent as at March 31, 2024	-

Particulars	For the year ended March 31, 2023
Balance as at April 01, 2022	-
Amount deposited in a specified fund of schedule VII of the Act within 6 months	-
Amount required to be spent during the year	7.73
Amount spent during the year	7.73
Balance unspent as at March 31, 2023	-

i) Details of CSR expenditure under section 135(6) of the Act in respect of ongoing projects

Opening balance as at 1st April, 2023		Amount required to be spent during the year	Amount spent during the year		Closing balance as at 31st March, 2024 (refer note 1 below)	
With Company	In separate CSR unspent a/c		From Company's bank a/c	From separate CSR unspent a/c	With Company	In separate CSR unspent a/c
-	-	2.17	-	-	2.17	-

Opening balance as at 1st April, 2022		Amount required to be spent during the year	Amount spent during the year		Closing balance as at 31st March, 2023	
With Company	In separate CSR unspent a/c		From Company's bank a/c	From separate CSR unspent a/c	With Company	In separate CSR unspent a/c
-	-	-	-	-	-	-

Note:
1) Total amount unspent has been transferred to unspent CSR account on April 10, 2024.
2) Amount required to be spent by the Company has been computed based on signed standalone financial statements of respective years.
3) Nature of CSR activities:
It mainly includes supporting children healthcare, providing various facilities to school / colleges, supporting the children coming from economically disadvantaged segments in education and training & employment to adults with intellectual disabilities.

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Notes to Standalone Financial Statements for the year ended March 31, 2024
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26 Details of dues to micro and small enterprises as per MSMED Act, 2006

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated August 26, 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006' ('the MSMED Act').

Accordingly, the disclosure in respect of the amounts payable to such enterprises as at March 31, 2024 has been made in the standalone financial statements based on information received and available with the Company.

The details as required by MSMED Act are given below;

Particulars	As at March 31, 2024	As at March 31, 2023
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of accounting year;		
Principal and interest amount		
Trade payable	18.83	25.78
Capital payable	8.11	1.19
The amount of interest paid by the buyer under the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	60.51	143.48
The amount of interest due and payable for the year (where the principal has been paid but interest under the MSMED Act not paid);	0.68	1.70
The amount of interest accrued and remaining unpaid at the end of accounting year;	0.32	0.74
The amount of further interest due and payable even in the succeeding period, 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 MSMED Act, 2006.	-	-

On basis of information and records available with the Company, the above disclosures are made in respect of amount due to the micro and small enterprises, which have been registered with the relevant competent authorities. This has been relied upon by the auditors.

27 Segment reporting

The company is mainly engaged in the business of Clinical Research for various Pharmaceuticals Companies. The company's business falls within a single business segment of 'Clinical Research' and all the activities of the Company revolve around this main business. The Chief Operating decision maker (CODM) monitors the operating results of the business as a whole for the purpose of making decisions about resource allocation and performance assessment. Therefore, management views company's business activity as a single segment and there are no separate reportable segments in terms of the requirements of Ind AS 108 "Operating Segments" as notified under section 133 of the companies Act 2013.

Geographical segment

For management purposes, the company is organized into two major operating geographies India and outside India. More than 30% of the Company's business is from India. The segment revenue is disclosed based on geographical location of customers in the financial statements for the year ended March 31, 2024 and March 31, 2023.

Revenue from external customers	For the year ended March 31, 2024	For the year ended March 31, 2023
India	1,013.05	954.51
US	349.03	704.90
Greece	467.58	404.44
Others	922.30	958.21

The following is an analysis of the carrying amount of non-current assets, which do not include deferred tax assets, income tax assets and financial assets analyzed by the geographical area in which the assets are located:

Carrying amount of non-current operating assets	As at March 31, 2024	As at March 31, 2023
India	1,743.61	1,285.68
Outside India	-	-

Information about major customers:

The company has assessed that there are no external customers from which the revenue from transactions is 10% or more of the Company's total revenue for the year ending March 31, 2024 and for the year ending March 31, 2023.

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35 Financial instrument – fair value hierarchy

The material accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 3 to the standalone financial statements.

Fair values

A. Category-wise classification of financial instrument

The carrying value of financial instruments by categories as at March 31, 2024 and March 31, 2023:

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
Financial assets:			
At cost			
Investments	4.1	5,100.03	2,131.50
Sub-total		**5,100.03**	**2,131.50**
At amortised cost			
Trade receivables	4.2	604.59	740.08
Cash and cash equivalents	4.3	305.92	331.20
Other bank balances	4.4	289.71	344.00
Other financial assets (current)	4.6	528.88	376.48
Other financial assets (non-current)	4.6	118.63	256.45
Sub-total		**1,847.73**	**2,048.21**
Total		**6,947.76**	**4,179.71**
Fair value through profit and loss			
Investments	4.1	1,025.57	780.17
Fair value of call option	4.6	30.63	40.88
Forward contracts	4.6	0.62	-
Total		**1,056.82**	**821.05**
Total financial assets		**8,004.58**	**5,000.76**
Financial liabilities			
At amortised cost			
Trade payables	10.1	195.36	191.90
Lease liabilities	31	571.32	477.84
Other financial liabilities (current)	10.2	176.83	260.93
Other financial liabilities (non-current)	10.2	0.50	0.50
Total		944.01	931.17
At fair value through profit & loss			
Forward contracts	10.2	-	9.36
Total		-	9.36
Total financial liabilities		**944.01**	**940.53**

The management assessed that carrying values of financial assets i.e., cash and cash equivalents, trade payables, trade receivables, current investments and other financial assets and liabilities as at March 31, 2024 and March 31, 2023 are reasonable approximations of their fair values largely due to the short-term maturities of these instruments.
The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Fair value hierarchy

The Company uses the following hierarchy for determining and/or disclosing the fair value of Financial Instruments by valuation techniques:
(i) Level 1: quoted prices (unadjusted) in active markets for identical Assets or Liabilities.
(ii) Level 2: inputs other than quoted prices included within Level 1 that are observable for the Assets or Liabilities, either directly (i.e., as prices) or indirectly (i.e., derived from prices).
(iii) Level 3: inputs for the Assets or Liabilities that are not based on observable market data (unobservable inputs).

Quantitative disclosures fair value measurement hierarchy :

Particulars	Fair Value		Fair Value hierarchy	Significant observable input
	As at March 31, 2024	As at March 31, 2023		
Investment in mutual funds at Fair value through profit and loss (refer note 4.1)	792.27	546.87	Level-1	NAV Statement provided by fund manager
Call option on non-controlling interest of subsidiary company (refer note 4.6)	30.63	40.88	Level-3	Third party independent valuation report
Mark to market liability on forward contracts (refer note 10.2)	-	9.36	Level-2	MTM statement by bank
Mark to market asset on forward contracts (refer note 4.6)	0.62	-	Level-2	MTM statement by bank

Note: Investment in OCRPS is carried at cost considering the same as short term in nature and hence the fair value hierarchy has not been disclosed.

Financial instrument measured at amortised cost

The carrying amount of financial assets and financial liabilities measured at amortized cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

Reconciliation of level 1 fair values

The following table shows a reconciliation from the opening balance to the closing balances for level 1 fair values representing investment in short term liquid mutual funds.

Particulars	As at March 31, 2024	As at March 31, 2023
Opening balance	546.87	883.98
Net gain on investment in mutual funds	45.42	40.13
Purchases	399.98	38.00
Sales	200.00	415.24
Closing balance	792.27	546.87

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29 Financial risk management objectives and policies

The Company's principal financial liabilities comprise lease liabilities, trade and other payables. The main purpose of these financial liabilities is to carry out the Company's operations. The Company's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations.
The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks and ensures that financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

(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 risk comprises two types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include receivables, payables and bank balances. Since there are no financial instrument with variable rate of interest, the Compnay is not exposed to interest rate risk.

The sensitivity analysis in the following sections relate to the position as at March 31, 2024 and March 31, 2023. The sensitivity analysis has been prepared on the basis that the amount of net debt and the proportion of financial instruments in foreign currencies are all constant. The analysis excludes the impact of movements in market variables on the carrying values of gratuity and other post retirement obligations and provisions.
The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2024 and March 31, 2023.

Foreign currency risk
Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The company's exposure to the risk of changes in foreign exchange rates relates to the company's operating activities denominated in United States Dollar (USD), Euro (EUR), British Pound Sterling (GBP) and Canadian Dollar (CAD).

The following table sets forth information relating to unhedged foreign currency exposure as at March 31, 2024 and March 31, 2023.

(i) Foreign currency financial assets :

Particulars	As at March 31, 2024		As at March 31, 2023	
	In foreign currency	Amount	In foreign currency	Amount
Trade receivables:				
USD	29,34,299	244.64	37,91,121.04	311.69
EURO	17,68,928	159.59	18,96,383	169.93
CAD	32,999	2.03	27,993	1.70
GBP	1,44,622	15.23	586	0.06
Other receivable:				
EURO	26,612	2.40	-	-
Cash and cash equivalents :				
Balances with Banks:				
- On current accounts				
USD	29,455	2.46	9,54,456	78.47
EURO	3,59,663	32.45	2,75,513	24.69
GBP	30,214	3.18	-	-
Cash on hand				
USD	4,068	0.34	976	0.08
EURO	2,194	0.20	460	0.04
CAD	289	0.02	289	0.02
GBP	266	0.03	66	0.01
Total		462.57		586.69

(ii) Foreign currency financial liabilities:

Particulars	As at March 31, 2024		As at March 31, 2023	
	In foreign currency	Amount	In foreign currency	Amount
Trade payables:				
- USD	17,100	1.43	46,370	3.81
- EURO	1,127	0.10	-	-
Capital creditors:				
- USD	5,60,132	46.70	5,30,678	43.63
Refund liability to customer:				
- EURO	34,487	3.11	-	-
- USD	97,599	8.14	2,56,927	21.12
Total		59.48		68.56

Foreign currency sensitivity
The following tables demonstrate the sensitivity to a reasonably possible change in USD, EURO, CAD and GBP exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

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29 **Financial risk management objectives and policies (continued)**

Particulars	Profit or (loss)		Equity, net of tax	
Effect in amount	**Strengthening**	**Weakening**	**Strengthening**	**Weakening**
March 31, 2024				
5% Movement				
USD	9.56	(9.56)	7.15	(7.15)
EUR	9.45	(9.45)	7.07	(7.07)
CAD	0.10	(0.10)	0.08	(0.08)
GBP	0.92	(0.92)	0.69	(0.69)
March 31, 2023				
5% Movement				
USD	16.08	(16.08)	12.04	(12.04)
EUR	9.73	(9.73)	7.28	(7.28)
CAD	0.09	(0.09)	0.06	(0.06)
GBP	*	*	*	*

* Figure nullified in conversion of Rupees in million.

Derivatives
The Company is exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are foreign currency risk.
The derivatives are taken to cover foreign exchange risk of highly probable forecasted sales transactions occurring in foreign currencies and foreign currency receivables.

Derivatives not designated as hedging instruments
The Company uses foreign exchange forward contracts to manage some of its transaction exposures. The foreign exchange forward contracts are not designated as cash flow hedges and are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally within 12 months.
Outstanding derivatives instruments are as follows:

Particulars	Maturity				
	Less than 1 month	**1 to 3 months**	**3 to 6 months**	**6 to 9 months**	**9 to 12 months**
As at March 31, 2024					
Foreign exchange forward contracts (highly probable forecast sales)					
Notional amount	54.08	-	-	-	-
Average forward rate (Rs./USD)	83.84	-	-	-	-
Notional amount	30.68	-	-	-	-
Average forward rate (Rs./EURO)	91.16	-	-	-	-
As at March 31, 2023					
Foreign exchange forward contracts (highly probable forecast sales)					
Notional amount	53.57	99.91	147.66	88.64	-
Average forward rate (Rs./USD)	83.61	83.90	83.91	83.63	-
Notional amount	37.34	68.84	97.64	58.29	-
Average forward rate (Rs./EURO)	83.61	84.09	86.31	89.95	-

The impact of the hedging instruments on the balance sheet is, as follows:

Particulars	National amount	Carrying amount	Line item in the balance sheet
As at March 31, 2024			
Foreign exchange forward contracts (highly probable forecast sales)	84.75	(0.62)	Mark to market liability/(asset) on forward contracts under current financial
As at March 31, 2023			
Foreign exchange forward contracts (highly probable forecast sales)	651.89	9.36	Mark to market liability/(asset) on forward contracts under current financial

(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, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade Receivables
Trade Receivables of the company are unsecured. Credit risk is managed through periodic monitoring of the creditworthiness of customers in the normal course of business. The allowance for impairment of Trade receivables is created to the extent and as and when required, based upon the expected collectability of accounts receivables. The company evaluates the concentration of risk with respect to trade receivables as low, as its Customers are group of repute.

The maximum exposure to credit risk for trade receivable by geographic region are as follows:

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
Domestic	238.42	298.76
Other regions	421.49	483.38
Total	659.91	782.14

Age of trade receivables (gross)

Particulars	**As at March 31, 2024**	**As at March 31, 2023**
Not due	268.34	412.15
Less than 6 months	270.30	306.81
6 months - 1 year	63.63	15.33
1-2 years	31.09	30.45
2-3 years	9.93	3.41
More than 3 years	16.62	13.99
Total	659.91	782.14

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29 Financial risk management objectives and policies (continued)

Financial instruments and cash 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 subject to approval of the senior management. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

(c) Liquidity risk

Liquidity risk is the risk that the company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing through various short term and long term loans at an optimized cost.

The table below summarizes the maturity profile of the company's financial liabilities as at March 31, 2024 and March 31, 2023:

Particulars	On demand	Less than 1 year	1 year to 5 years	More than 5 years	Total
As at March 31, 2024					
Trade payables	-	195.36	-	-	195.36
Lease liabilities	-	80.30	299.45	191.57	571.32
Other financial liabilities	-	176.83	-	0.50	177.33
Total	-	452.49	299.45	192.07	944.01
As at March 31, 2023					
Trade payables	-	191.90	-	-	191.90
Lease liabilities	-	85.92	244.46	147.46	477.84
Other financial liabilities	-	270.30	-	0.50	270.80
Total	-	548.12	244.46	147.96	940.54

30 Capital management

The company aims to manages its capital efficiently so as to safeguard its ability to continue as a going concern and to optimize returns to the shareholders.
The capital structure of the company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets.
In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.
No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2024 and March 31, 2023.

Particulars	As at March 31, 2024	As at March 31, 2023
Debt (refer note i below)	571.32	477.84
Less: Cash and cash equivalents	205.92	333.20
Net debt	365.40	144.64
Equity share capital	125.99	105.78
Other equity	8,794.44	5,109.66
Total equity	8,920.43	5,215.44
Net debt to equity ratio	4.10%	2.77%

Notes:

i. Debt is defined as non-current borrowings and current borrowings (excluding financial guarantee contracts and contingent consideration) and lease liabilities.

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31 Leases

Company as a Lessee:
The company has operating lease for various premises which are renewable on a periodic basis and cancellable at its option. The lease terms of premises are between 3 to 12 years. Lease payments evaluated by the company are fixed payments in nature with company not exercising any termination or renewal options to terminate or extend the original lease term. Useful life of right of use asset for computation of amortization expense on right of use assets is assumed to be the term of the lease and method used is straight-line method.
The company has taken certain premises on lease wherein lease rent is of low value amounting to Rs. 3.22 million for the year ended March 31, 2024 (Year ended March 31, 2023: Rs. 0.88 million). The company applies low value lease rent exemption for these leases.

i) The carrying value of right of use and depreciation charged during the year

Particulars	As at March 31, 2024	As at March 31, 2023
Premises		
Opening balance	370.29	318.90
Additions during the year	203.01	199.36
Termination during the year	-	(55.91)
Depreciation charged during the year (refer note 3.4)	(96.46)	(92.06)
Closing balance	476.84	370.29

ii) The movement in lease liabilities during the year

Particulars	As at March 31, 2024	As at March 31, 2023
Opening balance	477.84	412.56
Additions	183.72	193.61
Termination during the year	-	(62.83)
Impact of restatement - towards Biopharma division	(3.79)	(8.18)
Payment of lease liabilities	(141.27)	(109.14)
Interest expenses (refer note 17)	54.82	51.82
Closing balance	571.32	477.84

iii) Balances of lease liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Current lease liabilities	80.30	93.47
Non-current lease liabilities	491.02	384.37
Total	571.32	477.84

iv) Amount recognized in statement of profit and loss during the year

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Depreciation expense on right of use asset (refer note 3.4)	96.46	92.06
Interest expense on lease liabilities (refer note 17)	54.82	51.82
Expenses relating to low value leases (included in other expense) (refer note 19)	3.22	0.88
Gain on lease termination (refer note 14)	-	(7.48)
Total	154.50	137.28

v) Maturity analysis of lease liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Maturity analysis of cash flows		
Less than one year	80.30	85.92
One to five years	299.45	244.46
More than five years	191.57	147.46
Total	571.32	477.84

vi) Amount recognized in cash flow Statement

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Payment of principal portion of lease liability	86.45	57.33
Payment of interest portion of lease liability	54.82	51.82
Total	141.27	109.14

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31 Employee stock option plans

Under ESOP 2019, the board of directors is authorized to grant options exercisable into subscription of shares of the company. Each option shall be convertible into one equity share and the aggregate number of options subscribed into shares shall not exceed 5% of the paid-up capital of the Company. The options granted under ESOP 2019 will be exercisable at an exercise price of Rs. 177.40 per share for round 1 to 3, Rs. 213.70 per share for round 4 and Rs. 367.22 per share for round 5 & round 6. If the options expire or become unexercisable without having been exercised in full, the unexercised options, which were subject thereto, shall become available for future grant.

The fair value of the share options is estimated at the grant date using Black-Scholes model, taking into account the terms and conditions upon which the share options were granted. However, the above performance condition is only considered in determining the number of instruments that will ultimately vest.

The contractual term of each option granted is varying from 85 months to 101 months. There are no cash settlement alternatives. The company does not have a past practice of cash settlement for these share options. The company accounts for the Veeda Employee Stock Option Plan 2019 (VESP) as an equity-settled plan.

The expense recognized for employee services received during the year is shown in the following table:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Expense/(income) arising from equity-settled share-based payment transactions (refer note 16)	(0.08)	4.80
Total expense arising from share-based payment transactions	(0.08)	4.80

There were no cancellations or modifications to the awards during the year ending March 31, 2024 and March 31, 2023.

Movements during the year
The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options during the yea

Year ended March 31, 2024

Particulars	WAEP (Rs.) 367.22 Number of ESOP	WAEP (Rs.) 177.40 Number of ESOP	WAEP (Rs.) 213.70 Number of ESOP
Outstanding at the beginning of the year	-	7,56,060	5,33,910
Granted during the year	1,06,207	-	-
Forfeited during the year	10,893	1,24,050	70,140
Exercised during the year	-	-	-
Expired during the year	-	-	-
Outstanding at the end of the year	95,314	6,32,010	4,63,770
Exercisable at the end of the year	11,574	5,80,380	3,35,820

Year ended March 31, 2023

Particulars	WAEP (Rs.) 177.40 Number of ESOP	WAEP (Rs.) 213.70 Number of ESOP
Outstanding at the beginning of the year	8,11,680	6,80,160
Granted during the year	-	-
Forfeited during the year	55,620	1,46,250
Exercised during the year	-	-
Expired during the year	-	-
Outstanding at the end of the year	7,56,060	5,33,910
Exercisable at the end of the year	5,99,040	3,66,100

The following tables list the inputs to the models used :

Year ended March 31, 2024

Particulars	WAEP (Rs.) 177.40 Round 1 - 3	WAEP (Rs.) 213.70 Round-4	WAEP (Rs.) 367.22 Round-5	WAEP (Rs.) 367.22 Round-6
Weighted average fair values at the measurement date	30.97	38.03	77.57	82.52
Dividend yield (%)	-	-	-	-
Expected volatility (%)	22.26	21.14	13.38	13.38
Risk-free interest rate (%)	5.83	6.32	7.08	7.08
Expected life of share options (years)	5.75	6.50	3.76	4.01
Weighted average share price (in Rs.)	184.47	211.32	367.22	367.22
Model used	Black-Scholes	Black-Scholes	Black-Scholes	Black-Scholes

The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome.

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33 **Ratio analysis and its elements**

Particulars	Numerator	Denominator	As at March 31, 2024	As at March 31, 2023	% change from March, 2023 to March 2024
Current ratio	Current Assets	Current Liabilities	3.46	2.38	46%
Debt- Equity Ratio	Current borrowings + Non-current borrowings+ lease payments	Shareholder's Equity	0.06	0.09	-30%
Debt Service Coverage ratio	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + other adjustments	Debt service = Interest & Lease Payments + Principal Repayments	3.58	4.32	-17%
Return on Equity ratio	Net Profits after taxes - Preference Dividend	Average Shareholder's Equity	0.00	0.05	-92%
Inventory Turnover ratio	Cost of goods sold	Average Inventory	3.83	3.02	27%
Trade Receivable Turnover Ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	4.10	3.99	3%
Trade Payable Turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	1.22	1.05	16%
Net Capital Turnover Ratio	Net sales = Total sales - sales return	Average working capital = Current assets - Current liabilities	1.47	1.63	-10%
Net Profit ratio	Net Profit after tax	Net sales = Total sales - sales return	1%	8%	-86%
Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	1%	7%	-85%
Return on Investment	Interest (Finance Income)	Investment	4.26%	1.77%	141%

Reason for change more than 25% in above ratios

Particulars	Reasons for % change from March 31, 2023 to March 31, 2024
Current ratio	There is an increase in Current Investments.
Debt- Equity Ratio	There is an increase in shareholder's equity mainly on account of issue of equity shares during the year.
Debt Service Coverage ratio	Not Applicable#
Return on Equity ratio	There is decrease in net profit after taxes on account of decrease in revenue and increase in Depreciation & amortisation expenses.
Inventory Turnover ratio	There is increase in cost of goods sold during the year.
Trade Receivable Turnover Ratio	Not Applicable#
Trade Payable Turnover Ratio	Not Applicable#
Net Capital Turnover Ratio	Not Applicable#
Net Profit ratio	There is decrease in net profit after taxes on account of decrease in revenue and increase in Depreciation & amortisation expenses.
Return on Capital Employed	There is an increase in total equity mainly on account of issue of equity shares during the year.
Return on Investment	There is increase in return on investment due to increase in interest rate of fixed deposits.

Since change is less than 25%, reasons for such changes are not given as per the requirements.

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Veeda Clinical Research Ltd. Ahmedabad

(All amounts in rupees million, unless otherwise stated)

34 **Business Combination under Common Control**

Disclosure pursuant to Ind AS 103 "Business Combinations"

During the year, company has made following acquisitions:

1) The company based on termination of joint venture agreement with the erstwhile JV partner dated April 01, 2023 has acquired the erstwhile JV partner's stake of 50%. Consequently it has gained control over Ingenuity Biosciences Private Limited ("IBS"). Further, pursuant to business transfer agreement dated September 01, 2023, the company has acquired business from IBS with effect from September 01, 2023, as going concern on slump sale basis.

2) Pursuant to business transfer agreement dated September 01, 2023, the company has acquired a Bio Pharma division ("Bio Pharma") of subsidiary, i.e, Bioneeds India Private Limited with effect from September 01, 2023.

These transactions have been accounted in accordance with "Pooling of Interest Method" laid down by Appendix C (Business Combinations of Entities under Common Control) of Indian Accounting Standard 103 (Ind AS 103), notified under the Companies Act, 2013.

The company has acquired business from Ingenuity Biosciences Private Limited and Bioneeds India Private Limited for total cash consideration of Rs.7 million and Rs. 113.5 million respectively. As per the "Pooling of Interest Method" referred above, the assets and liabilities of the acquired business have been recorded in the books of the Company at their pre-acquisition carrying amounts and no adjustments have been made to reflect fair values of tangible/intangible assets acquired by the company. Accordingly, following accounting treatment has been given:

(i) The assets and liabilities of related business had been incorporated in the financial statements at the carrying values.

(ii) The difference between carrying value of net assets acquired and consideration paid had been transferred to capital reserve.

(iii) The financial information in the Standalone financial statements in respect of prior period i.e. for the year April 01, 2022 to March 31, 2023 due to acquisition of Bio pharma division has been restated as if business combination had occurred from the beginning of the preceding period in the Standalone financial statements considering actual date of combination in accordance with Ind AS 103. Further, financial information in the Standalone financial statements in respect of acquisition of business from IBS for the period April 01, 2023 to August 31, 2023 has been included in current year financial statements as if business combination had occurred from the beginning of the current year i.e. date on which company has gained control over IBS.

(iv) Profit earned / loss incurred on transferred business during restated period (i.e. April 01, 2022 to March 31, 2023 and April 01, 2023 to August 31, 2023) on account of restatement of financial statements as explained above did not result into increase / decrease in net assets of equivalent amount as of March 31, 2023 and as of August 31, 2023 as not all the items of assets and liabilities were transferred such as Bank balances, Statutory liabilities. Accordingly, the difference between profit earned / Loss incurred and change in net assets position had been adjusted in retained earnings as Contribution / (Distribution).

(v) Profit earned / loss incurred on the transferred business during the restated period (i.e. April 01, 2022 to March 31, 2023 and April 01, 2023 to August 31, 2023) is considered as not available for distribution of dividend. Accordingly, profit earned / loss incurred for the restated period net of adjustment as explained in point (iv) above has been reclassified from retained earnings to capital reserve.

Following are the assets & liabilities taken over by the Company on 31st August 2023 :

Particulars	IBS	Bio Pharma	Total
Assets			
Non-Current Assets			
Property, Plant and Equipment	2.95	93.54	96.50
Capital work in Progress	10.83	17.76	28.59
	13.79	**111.30**	**125.09**
Current Assets			
Inventories	0.57	6.13	6.70
Trade Receivable	-	0.67	0.67
Other current assets	7.83	8.24	16.07
	8.40	**15.03**	**23.44**
Total Assets	**22.19**	**126.34**	**148.53**
Non-Current Liabilities			
Provisions	0.41	1.48	1.89
	0.41	**1.48**	**1.89**
Total Liabilities	**0.41**	**1.48**	**1.89**
Net Assets	**21.78**	**124.86**	**146.64**
Purchase consideration	**7.00**	**113.50**	**120.50**
Capital Reserve	**14.78**	**11.36**	**26.14**

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Veeda Clinical Research Ltd. Ahmedabad

(All amounts in rupees million, unless otherwise stated)

34 **Business Combination under Common Control (continued)**

Details of Profit and loss for the 5 months ended August 31, 2023 of IBS and Bio Pharma, which has been included in Statement of Profit and loss for the year ended March 31, 2024 of the company:

Particulars	For the year ended March 31, 2024		
	Before effect of Business Combination	Effect of Business Combination (5 Months)	Revised amount post effect of Business Combination
A Income			
(i) Revenue from operations	2,695.86	58.61	2,754.48
(ii) Other income	176.44	(0.83)	175.61
Total Income (A)	2,872.30	57.78	2,930.09
B Expenses			
(i) Cost of material consumed	212.04	23.77	235.81
(ii) Employee benefit expenses	858.31	22.52	880.83
(iii) Finance costs	54.79	3.94	58.73
(iv) Depreciation and amortization expenses	339.36	10.84	350.21
(v) Clinical and Analytical research expenses	740.07	0.16	740.22
(vi) Other expenses	599.11	18.91	618.03
Total Expenses (B)	2,803.68	80.14	2,883.83
C Profit before tax (A-B)	68.62	(22.36)	46.26
Tax expense			
(1) Current tax	37.71	-	37.71
(2) Adjustment of tax relating to earlier years	(9.69)	-	(9.69)
(3) Deferred tax (credit)	(12.34)	-	(12.34)
Total tax expense (D)	15.68	-	15.68
Profit after tax (E)	52.95	(22.36)	30.58
Other comprehensive income (OCI)			
Items that will not be reclassified to profit or loss in subsequent periods			
Re-measurement (losses) on defined benefit plans	(0.49)	-	(0.49)
Less: Income tax effect on above	0.12	-	0.12
Total other comprehensive (loss) for the year (net of tax) (F)	(0.37)	-	(0.37)
Total comprehensive income for the year (net of tax) (E+F)	52.58	(22.36)	30.21
Contribution/(Distribution) (Refer note 9)	-	40.58	-
Transfer from retained earnings to Capital Reserve (Refer note 9)	-	18.22	-

S R B C & CO LLP CHARTERED ACCOUNTANTS

Veeda Clinical Research Ltd. Ahmedabad

(All amounts in rupees million, unless otherwise stated)

34 **Business Combination under Common Control**

Restated Statement of Profit and loss for the year ended March 31, 2023 :

Particulars	For the year ended March 31, 2023		
	Before effect of Business Combination	Effect of Business Combination (12 Months)	Revised amount post effect of Business Combination
A Income			
(i) Revenue from operations	2,961.53	60.53	3,022.06
(ii) Other income	91.47	-	91.47
Total Income (A)	**3,053.00**	**60.53**	**3,113.53**
B Expenses			
(i) Cost of material consumed	178.10	21.63	199.74
(ii) Employee benefit expenses	740.51	19.83	760.34
(iii) Finance costs	53.32	2.73	56.04
(iv) Depreciation and amortization expenses	211.32	20.74	232.06
(v) Clinical and Analytical research expenses	939.53	-	939.53
(vi) Other expenses	559.24	11.24	570.48
Total Expenses (B)	**2,682.02**	**76.17**	**2,758.19**
C Profit before tax (A-B)	**370.98**	**(15.64)**	**355.34**
Tax expense			
(1) Current tax	126.14	-	126.14
(2) Adjustment of tax relating to earlier years	0.12	-	0.12
(3) Deferred tax (credit)	(14.80)	-	-14.80
Total tax expense (D)	**111.46**	-	**111.46**
Profit after tax (E)	**259.52**	**(15.64)**	**243.88**
Other comprehensive income (OCI)			
Items that will not be reclassified to profit or loss in subsequent periods			
Re-measurement (losses) on defined benefit plans	(4.24)	-	(4.24)
Less: Income tax effect on above	1.07	-	1.07
Total other comprehensive (loss) for the year (net of tax) (F)	**(3.17)**	-	**(3.17)**
Total comprehensive income for the year (net of tax) (E+F)	**256.35**	**(15.64)**	**240.71**
Contribution/(Distribution) (Refer note 9)	-	**40.56**	-
Transfer from retained earnings to Capital Reserve (Refer note 9)	-	**24.92**	-

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Veeda Clinical Research Ltd. Ahmedabad

(All amounts in rupees million, unless otherwise stated)

34 Business Combination under Common Control (continued)

Restated Balance Sheet as at March 31, 2023

Particulars	As at March 31, 2023		
ASSETS	Before effect of Business Combination	Effect of Business Combination (12 Months)	Revised amount post effect of Business Combination
Non-current assets			
(a) Property, plant and equipment	669.13	98.06	767.19
(b) Capital work-in-progress	46.89	16.86	63.75
(c) Right of use assets	355.64	14.65	370.29
(d) Other intangible assets	32.45	0.82	33.27
(e) Intangible assets under development	33.15	-	33.15
(f) Financial assets			-
(i) Investments	2,131.50	-	2,131.50
(ii) Loans	-	-	-
(iii) Other financial assets	397.32	-	397.32
(g) Deferred tax assets (net)	83.46	-	83.46
(h) Income tax assets (net)	208.82	-	208.82
(i) Other non-current assets	18.02	-	18.02
Total non-current assets	3,976.38	130.39	4106.77
Current assets			
(a) Inventories	48.95	13.17	62.12
(b) Financial assets			
(i) Investments	780.17	-	780.17
(ii) Trade receivables	711.40	28.69	740.08
(iii) Cash and cash equivalents	333.20	-	333.20
(iv) Bank balance other than (iii) above	244.00	-	244.00
(v) Other financial assets	374.09	0.38	374.48
(c) Other current assets	136.39	0.02	136.41
Total current assets	2,628.20	42.26	2,670.46
Total assets	6,604.58	172.65	6,777.23
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	105.78	-	105.78
(b) Other equity	5,106.02	3.64	5,109.66
Total Equity	5,211.80	3.64	5,215.44
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	374.85	9.52	384.37
(ii) Other financial liabilities	0.50	-	0.50
(b) Provisions	53.46	-	53.46
Total non-current liabilities	428.81	9.52	438.33
Current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	76.40	17.07	93.47
(ii) Trade payables			
(a) total outstanding dues of micro enterprises and small enterprises	25.78	-	25.78
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	166.12	-	166.12
(iii) Other financial liabilities	156.80	113.50	270.30
(b) Other current liabilities	524.17	27.77	551.94
(c) Provisions	14.70	1.15	15.85
Total current liabilities	963.97	159.49	1,123.46
Total liabilities	1,392.78	169.01	1,561.79
Total equity and liabilities	6,604.58	172.65	6,777.23

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Veeda Clinical Research Ltd. Ahmedabad *

(All amounts in rupees million, unless otherwise stated)

34 Business Combination under Common Control (continued)

Restated Statement of Cash Flow for the year ended March 31, 2023 :

	Particulars	For the year ended March 31, 2023		
		Before effect of Business Combination	Effect of Business Combination (12 Months)	Revised amount post effect of Business Combination
A	**Cash flow from operating activities**			
	Profit before tax	370.98	(15.64)	355.34
	Adjustments to reconcile profit before tax to net cash flows:			
	Depreciation and amortization expense	211.32	20.74	232.06
	Employee stock option cost / (reversal)	4.80	-	4.80
	Finance cost	53.19	2.73	55.92
	Bad debts (net of provision) and contract asset written off	13.99	-	13.99
	Impairment provision on financial asset	3.50	-	3.50
	Loan written off	34.00	-	34.00
	Net (gain) / loss on fair valuation of call option	(1.41)	-	(1.41)
	Net (gain) / loss on mark to market of outstanding forward contract	9.36	-	9.36
	IPO expenses	10.03	-	10.03
	Net interest income	(17.20)	-	(17.20)
	Net gain on sale and remeasurement of mutual fund	(40.13)	-	(40.13)
	Property, plant and equipment written off	8.90	-	8.90
	Liabilities no longer required written back	(6.11)	-	(6.11)
	Provision for doubtful debts	16.68	-	16.68
	Provision for slow moving and non-moving inventory	23.66	0.12	23.78
	Gain on lease termination	(7.48)	-	(7.48)
	Unrealized foreign exchange loss	7.40	-	7.40
	Operating profit before working capital changes	695.48	7.95	703.43
	Working capital adjustments:			
	Decrease in trade receivables	48.07	(20.69)	27.38
	(Increase) in inventories	(2.67)	(12.01)	(14.68)
	Decrease in financial assets	44.91	(0.38)	44.53
	(Increase) in other assets	(39.21)	0.70	(38.51)
	(Decrease)/increase in trade payables	(17.87)	-	(17.87)
	Increase in other financial liabilities	32.18	-	32.18
	(Decrease)/Increase in other current liabilities	113.56	16.86	130.42
	Increase in provisions	11.70	0.61	12.31
	Cash generated from operation	886.15	(6.96)	879.19
	Direct taxes paid (net of refund)	(135.53)	-	(135.53)
	Net cash flow generated from operating activities (A)	750.62	(6.96)	743.66
B	**Cash flow from investing activities**			
	Purchase of property, plant and equipment, intangible assets including intangible assets under development and Capital work-in-progress	(462.22)	(33.60)	(495.82)
	Interest received	16.19	-	16.19
	(Investment) in fixed deposits (net of proceeds)	(323.26)	-	(323.26)
	Earmarked balance of share application money pending allotment and utilization	(213.00)	-	(213.00)
	(Investment in) mutual funds	(38.00)	-	(38.00)
	Proceeds from sale of mutual funds	415.24	-	415.24
	Loan given to subsidiary (wholly owned subsidiary w.e.f. April 1, 2023)	(12.00)	-	(12.00)
	Adjustment in net assets of Biopharma division	-	40.56	40.56
	(Investment) in equity shares of subsidiaries	(450.00)	-	(450.00)
	Net cash flow (used in) investing activities (B)	(1,067.05)	6.96	(1,060.09)
C	**Cash flow from financing activities**			
	Finance cost paid	(52.43)	-	(52.43)
	Payment of IPO expense (net)	(8.71)	-	(8.71)
	Share issue expenses for fresh issue of shares	(13.02)	-	(13.02)
	Payment of principal portion of lease liability	(57.33)	-	(57.33)
	Proceeds from share application money pending allotment	213.00	-	213.00
	Net cash flow generated from financing activities (C)	81.51	-	81.51
	Net (decrease) in cash and cash equivalents (A + B + C)	(234.92)	-	(234.92)
	Effect of exchange differences on translation of foreign currency cash and cash equivalents	(9.04)	-	(9.04)
	Cash and cash equivalents at the beginning of the year	577.16	-	577.16
	Cash and cash equivalents at the end of the year	333.20	-	333.20
	Components of cash and cash equivalent			
	Balance with banks:			
	- On current accounts	332.73	-	332.73
	- Deposits with original maturity of less than three months	-	-	-
	Cash on hand	0.47	-	0.47
	Total cash and cash equivalents (refer note 4.3)	333.20	-	333.20

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Veeda Clinical Research Ltd. Ahmedabad *

35 Government of India's Code for Social Security 2020 (the 'Code') received assent from the President in September 2020. However, the date from when the Code will become applicable and rules have not yet been notified. The Company will assess the impact of the Code and account for the same once the effective date and rules are notified.

36 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 under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(ii) The Company does not have any transactions with Companies Struck off.

(iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Company does have not traded or invested in Cryptocurrency or Virtual Currency during the financial year.

(v) 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 company (Ultimate Beneficiaries), or
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vi) 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.

(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 been declared a Wilful Defaulters by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters issued by the RBI.

(ix) There is no immovable property whose title deed is not held in the name of the Company

(x) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(xi) The Company has availed loans from banks on the basis of security of current assets. The Company files statement of current assets with the bank on periodical basis. There are no material discrepancies between the statements filed by the Company and the books of accounts of the Company.

(xii) The Company has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013.

37 The company uses accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all the relevant transactions recorded in accounting software. Further, there are no instances of audit trail feature being tempered with.

As per our report of even date
For S R B C & Co. LLP
Chartered Accountants
ICAI FRN: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Date: October 25, 2024
Place: Ahmedabad

For and on Behalf of the Board of Directors of
Veeda Clinical Research Limited
(CIN : U73100GJ2004PLC044023)

Nitin Deshmukh
Chairman
DIN: 00060743

Date: October 25, 2024
Place: Ahmedabad

Mahesh Bhalgat
Managing Director
DIN: 07253670

Date: October 25, 2024
Place: Ahmedabad

Nirmal Bhatia
Company Secretary & CFO
ICSI Membership No.12551

Date: October 25, 2024
Place: Ahmedabad

INDEPENDENT AUDITOR'S REPORT

To the Members of Veeda Clinical Research Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Veeda Clinical Research Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31 2024, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2024, their consolidated loss including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

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

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises 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 do not express any form of assurance conclusion thereon.

S R B C & CO LLP
CHARTERED ACCOUNTANTS

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the 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.

Responsibilities of Management 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, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies 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 the 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 are responsible for assessing the ability of their respective companies 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 respective companies or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the respective companies.

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 skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of 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 ability of the Group 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 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 of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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.

Other Matter

(a) We did not audit the financial statements and other financial information, in respect of 12 subsidiaries, whose financial statements include total assets of Rs. 10,903.83 million as at March 31, 2024, and total revenues of Rs. 54.51 million and net cash inflows of Rs. 662.59 million for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of such other auditors.

Certain of these subsidiaries are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion above 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 work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

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, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiary companies, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xxi) of the Order.

2. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

(a) We/the other auditors whose report we have relied upon 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 consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors, except for the matters stated in the paragraph (2)(i)(vi) below on reporting under Rule 11(g) and with respect to certain subsidiaries, the back-up of books of account was not kept in servers physically located in India on a daily basis from April 01, 2023 to February 13, 2024;

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the 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, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies, none of the directors of the Group's companies, incorporated in India, is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph (b) above on reporting under Section 143(3)(b) and paragraph (2)(i)(vi) below on reporting under Rule 11(g) of the companies (Audit and Auditors) Rules 2014 (as amended);

(g) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report.

(h) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries incorporated in India, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Holding Company and its subsidiaries incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph:

i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated financial statements - Refer Note 32 to the consolidated financial statements;

ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2024;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, incorporated in India during the year ended March 31, 2024.

iv. a) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of its knowledge and belief, as disclosed in the note 45 to the consolidated financial statements, 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 Holding Company or any of such subsidiaries to or in any other persons or entities, 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 respective Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The respective managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of its knowledge and belief, as disclosed in the note 45 to the consolidated financial statements, no funds have been received by the respective Holding Company or any of such subsidiaries from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.

v) No dividend has been declared or paid during the year by the Holding Company, its subsidiaries companies, incorporated in India.

vi) Based on our examination which included test checks and that performed by the respective auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, except for the instances discussed in note 46 to the Consolidated financial statements, the Holding Company and subsidiaries have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we and respective auditors of the above referred subsidiaries did not come across any instance of audit trail feature being tampered with except with respect to 2 subsidiaries, we and respective auditors of one subsidiary cannot comment whether there was loss of audit trail data including logs on account of errors encountered during the data repair exercise carried out by these subsidiaries as described in aforesaid note.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sukrut Mehta
Partner
Membership Number: 101974
UDIN: 24101974BKERZS2987
Place of Signature: Ahmedabad
Date: October 25, 2024

Annexure 1 to the Independent Auditor's report of even date on the consolidated financial statements of Veeda Clinical Research Limited.

Qualifications or adverse remarks by us and the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements are:

S.No	Name	CIN	Holding company/ subsidiaries/ associate/ joint venture	Clause number of the CARO report which is qualified or is adverse
1.	Veeda Clinical Research Limited	U73100GJ2004PLC044023	Holding Company	Clause (iii)(c) Clause (x)(b)
2.	Bioneeds India Private Limited	U01409KA2007PTC042282	Subsidiary Company	Clause (i)(a)(A) Clause (ix)(d)

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sukrut Mehta
Partner
Membership Number: 101974
UDIN: 24101974BKERZS2987
Place of Signature: Ahmedabad
Date: October 25, 2024

Annexure 2 to the Independent Auditor's report of even date on the consolidated financial statements of Veeda Clinical Research Limited.

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

In conjunction with our audit of the consolidated financial statements of Veeda Clinical Research Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2024, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company and its subsidiary companies' internal financial controls with reference to these 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") and the Standards on Auditing, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these 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 with reference to these consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to these consolidated financial statements included obtaining an understanding of internal financial controls with reference to these 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 consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their report referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to these consolidated financial statements.

Meaning of Internal Financial Controls With Reference to Consolidated Financial Statements

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

Inherent Limitations of Internal Financial Controls With Reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with 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 Group, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31,2024, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements of the Holding Company, in so far as it relates to this one subsidiary, which are companies incorporated in India, is based on the corresponding reports of the auditor of such subsidiary incorporated in India.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

per Sukrut Mehta
Partner
Membership Number: 101974
UDIN: 24101974BKERZS2987
Place of Signature: Ahmedabad
Date: October 25, 2024

Veeda Clinical Research Limited
Consolidated Balance Sheet as at March 31, 2024
(All amounts in Indian rupees million, unless otherwise stated)

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
I. Assets			
Non-current assets			
(a) Property, plant and equipment	3.1	1,904.07	1,616.83
(b) Capital work-in-progress	3.2	329.90	186.95
(c) Goodwill	3.4	6,427.13	1,080.58
(d) Right of use assets	3.3	698.02	520.82
(e) Other intangible assets	3.4	4,840.28	220.37
(f) Intangible assets under development	3.2	2.12	59.75
(g) Investment in joint venture	4.1	-	-
(h) Financial assets			
(i) Loans	8	-	-
(ii) Other financial assets	9	218.02	423.85
(i) Income tax assets (net)	11	218.02	236.28
(j) Deferred tax Assets (net)	21	122.58	-
(k) Other non-current assets	10	69.43	80.51
Total non-current assets		14,829.57	4,405.74
Current assets			
(a) Inventories	12	77.90	71.08
(b) Financial assets			
(i) Investments	4.2	792.27	546.87
(ii) Trade receivables	5	1,209.00	1,051.24
(iii) Cash and cash equivalents	6	938.56	368.71
(iv) Bank balance other than (iii) above	7	389.71	244.00
(v) Other financial assets	9	1,573.46	453.03
(c) Income tax assets (net)	11	89.10	-
(d) Other current assets	10	502.50	206.99
Total current assets		5,572.50	2,941.92
Total assets		20,402.07	7,347.66
II. Equity and liabilities			
Equity			
(a) Equity Share capital	13	125.99	105.78
(b) Other equity	14	10,473.70	4,465.82
Equity attributable to equity holders of the parent		10,599.69	4,571.60
Non-controlling interest		50.31	57.73
Total equity		10,650.00	4,629.33
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	2,399.78	259.12
(ii) Lease liabilities	35	744.57	544.57
(iii) Other financial liabilities	17	705.54	0.50
(b) Provisions	19	105.98	66.83
(c) Deferred tax liabilities (net)	21	675.16	37.37
Total non-current liabilities		4,631.03	908.39
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	217.07	226.62
(ii) Lease liabilities	35	83.24	101.06
(iii) Trade payables	16	654.82	221.70
(iv) Other financial liabilities	17	2,477.62	233.66
(b) Other current liabilities	18	1,635.32	997.19
(c) Provisions	19	29.97	22.13
(d) Income tax liabilities (net)	20	23.00	7.58
Total current liabilities		5,121.04	1,809.94
Total liabilities		9,752.07	2,718.33
Total equity and liabilities		20,402.07	7,347.66

Summary of material accounting policies
Summary of significant accounting judgements, estimates and assumptions
The accompanying notes are an integral part of these consolidated financial statements.

As per our report of even date
For S R B C & Co. LLP
Chartered Accountants
ICAI FRN: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Date: October 25, 2024
Place: Ahmedabad

For and on Behalf of the Board of Directors of
Veeda Clinical Research Limited
(CIN : U73100GJ2004PLC044023)

Nitin Deshmukh
Chairman
DIN: 00060743

Date: October 25, 2024
Place: Ahmedabad

Mahesh Bhalgat
Managing Director
DIN: 07253670

Date: October 25, 2024
Place: Ahmedabad

Nirmal Bhatia
Company Secretary & CFO
ICSI Membership No.12551

Date: October 25, 2024
Place: Ahmedabad

S R B C & CO LLP CHARTERED ACCOUNTANTS

Veeda Clinical Research Ltd. Ahmedabad

Veeda Clinical Research Limited
Statement of Consolidated Profit and Loss for the year ended March 31, 2024
(All amounts in Indian rupees million, unless otherwise stated)

Sr. No.	Particulars	Notes	Year ended March 31, 2024	Year ended March 31, 2023
(I)	Revenue from operations	22	3,887.77	4,095.78
(II)	Other income	23	192.13	106.32
(III)	Total income (I+ II)		4,079.90	4,202.10
(IV)	Expenses			
	Cost of material consumed	24	381.99	329.87
	Employee benefits expense	25	1,264.40	1,091.82
	Finance costs	26	145.95	138.82
	Depreciation and amortization expense	3	533.57	380.25
	Clinical and analytical research expenses	27	739.32	939.25
	Other expenses	28	982.08	700.62
	Total expenses (IV)		4,047.31	3,580.63
(V)	Profit before share of profit / (loss) of a joint venture and tax (III-IV)		32.59	621.47
(VI)	Share of profit / (loss) from joint venture (net of tax) (refer note 40)		-	(26.67)
(VII)	Profit before tax (V + VI)		32.59	594.80
(VIII)	Tax expense	21		
	(1) Current tax		97.98	192.79
	(2) Deferred tax charge / (credit)		(53.62)	(19.29)
	(3) Adjustment of tax relating to earlier years		(8.19)	(2.93)
	Total tax expense (VIII)		36.17	170.57
(IX)	Profit/(Loss) for the year (VIII-VII)		(3.58)	424.23
(X)	Other comprehensive income (OCI)			
	Items that will not to be reclassified to profit or loss in subsequent periods			
	Re-measurement gains/ (losses) on defined benefit plans		(4.68)	(2.48)
	Income tax effect		1.18	0.62
			(3.50)	(1.86)
	Items that will be reclassified to profit or loss in subsequent periods			
	Exchange differences on translation of foreign operations		11.36	-
			11.36	-
	Total other comprehensive income / (loss) for the year (net of tax) before share of profit from joint venture		7.86	(1.86)
	Share of other comprehensive income from joint venture		-	-
	Total other comprehensive income / (loss) for the year		7.86	(1.86)
(XI)	Total comprehensive income for the year (net of tax) (IX+ X)		4.28	422.37
(XII)	Profit/(Loss) for the year			
	Attributable to:			
	- Equity holders of the parent		(2.21)	401.15
	- Non-controlling interests		(1.37)	23.08
			(3.58)	424.23
(XIII)	Other comprehensive income / (loss) for the year			
	Attributable to:			
	- Equity holders of the parent		8.16	(2.08)
	- Non-controlling interests		(0.30)	0.22
			7.86	(1.86)
(XIV)	Total comprehensive income for the year			
	Attributable to:			
	- Equity holders of the parent		5.95	399.07
	- Non-controlling interests		(1.67)	23.30
			4.28	422.37
	Earnings per equity share (EPS)	29		
	Earnings per equity share (Face value per share: Rs. 2 each (March 31, 2023: Rs. 2)) (in Rs.)			
	- Basic		(0.04)	7.58
	- Diluted		(0.04)	7.57

Summary of material accounting policies
Summary of significant accounting judgements, estimates and assumptions
The accompanying notes are an integral part of these consolidated financial statements.

As per our report of even date
For S R B C & Co. LLP
Chartered Accountants
ICAI FRN: 324982E/E300003

For and on Behalf of the Board of Directors of
Veeda Clinical Research Limited
(CIN : U73100GJ2004PLC044023)

per Sukrut Mehta
Partner
Membership No. 101974

Date: October 25, 2024
Place: Ahmedabad

Nitin Deshmukh
Chairman
DIN: 00060743

Date: October 25, 2024
Place: Ahmedabad

Mahesh Bhalgat
Managing Director
DIN: 07253670

Date: October 25, 2024
Place: Ahmedabad

Nirmal Bhatia
Company Secretary & CFO
ICSI Membership No.12551

Date: October 25, 2024
Place: Ahmedabad

S R B C & CO LLP CHARTERED ACCOUNTANTS

Veeda Clinical Research Ltd. Ahmedabad

Veeda Clinical Research Limited
Statement of Consolidated cash flows for the year ended March 31, 2024
(All amounts in Indian rupees million, unless otherwise stated)

	Particulars	Year ended March 31, 2024	Year ended March 31, 2023
A	**Cash flow from operating activities**		
	Profit before tax	32.59	594.80
	Adjustment to reconcile profit before tax to net cash flows		
	Share of loss from a joint venture	-	26.67
	Depreciation and amortization expense	533.57	380.24
	Employee stock option cost/(reversal)	(0.08)	4.80
	Finance cost	145.95	138.72
	Net (gain)/loss on mark to market of outstanding forward contract	(0.20)	9.36
	Bad debts written off (net of provision)	4.75	-
	Loss / (Gain) on fair value of call option	2.67	(1.41)
	IPO expenses	2.76	10.03
	Net interest income	(123.35)	(18.26)
	Net gain on sale and restatement of mutual fund	(45.42)	(40.13)
	Loss on sale of property, plant and equipment (net of gain)	18.45	0.48
	Liabilities no longer required written back	(17.06)	(10.49)
	Provision for doubtful debts	13.26	22.92
	Cost incurred for Acquisition of subsidiaries	17.41	-
	Provision for slow moving and non-moving inventory	6.90	26.48
	Property, plant and equipment written off	16.08	14.45
	Gain on lease termination	(0.24)	(7.48)
	Unrealized foreign exchange gain/(loss)	(19.86)	4.72
	Contract asset written off	-	13.99
	Other receivables written off	0.15	0.89
	Operating profit before working capital changes	588.33	1,170.78
	Working capital adjustments:		
	Decrease/(Increase) in trade receivables	114.22	(87.74)
	(Increase) in inventories	(13.72)	(13.05)
	Decrease in financial assets	18.64	15.13
	(Increase) in other assets	(248.58)	(99.11)
	(Decrease)/Increase in trade payables	294.16	(18.53)
	Increase in other financial liabilities	31.73	59.23
	(Decrease)/Increase in other current liabilities	(171.00)	218.45
	Increase in provisions	42.32	3.75
	Cash generated from operations	656.10	1,248.91
	Direct taxes paid (net of refund)	(67.19)	(192.21)
	Net cash flow generated from operating activities (A)	588.91	1,056.70
B	**Cash flows from investing activities**		
	Purchase of property, plant and equipment, intangible assets including intangible assets under development and Capital work-in-progress	(833.50)	(759.01)
	Proceeds from sale of property, plant and equipment	1.80	0.70
	Interest received	122.75	16.17
	Investment in fixed deposits (Net of proceeds)	(146.81)	(323.26)
	Investment in mutual funds	(399.98)	(38.00)
	Proceeds from sale of mutual funds	200.00	415.24
	Loan given to subsidiary	-	(12.00)
	Earmarked balance of share application money pending allotment and utilization	-	(213.00)
	Purchase of stake of subsidiary from Non controlling interest	(238.50)	(350.00)
	Cost incurred for Acquisition of subsidiaries	(17.41)	-
	Investment in equity shares of subsidiaries	(3,157.62)	-
	Net cash flows (used in) investing activities (B)	(4,469.07)	(1,263.16)
C	**Net cash flow from financing activities**		
	Proceeds from long-term borrowing	2,114.84	-
	Repayment of long-term borrowing	-	(126.81)
	Proceeds from short-term borrowing (net)	11.68	105.25
	Finance cost paid	(128.29)	(103.68)
	Payment of IPO expense (net)	(6.92)	(8.71)
	Proceeds from share application money pending allotment	-	213.00
	Share issue expenses for fresh issue of shares	(62.16)	(13.02)
	Payment of principal portion of lease liability	(96.86)	(77.72)
	Proceeds from issue of shares (including securities premium and exercising of ESOPs)	2,164.21	-
	Net Cash flow generated from / (used in) financing activities (C)	3,996.50	(13.69)
	Net (decrease)/ increase in cash and cash equivalents (A + B + C)	116.35	(218.15)

Veeda Clinical Research Limited
Statement of Consolidated cash flows for the year ended March 31, 2024
(All amounts in Indian rupees million, unless otherwise stated)
Statement of Cash Flows (Continued):

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Effect of exchange differences on translation of foreign currency cash and cash equivalents	0.17	(9.03)
Cash and cash equivalents at the beginning of the year	368.71	395.89
Additions on account of acquisition of subsidiaries (refer note 41 (a) and 41 (b))	453.32	-
Cash and cash equivalents at the end of the year	938.56	368.71
Components of cash and cash equivalents		
Cash on hand	2.12	0.81
Balances with banks:		
- On current accounts	836.39	367.90
- Deposits with original maturity of less than three months	100.05	-
Total cash and cash equivalents (refer note 6)	938.56	368.71

Notes to statement of cash flows:
1. The Statement of Cash Flows has been prepared under the Indirect method as set out in Ind AS 7 on Statement of Cash Flows notified under Section 133 of The Companies Act, 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standard) Rules 2015 (as amended).

2. Changes in liabilities arising from financing activities:

Particulars	As at April 01, 2023	Cash Flows (Net)	Others#	As at March 31, 2024
Financing Activities				
Short-term Borrowings	226.62	11.68	(21.23)	217.07
Long-term Borrowings	259.12	2,114.54	25.82	2,399.78
Lease liabilities	645.64	(96.86)	279.02	827.81
Total	1,131.38	2,029.67	283.61	3,444.66

Particulars	As at April 01, 2022	Cash Flows (Net)	Others#	As at March 31, 2023
Financing Activities				
Short-term Borrowings	118.52	105.25	2.84	226.62
Long-term Borrowings	353.50	(126.81)	32.44	259.12
Lease liabilities	515.86	(77.73)	207.50	645.64
Total	987.88	(99.28)	242.78	1,131.38

Notes :
1) Others in lease liability includes the effect of interest accrued on lease liability, addition to lease liability and reduction of lease liability due to termination on account of Ind AS 116.

2) Others in long-term borrowing represents impact of amortisation of upfront fees paid on borrowing, remeasurement of long term borrowing and reclassification of borrowings.

3. Non-cash financing and investing activities

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Acquisition of right of use assets	292.83	279.50
Issue of equity share capital for investment in equity shares of subsidiary (refer note 41(a))	1,537.37	-
Contingent consideration (refer note 41(a))	5,515.82	-

Summary of material accounting policies

Summary of significant accounting judgements, estimates and assumptions

The accompanying notes are an integral part of these consolidated financial statements.

As per our report of even date
For S R B C & Co. LLP
Chartered Accountants
ICAI FRN: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Date: October 25, 2024
Place: Ahmedabad

For and on Behalf of the Board of Directors of
Veeda Clinical Research Limited
(CIN : U73100GJ2004PLC044023)

Nitin Deshmukh
Chairman
DIN: 00060743

Date: October 25, 2024
Place: Ahmedabad

Mahesh Bhalgat
Managing Director
DIN: 07253670

Date: October 25, 2024
Place: Ahmedabad

Nirmal Bhatia
Company Secretary & CFO
ICSI Membership No.12551

Date: October 25, 2024
Place: Ahmedabad

Veeda Clinical Research Ltd. Ahmedabad

S R B C & CO LLP CHARTERED ACCOUNTANTS

Veeda Clinical Research Limited
Statement of Consolidated changes in equity for the year ended March 31, 2024
(All amounts in Indian rupees million, unless otherwise stated)

(A) Equity share capital

Equity shares of Rs. 10 each issued, subscribed and fully paid

Particulars	No. of shares	Amount
As at March 31, 2022	5,28,93,986	105.78
Change in Equity Share Capital due to prior period errors	-	-
Change during the year	-	-
As at March 31, 2023	5,28,93,986	105.78
Change in Equity Share Capital due to prior period errors	-	-
Change during the year	1,01,05,860	20.21
As at March 31, 2024	6,29,99,846	125.99

(B) Other equity

Particulars	Attributable to the equity holder of the parent							Non-Controlling Interest	Total equity
	Share application money pending allotment	Reserves and surplus							
		Securities premium	Shares to be issued on account of business combination (Refer to note 41(a))	Share options outstanding reserve	Capital reserve	Retained earnings	Foreign Currency Translation Reserve		
Balance as at March 31, 2022	-	3,703.49	-	24.21	(730.49)	1,196.62	-	71.22	4,267.01
Changes due to accounting policy or prior period errors	-	-	-	-	-	-	-	-	-
Profit for the year (net of taxes)	-	-	-	-	-	401.15	-	23.08	424.23
Other comprehensive (loss) for the year (net of taxes)	-	-	-	-	-	(2.08)	-	0.22	(1.86)
Total comprehensive income for the year	-	-	-	-	-	399.07	-	23.30	422.37
Options granted to joint venture during the year (refer note 34 and note 32)	-	-	-	0.02	-	-	-	-	0.02
Share based payments (refer note 32)	-	-	-	4.80	-	-	-	-	4.80
Adjustment on forfeiture of ESOP	-	-	-	(0.64)	-	0.61	-	-	-
Change on account of additional stake purchased from non-controlling interest of subsidiary	-	-	-	-	(346.90)	-	-	(36.79)	(383.69)
Share application money received	213.00	-	-	-	-	-	-	-	213.00
Balance as at March 31, 2023	213.00	3,703.49	-	28.39	(1,077.39)	1,598.34	-	57.73	4,523.55
Changes due to accounting policy or prior period errors	-	-	-	-	-	-	-	-	-
Profit for the year (net of taxes)	-	-	-	-	-	(4.21)	-	(1.37)	(5.58)
Other comprehensive (loss) for the year (net of taxes)	-	-	-	-	-	(1.19)	11.35	(0.30)	9.86
Total comprehensive income for the year	-	-	-	-	-	(5.40)	11.35	(1.67)	4.28
Options granted to joint venture during the year (refer note 34 and note 32)	-	-	-	-	-	-	-	-	-
Share based payments (refer note 32)	-	-	-	(0.07)	-	-	-	-	(0.07)
Adjustment on forfeiture of ESOP	-	-	-	(0.29)	-	0.29	-	-	-
Capital reserve generated on account of acquisition of subsidiary	-	-	-	-	2.14	-	-	-	2.14
On issue of equity shares during the year	-	3,875.00	-	-	-	-	-	-	3,875.01
Change on account of additional stake purchased from non-controlling interest of subsidiary	-	-	-	-	(234.70)	-	-	(5.75)	(240.45)
Shares to be issued on account of business combinations	-	-	2,634.79	-	-	-	-	-	2,634.79
Options granted to subsidiary during the year	-	-	-	(0.08)	-	-	-	-	(0.08)
Utilized towards expenses on fresh issue of equity shares	-	(62.16)	-	-	-	-	-	-	(62.16)
Share application money used for allotment	(213.00)	-	-	-	-	-	-	-	(213.00)
Balance as at March 31, 2024	-	7,516.33	2,634.79	27.95	(1,309.95)	1,593.23	11.35	50.31	10,524.01

Summary of material accounting policies 2.1

Summary of significant accounting judgements, estimates and assumptions 2.2

The accompanying notes are an integral part of these consolidated financial statements.

As per our report of even date
For S R B C & Co. LLP
Chartered Accountants
ICAI FRN: 324982E/E300003

per **Sukrut Mehta**
Partner
Membership No. 101974

Date: October 25, 2024
Place: Ahmedabad

For and on Behalf of the Board of Directors of
Veeda Clinical Research Limited
CIN: U73100GJ2004PLC044023

Nitin Deshmukh
Chairman
DIN: 00060743
Date: October 25, 2024
Place: Ahmedabad

Mahesh Bhalgat
Managing Director
DIN: 07253670
Date: October 25, 2024
Place: Ahmedabad

Nirmal Bhatia
Company Secretary & CFO
ICSI Membership No. 12551
Date: October 25, 2024
Place: Ahmedabad

Veeda Clinical Research Ltd. Ahmedabad

S R B C & CO LLP CHARTERED ACCOUNTANTS

1. Group information

Veeda Clinical Research Limited ("the Company" or "Holding Company") is domiciled in India with its registered office at Shivalik Plaza – A, 2nd Floor, Opposite Ahmedabad Management Association, Ambawadi, Ahmedabad, Gujarat – 380015, India.

The Company was incorporated on April 23, 2004 under the provisions of the Companies Act applicable in India and is carrying on the business of Clinical Research for various Pharmaceuticals Companies. The Company is a one roof service global CRO specializing in the early clinical development of drugs with state-of-the-art facilities in India. The Company provides a full range of services in phase I and II clinical research with Clinical Data management, delivering expert and cost-effective research solutions to the Pharmaceutical and Biotechnology Industries worldwide.

The Company has become a Public Limited Company w.e.f. June 30, 2021 and consequently pursuant to approval from Registrar of Companies ("ROC"), the name of the Company has changed from Veeda Clinical Research Private Limited to Veeda Clinical Research Limited.

The consolidated financial statements comprise the financial statements of Veeda Clinical Research Limited (hereinafter referred to as "the Holding Company" or "the Company") and its subsidiaries (including step-down subsidiaries) (together referred to as 'the Group').

The Consolidated Financial Statements for the year ended March 31, 2024 were approved for issue in accordance with a resolution of the directors on October 25, 2024.

The consolidated financial statements comprise the financial statements of the Company, Veeda Clinical Research Limited and the following subsidiaries / step-down subsidiaries:

Name of the Company	Nature of relation with the company	Percentage of voting Power as on	
		March 31, 2024	March 31, 2023
Ingenuity Biosciences Private Limited	Wholly Owned Subsidiary (w.e.f. April 1, 2023)	100.00%	50.00%
Bioneeds India Private Limited	Subsidiary	91.00%	87.00%
Amthera Life Sciences Private Limited	Subsidiary of Bioneeds India Private Limited	100.00%	100.00%
Veeda Clinical Research Ireland Limited	Wholly Owned Subsidiary (w.e.f. December 1, 2023)	100.00%	-
Health Data Specialists (Holdings) Limited *	Wholly Owned Subsidiary (w.e.f. March 26, 2024)	100.00%	-
Health Data Specialists Single Member S.A.	Wholly Owned Subsidiary of Health Data Specialists (Holdings) Limited (w.e.f. March 26, 2024)	100.00%	-
Health Data Specialists Ireland Limited	Wholly Owned Subsidiary of Health Data Specialists (Holdings) Limited (w.e.f. March 26, 2024)	100.00%	-
Health Data Specialists S.r.l.	Wholly Owned Subsidiary of Health Data Specialists Ireland limited (w.e.f. March 26, 2024)	100.00%	-
Health Data Specialists USA Inc.	Wholly Owned Subsidiary of Health Data Specialists Ireland limited (w.e.f. March 26, 2024)	100.00%	-

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Heath Data Specialists Australia Pty Ltd.	Wholly Owned Subsidiary of Health Data Specialists Ireland limited (w.e.f. March 26, 2024)	100.00%	-
Health Data Specialists B.V.	Wholly Owned Subsidiary of Health Data Specialists Ireland limited (w.e.f. March 26, 2024)	100.00%	-
HeaDS research GmbH	Wholly Owned Subsidiary of Health Data Specialists Ireland limited (w.e.f. March 26, 2024)	100.00%	-
Heads Research AG	Wholly Owned Subsidiary of Health Data Specialists Ireland limited (w.e.f. March 26, 2024)	100.00%	-

* Out of total 32.67% held by the holding company and balance stake has been acquired by Veeda Clinical Research Ireland Limited (wholly owned subsidiary of the company).

2.1 Material accounting policy information

(A) Basis of preparation

The Consolidated Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed under section 133 of Companies Act, 2013 ("the Act") read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Act (Ind AS compliant Schedule III, as amended), and other accounting principles generally accepted in India.

The Consolidated Financial Statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair value / amortized cost (Refer note 36).

The Consolidated Financial Statements are presented in Indian Rupees (Rs.), which is the functional currency of the Holding Company. All financial information presented in Indian rupees are rounded to the nearest Rs. millions, except when otherwise indicated. Figures below Rs. 5,000 has been indicated as "*" as the same is nullified on conversion of rupees in million.

(B) Basis of consolidation

The Consolidated Financial Statements of the Company comprise the financial statements of the company and its subsidiaries. Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)

Exposure, or rights, to variable returns from its involvement with the investee, and

The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

The contractual arrangement with the other vote holders of the investee

Rights arising from other contractual arrangements

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The Group's voting rights and potential voting rights

The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that the Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Holding Company, i.e., year ended on 31st March. When the end of the reporting period of the Holding Company is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the Holding Company to enable the Holding Company to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

Profit or loss and each component of Other Comprehensive Income (OCI) are attributed to the equity holders of the Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

Consolidation procedure:

a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the holding with those of its subsidiary. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
b) Offset (eliminate) the carrying amount of the Holding Company's investment in each subsidiary and the Holding Company's portion of equity of each subsidiary.
c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

If the Group loses control over a subsidiary, it:

Derecognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost

Derecognises the carrying amount of any non-controlling interests

Derecognises the cumulative translation differences recorded in equity

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Recognises the fair value of the consideration received

Recognises the fair value of any investment retained

Recognises any surplus or deficit in profit or loss

Recognise that distribution of shares of subsidiary to Group in Group's capacity as owners

Reclassifies the Holding Company's share of components previously recognised in OCI to profit or loss or transferred directly to retained earnings, if required by other Ind ASs as would be required if the Group had directly disposed of the related assets or liabilities.

Investments in Joint Venture

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

The Group's investments in its joint venture are accounted for using the equity method. Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date. Goodwill relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The Consolidated Financial Statements reflect the Company's share of the results of operations of the joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the 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 joint venture are eliminated to the extent of the interest in the joint venture.

If an entity's share of losses of a joint venture equals or exceeds its interest in the joint venture (which includes any long term interest that, in substance, form part of the Company's net investment in the joint venture), the entity 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 joint venture. If the joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of a joint venture is shown on the face of the statement of profit and loss.

The Financial Statements of the joint venture are prepared for the same reporting period as of the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group and its Joint Venture, unless it is impracticable to do so.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the joint venture and its carrying value, and then recognises the loss as 'Share of profit of a joint venture' in the statement of profit and loss.

Upon loss of significant influence over the joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying

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amount of the joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

(C) Summary of material accounting policy information

a. Current versus non-current classification

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

1. Expected to be realized or intended to be sold or consumed in normal operating cycle;
2. Held primarily for the purpose of trading;
3. Expected to be realized within twelve months after the reporting period; or
4. 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 treated as current when:

1. It is expected to be settled in normal operating cycle;
2. It is held primarily for the purpose of trading;
3. It is due to be settled within twelve months after the reporting period; or
4. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as non-current.

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

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

b. Foreign currencies

The Group's consolidated financial statements are presented in Indian Rupees (Rs.), which is also the Holding Company's functional currency. For each entity the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Group at its functional currency spot rates on the date the transaction first qualifies for recognition. However, for practical reasons, the Group uses average rate if the average approximates the actual rate at the date of the transaction.

Transactions in foreign currencies are translated to the respective functional currencies of entities within the Group at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated into the functional currency at the exchange rate at that date. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognised in the consolidated statement of profit and loss in the period in which they arise. In the financial statements that include the foreign operation and the reporting entity (e.g., consolidated

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financial statements when the foreign operation is a subsidiary), such exchange differences are recognised initially in OCI. These exchange differences are reclassified from equity to profit or loss on disposal of the net investment."

Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

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. The gain or loss arising on translation of non-monetary items measured at fair value 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).

Exchange differences arising on monetary items that are designated as part of the hedge of the Group's net investment of a foreign operation. These are recognised in OCI until the net investment is disposed of, at which time, the cumulative amount is reclassified to profit or loss.

Foreign operations

Foreign exchange gains and losses arising from a monetary item receivable from a foreign operation, the settlement of which is neither planned nor likely in the foreseeable future, are considered to form part of the net investment in the foreign operation and are recognised in other comprehensive income/(loss) and presented within equity as a part of foreign currency translation reserve ("FCTR").

In case of foreign operations whose functional currency is different from the Holding Company's functional currency, the assets and liabilities of such foreign operations, including goodwill and fair value adjustments arising upon acquisition, are translated to the presentation currency at exchange rates at the reporting date. The income and expenses of such foreign operations are translated to the presentation currency at the monthly average exchange rates prevailing during the year. Resulting foreign currency differences are recognised in other comprehensive income/(loss) and presented within equity as part of FCTR. When a foreign operation is disposed of, in part or in full, the relevant amount in the FCTR is transferred to the consolidated statement of profit and loss.

c. Fair value measurement

The Group measures financial instruments, such as, derivatives 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 the 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 a 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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Veeda Clinical Research Ltd. Ahmedabad

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

The management determines the policies and procedures for both recurring fair value measurement and for non-recurring measurement.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

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.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

(a) Disclosures for valuation methods, significant estimates and assumptions (note 36)

(b) Quantitative disclosures of fair value measurement hierarchy (note 36)

(c) Financial instruments (including those carried at amortised cost) (note 36)

d. Revenue from contract with customer

Revenue from contracts with customers is recognised when control of the services is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those services. The Group has generally concluded that it is the principal in its revenue arrangements because it typically controls the services before transferring them to the customer.

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Veeda Clinical Research Ltd. Ahmedabad

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 2.2.

Sale of service

The Group's contracts with customers include promises to transfer multiple services to a customer. Revenues from customer contracts are considered for recognition and measurement when the contract has been approved, in writing, by the parties to the contract, the parties to contract are committed to perform their respective obligations under the contract, and the contract is legally enforceable. The Group assesses the services promised in a contract and identifies distinct performance obligations in the contract. Revenue from customer contracts are recognized on these identified distinct performance obligations.

The Group exercise judgement in determining the timing when the performance obligation is satisfied. The Group considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

For the majority of contract performance obligations, the Company has determined that an output method is appropriate measure of progress. Revenue recognition is determined by assessing the performance completed or delivered to date under the terms of the arrangement. The measures utilized to assess progress on the satisfaction of performance are specific to the performance obligation identified in the contract.

Group renders customer specific services as per the terms of contract and does not provide any types of warranties and related obligations to its customers.

Contract Balances

Contract assets

A contract asset is initially recognised for revenue earned from clinical services because the receipt of consideration is conditional on successful completion of the project. Upon completion of the project and acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables.

Contract assets are subject to impairment assessment. Refer to accounting policies on impairment of financial assets in section (p) Financial instruments – initial recognition and subsequent measurement.

Trade receivables

A receivable is recognised if an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related services. Contract liabilities are recognised as revenue when the Group performs related obligation(s) under the contract.

e. Other Income

Other income is recognised when no significant uncertainty as to its determination or realisation exists.

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Veeda Clinical Research Ltd. Ahmedabad

f. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment.

The tax currently payable is based on the taxable profits for the years. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Group reflects the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

i) When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

ii) In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred 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, except:

i) When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

ii) In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

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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 assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are off setted if a legally enforceable right exists to set off deferred tax assets and deferred tax liabilities that relate to income taxes levied by the same tax authority. The deferred tax assets (net) and deferred tax liabilities (net) are determined separately for the Parent and each subsidiary company, as per their applicable laws and then aggregated.

g. Property, plant, and equipment

Property, Plant, and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criterias are met. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific 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 criterias 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 criterias for a provision are met.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. It comprises of the cost of property, plant and equipment that are not yet ready for their intended use as on the date of balance sheet.

Depreciation is calculated by the group over the estimated useful lives of the assets as follows:

Assets	**Useful lives (in years)**
Plant and Equipment	5 to 15
Office equipment	3 to 5
Computers and equipment	3 to 5
Furniture & fixtures	3 to 10
Vehicles	5 to 8
Building	5 to 60
Electrical installation	10

Leasehold improvements are depreciated on straight line basis over the period of lease or useful life whichever is lower.

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Depreciation is consistency charged on written down value method for the assets by the holding company and as per the straight-line method by certain subsidiary companies which reflects the pattern of consumption of those future economic benefits in separate financial statements of the respective companies.

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 statement of profit and loss when the asset is derecognised.

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.

h. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

Intangible assets are amortised over the useful economic life 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 are 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 are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

A summary of the policies applied to the Group's intangible assets is as follows:

Intangible assets	Useful lives	Amortisation method used
Computer software	3 years	Straight line method
Customer Relationship and related assets	5 to 8 years	Straight line method
Patents	2 to 4 years	Straight line method
Development expenditure	4 to 5 years	Straight line method

i. Borrowing costs

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 asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

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j. Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, 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 on a straight-line basis over the period of the lease term and the estimated useful lives of the assets, whichever is shorter, as follows:

Land and Building - up to 60 years

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment and office premises (i.e., those leases that have a lease term of twelve months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be

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low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

k. Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Consumables: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

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

Provision for slow moving and non-moving inventory is made considering its expected usage pattern.

l. 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 asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When 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, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Group extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the Group operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss, except for properties previously revalued with the revaluation surplus taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation surplus.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine

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the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or company of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than it's carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

m. Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a 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. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of reimbursement, if any.

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.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognised in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

n. Retirement and other employee benefits

Retirement benefit in the form of contribution towards provident fund and employee state insurance scheme (ESIC) is a defined contribution scheme. The Group has no obligation, other than the contribution payable to the provident fund and ESIC. The Group recognizes contribution payable to the provident fund and ESIC as an expense when an employee renders the related service.

The Group operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined 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:

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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 Consolidated Statement of profit and loss:

i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
ii) Net interest expense or income.

Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Group recognizes expected cost of short-term employee benefit as an expense when an employee renders the related service.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

o. Share-based payments

The Company initially measures the cost of cash-settled transactions with employees using Black-Scholes model to determine the fair value of the liability incurred. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. For cash-settled share-based payment transactions, the liability needs to be remeasured at the end of each reporting period up to the date of settlement, with any changes in fair value recognised in the profit or loss. This requires a reassessment of the estimates used at the end of each reporting period. For the measurement of the fair value of equity-settled transactions with employees at the grant date, the company uses Black-Scholes model for Veeda Employees Stock Option Plan 2019 (VESP). The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in note 39.

p. 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.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which

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the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

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

i) Financial assets at amortised cost (debt instruments)
ii) Financial assets at fair value through other comprehensive income (FVTOCI) with recycling of cumulative gains and losses (debt instruments)
iii) Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
iv) Financial assets at fair value through profit or loss (FVTPL)

Financial assets at amortised cost (debt instruments)

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

i) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the 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 the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. The Group's financial assets at amortised cost includes trade receivables, other receivables and loans.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

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This category includes investment in mutual fund and call option on non-controlling interest of subsidiary company.

Derivatives and hedging activities

The Holding Company enters derivatives like forwards contracts to hedge its foreign currency risks. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently marked to market at the end of each reporting period with profit/loss being recognised in statement of profit and loss. Further, the Holding Company has also entered into call options in respect of its investment in its subsidiary which are initially recognised at fair value with subsequent changes in fair value recognised in the statement of profit and loss. Derivative assets/liabilities are classified under "other financial assets/other financial liabilities". Profits and losses arising from cancellation of contracts are recognised in the statement of profit and loss.

Embedded Derivatives

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

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 Company's balance sheet) when:

i) The rights to receive cash flows from the asset have expired, or
ii) 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 substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

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Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss ('ECL') model for measurement and recognition of impairment loss. For trade receivables and contract assets, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next twelve months (i.e., a twelve month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (i.e., a lifetime ECL).

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, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

i) Financial liabilities at fair value through profit or loss
ii) Financial liabilities at amortised cost (loans and borrowings)

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 relationships as defined by Ind AS 109. Separated embedded derivatives 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 profit or 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/ losses are not subsequently transferred to statement of 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 and loss. The Group has not designated any financial liability as at fair value through profit or loss except contingent consideration.

Financial liabilities at amortised cost (Loans and borrowings)

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR 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 EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings.

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 modification 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

Financial assets and financial liabilities are offset and the net amount is reported in the Consolidated 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.

r. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

s. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of parent company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period.

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

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t. Business Combination 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.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

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..

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.

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A 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 recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

u. Segment reporting

Based on management approach as defined in Indian Accounting Standard 108 – Operating Segment, Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker for evaluation of Group's performance.

v. Dividend

The Group recognises a liability to pay dividend to equity holders of the Group when the distribution is authorised, and the distribution is no longer at the discretion of the Group. As per the local regulations, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

2.2 Significant accounting judgements, estimates and assumptions

The preparation of the Company's Consolidated Financial Statements requires management to make judgements, 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 assets or liabilities affected in future periods.

Other disclosures relating to the Group's exposure to risks and uncertainties includes:

i) Capital management note 38
ii) Financial risk management objectives and policies note 37
iii) Sensitivity analyses disclosures note 37

Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the Consolidated Financial Statements:

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Determining the lease term of contracts with renewal and termination options – Group as a lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements, significant customisation to the leased asset, etc.).

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 Consolidated Financial Statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Share-based payments

While estimating fair value for share-based payment transactions with the employees at grant date, the Group uses a DCF model for employee stock option plan. The assumption and models used for estimating fair value for share based payment transactions are disclosed in note 39.

Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and other post-employment medical benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation 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.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include consideration 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.

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Leases - Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the IBR using observable inputs (such as market interest rates).

2.3 New and amended standards:

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March 2023 to amend the following Ind AS which are effective for annual periods beginning on or after 1 April 2023. The Group applied for the first-time these amendments.

(i) Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on the Group's consolidated financial statements.

(ii) Disclosure of Accounting Policies - Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments had no impact on the Group's consolidated financial statements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases. The Group previously recognised for deferred tax on leases on a net basis. As a result of these amendments, the Group has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since, these balances qualify for offset as per the requirements of paragraph 74 of Ind AS 12, there is no impact in the balance sheet. There was also no impact on the opening retained earnings as at 1 April 2023.

2.4 Amendments not yet effective:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Group.

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Notes to Consolidated Financial Statements for the year ended March 31, 2024
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3.1 Property, plant and equipment

Particulars	Freehold land	Building	Leasehold improvements	Office equipment	Plant and equipment	Electrical Installations	Furniture and fixture	Computers	Vehicles	Total
Gross Block										
At April 01, 2022	**39.71**	**273.67**	**114.33**	**26.55**	**888.85**	**22.03**	**93.78**	**63.66**	**26.49**	1,569.37
Additions	-	79.06	76.26	40.43	352.13	2.21	50.48	35.60	6.42	642.59
Disposals	-	-	0.68	1.39	11.00	-	3.99	6.85	2.75	26.67
At March 31, 2023	**39.71**	**352.73**	**189.91**	**65.59**	**1,229.98**	**24.24**	**140.27**	**92.40**	**30.16**	2,164.99
Additions on account of acquisition of subsidiary (refer note 41 (a) and 41 (b))	-	-	-	0.09	2.76	-	0.82	3.38	-	7.05
Other additions	-	-	22.87	27.61	517.75	1.02	24.84	30.04	2.78	626.91
Disposals	-	-	-	0.79	41.88	-	8.01	3.29	0.02	53.99
At March 31, 2024	**39.71**	**352.73**	**212.78**	**92.50**	**1,708.61**	**25.26**	**157.92**	**122.53**	**32.92**	2,744.97
Accumulated Depreciation										
At April 01, 2022	-	**10.43**	**37.18**	**12.10**	**208.10**	**4.28**	**25.18**	**28.89**	**4.66**	330.82
Charge for the year	-	25.98	21.58	7.75	126.33	4.80	12.48	23.30	6.19	228.41
On disposals	-	-	0.16	0.59	5.06	-	0.71	3.57	0.98	11.07
At March 31, 2023	-	**36.41**	**58.60**	**19.25**	**329.36**	**9.08**	**36.96**	**48.62**	**9.87**	548.16
Charge for the year	-	26.10	32.27	20.08	191.16	2.57	20.42	28.59	5.01	326.20
On disposals	-	-	-	0.65	24.31	-	5.48	3.03	0.00	33.47
At March 31, 2024	-	**62.51**	**90.87**	**38.68**	**496.21**	**11.66**	**51.90**	**74.18**	**14.88**	840.89
Net block										
At March 31, 2023	**39.71**	**316.32**	**131.31**	**46.34**	**900.61**	**15.15**	**103.31**	**43.78**	**20.29**	1,616.83
At March 31, 2024	**39.71**	**290.22**	**121.91**	**53.82**	**1,212.40**	**13.60**	**106.02**	**48.35**	**18.03**	1,904.07

Notes:

(i) The group has elected to continue with the carrying values as at April 01, 2019 i.e., date of transition to Ind AS under previous GAAP for all the items of Property, plant and equipment and accordingly, the net block on that date has been carried as its deemed cost.

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3.2 Capital work-in-progress and Intangible assets under development

Particulars	Capital work-in-progress	Intangible assets under development	Total
Cost			
At April 01, 2022	190.18	13.72	203.90
Additions	540.02	29.76	569.78
Capitalization	543.25	2.19	545.44
Deletion	-	1.54	1.54
At March 31, 2023	186.95	39.75	226.70
Additions	703.35	9.91	713.26
Additions on account of acquisition of subsidiary (refer note 41 (b))	10.28	-	10.28
Capitalization	570.68	47.54	618.22
At March 31, 2024	329.90	2.12	332.02

CWIP ageing Schedule as at March 31, 2023

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	151.55	35.40	-	-	186.95

Project completion schedule for overdue projects as at March 31, 2024 (refer note ii below)

CWIP	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Project in progress	44.64	-	-	-

CWIP ageing Schedule as at March 31, 2024

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	258.66	47.59	-	23.65	329.90

Note:

(i) Capital work-in-progress as at March 31, 2024 of Rs.329.90 million (March 31, 2023: Rs. 186.95 million) comprises expenditure for the property, plant and equipment which are under development and not yet put for use.

(ii) In case of Holding Company, there are 2 projects overdue in terms of timelines and budget as at March 31, 2024. The projects were started between November 2022 to September 2023 and were planned to be completed during the year. Due to complexities involved in installation and performance qualification testing, the projects were not completed during the year. The projects are now on track and are expected to be capitalized in FY 24-25.

(iii) There are no projects for the year ended March 31, 2024 and March 31, 2023 which are temporarily suspended and hence no disclosure is applicable thereof for capital work - in - progress.

Intangible assets under development (IAUD) ageing Schedule as at March 31, 2024

Intangible assets under development	Amount in IAUD for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	1.12	1.00	-	-	2.12

Intangible assets under development (IAUD) ageing Schedule as at March 31, 2023

Intangible assets under development	Amount in IAUD for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	27.57	5.45	1.66	5.07	39.75

Project completion schedule for overdue projects as at March 31, 2023

Intangible assets under development	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Project in progress (refer note below)	15.27	-	-	-

Notes:

(i) Intangible assets under development as at March 31, 2024 is Rs. 2.12 million (March 31, 2023: Rs. 39.75 million) comprise expenditure for the development of software not yet put to use.

(ii) The project of development of cronos software relating to Holding Company was started in March 2017 and was planned to be completed by May 2018. The said software is a customized software which is being developed by the third party vendor. There has been delay in this project on account of customization requirement of the Company, resignation of employee who was handling the said project from the Holding Company's side. The delay was also on account of COVID-19 from March 2020 onwards. The project is now on track and has been capitalized in June 2023.

(iii) There are no projects for the year ended March 31, 2024 and March 31, 2023 which are temporarily suspended and hence no disclosure is applicable thereof for Intangible assets under development.

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3.3 Right of use assets (refer note 35)

Particulars	Land	Office Premises	Total
Gross Block			
At April 01, 2022	81.75	520.74	602.49
Additions	80.14	199.36	279.50
Deletion / termination	-	72.76	72.76
At March 31, 2023	161.89	647.33	809.22
Additions	77.65	215.17	292.82
At March 31, 2024	239.54	862.50	1,102.04
Accumulated Depreciation			
At April 01, 2022	5.73	188.27	194.00
Charge for the year	15.24	96.01	111.25
On deletion / termination	-	16.84	16.84
At March 31, 2023	20.96	267.43	288.41
Charge for the year	18.16	97.47	115.63
At March 31, 2024	39.12	364.90	404.02
Net block			
At March 31, 2023	140.93	379.90	520.82
At March 31, 2024	200.42	497.60	698.02

3.4 Goodwill and Other intangible assets

Particulars	Computer software	Customer relationship	Patent	Development Expenditure	Goodwill	Total
Gross Block						
At April 01, 2022	26.00	231.50	-	-	1,080.58	1,338.09
Additions	37.27	-	-	-	-	37.27
Disposals	3.34	-	-	-	-	3.34
At March 31, 2023	59.93	231.50	-	-	1,080.58	1,372.02
Additions on account of acquisition of subsidiary (refer note 41 (a) and 41 (b))	2.11	4,580.45	0.15	0.22	5,359.40	9,942.32
Other additions	152.00	-	-	-	-	152.00
Foreign currency translation adjustments	-	(10.98)	-	-	(12.85)	(23.83)
Disposals	5.57	-	-	-	-	5.57
At March 31, 2024	208.48	4,800.97	0.15	0.22	6,427.13	11,436.94
Accumulated Amortization						
At April 01, 2022	13.10	20.53	-	-	-	33.63
Charge for the year	11.65	28.94	-	-	-	40.59
On disposals	3.16	-	-	-	-	3.16
At March 31, 2023	21.59	49.47	-	-	-	71.06
Charge for the year	47.74	44.00	-	-	-	91.74
On disposals	4.15	-	-	-	-	4.15
At March 31, 2024	65.18	93.47	-	-	-	158.65
Net block						
At March 31, 2023	38.34	182.03	-	-	1,080.58	1,300.96
At March 31, 2024	143.30	4,696.62	0.15	0.22	6,427.13	11,267.29

The Group has elected to continue with the carrying values as at April 01, 2019 i.e., date of transition to Ind AS under previous GAAP for all the items of other intangible assets and accordingly, the net block on that date has been carried as its deemed cost.

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4.1 **Investment in Joint Venture**

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Investment in equity shares of Joint Venture (subsidiary w.e.f. April 01, 2023) (Unquoted)		
700,000 (March 31, 2023: 350,000) fully paid equity shares of Ingenuity Biosciences Private Limited having face value of Rs. 10 each (subsidiary w.e.f. April 1, 2023) (refer note 40)	-	-
Less: Provision for impairment on non-current investment	-	-
Total non-current investments	-	-
Total non-current investment		
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments	-	-
Aggregate amount of impairment	-	-

4.2 **Current Investments**

Particulars	As at March 31, 2024	As at March 31, 2023
Current		
Investments in units of mutual funds (carried at fair value through profit and loss) (Quoted)		
186,932.64 (March 31, 2023: 332,052.84) Units of ICICI Prudential Savings Fund (Regular Growth)	92.26	151.91
136,190.94 (March 31, 2023: 256,229.87) Units of Aditya Birla Sun Life Low Duration Fund (Regular Growth)	81.85	143.99
141,167.45 (March 31, 2023: 86,990.63) Units of Aditya Birla Sun Life Low Duration Fund (Direct Growth)	93.05	53.19
2,716,494.13 (March 31, 2023: 1,009,713.94) Units of HDFC Low Duration Fund (Direct Growth)	153.98	53.03
46,730.32 (March 31, 2023: 17,319.34) Units of Kotak Low Duration Fund (Direct Growth)	154.04	53.01
42,985.54 (March 31, 2023: 27,464.47) Units of Nippon India Low Duration Fund (Direct Growth)	154.56	91.74
125,188.81 (March 31, 2023: Nil) Units of ICICI Prudential Savings Fund (Direct Growth)	62.53	-
Total current investments	792.27	546.87
Total current investments	792.27	546.87
Aggregate amount of quoted investments and market value thereof	792.27	546.87
Aggregate amount of unquoted investments	-	-
Aggregate amount of impairment	-	-

5 **Trade Receivables**

Particulars	As at March 31, 2024	As at March 31, 2023
Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	1,209.00	1,051.24
Trade receivables which have significant increase in credit risk	46.05	25.50
Trade receivables - credit impaired	41.05	50.50
Impairment allowance (allowance for bad and doubtful debts)		
Unsecured, considered good	-	-
Trade receivables which have significant increase in credit risk	(46.05)	(25.50)
Trade receivables - credit impaired	(41.05)	(50.50)
Total trade receivables	1,209.00	1,051.24

Notes:

Trade receivables are non-interest bearing and are generally on terms of 7-90 days.

For information about credit risk and market risk related to trade receivable, please refer note 37.

No trade or other receivable are due from directors or other officers of the holding company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

For terms and conditions related to related party receivables, refer note 31.

The following table summarizes the change in impairment allowance measured using the life time expected credit loss model:

Particulars	As at March 31, 2024	As at March 31, 2023
At the beginning of the year	76.00	53.08
Provision made during the year	13.26	22.92
Utilized / reversed during the year	(2.16)	-
At the end of the year	87.10	76.00

Trade Receivables ageing schedule as at March 31, 2024

Particulars	Outstanding for following periods from the due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	
(i) Undisputed Trade receivables – considered good	605.52	404.58	129.74	69.16	-	-	1,209.00
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	4.67	1.89	32.92	3.19	0.52	43.19
(iii) Undisputed Trade Receivables – credit impaired	-	0.74	-	13.76	9.73	-	24.23
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	2.24	0.62	-	-	2.86
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	0.20	16.62	16.82
Total	605.52	409.99	133.87	116.46	13.12	17.14	1,296.10

Trade Receivables ageing schedule as at March 31, 2023

Particulars	Outstanding for following periods from the due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	
(i) Undisputed Trade receivables – considered good	608.15	401.64	35.66	5.79	-	-	1,051.24
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	11.61	13.04	0.85	-	25.50
(iii) Undisputed Trade Receivables – credit impaired	-	7.87	4.13	19.92	3.65	8.42	43.99
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	0.61	5.90	6.51
Total	608.15	409.51	51.40	38.75	5.11	14.32	1,127.24

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6 Cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Balance with Banks		
- On current accounts	836.39	367.90
- Deposits with original maturity of less than three months	100.05	-
Cash on hand	2.12	0.81
Total cash and cash equivalents	938.56	368.71

Bank deposits with remaining maturity of less than 3 months as at March 31, 2024 are Rs. 100.05 million (March 31, 2023: Rs. Nil). These deposits are earning interest ranging between 3.00% to 4.80% (March 31, 2023: Nil)

7 Other Bank balances

Particulars	As at March 31, 2024	As at March 31, 2023
Deposits with Original maturity of more than three months but less than twelve months (refer note below)	389.71	31.00
Share application money account	-	213.00
Total other bank balances	389.71	244.00

Note:
Deposits with original maturity of more than three months but less than twelve months as at March 31, 2024 are Rs. 389.71 million (March 31, 2023: Rs. 31 million). These deposits are earning interest ranging between 6.50% to 7.10% (March 31, 2023: 5.45% to 6.80%). Deposits with bank as at March 31, 2024 amounting to nil (March 31, 2023: Rs. 31.00 million) are given as collateral security against cash credit limits. These deposits are made for a varying period for 3 months to 12 months and earns interest of 5.45% to 6.80% (March 31, 2023).

8 Loans

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current		
Unsecured, considered good		
Loan to Joint venture in which the company is a venturer (refer note 2 below) (Subsidiary w.e.f. April 01, 2023)	-	-
Total non-current loans	-	-

Note:
1) Since the above loan given to joint venture (Subsidiary w.e.f. April 01, 2023) is unsecured and considered good, the bifurcation of loan in other categories as required by schedule III of companies Act, 2013 viz: a) Secured b) Loans which have significant increase in credit risk and c) credit impaired is not applicable.
2) Loan given to joint venture (Subsidiary w.e.f. April 01, 2023) amounting to nil (March 31, 2023: Rs 34.00 million) has been written off during the previous year considering the unfavourable financial condition of joint venture (Subsidiary w.e.f. April 01, 2023) (refer note 40).

Disclosure required under Sec 186(4) of the Companies Act 2013
Included in loans and advance are certain intercorporate deposits the particulars of which are disclosed below as required by Sec 186(4) of the Companies Act 2013

Name of loanee	Rate of Interest	Due Date	Secured / Unsecured	As at March 31, 2024	As at March 31, 2023
Ingenuity Biosciences Private Limited*	8% p.a.(P.Y. 6% p.a.)	Loan is repayable at the end of 2 years from the date of agreement. However, the loan may be repaid earlier at any time by the borrower.	Unsecured	-	-

*Netted share of loss amounting to Rs. nil (March 31, 2023: Rs. 26.67 million) and loan written off amounting to Rs. nil (March 31, 2023: Rs. 34.00 million).

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(All amounts in Indian rupees million, unless otherwise stated)

9 **Other financial assets**

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured, Considered good		
Non-Current		
Security Deposits	66.59	59.73
Bank deposits with remaining maturity for more than 12 months (refer note i below)	120.80	323.24
Fair value of call option (refer note 41 (b))	30.63	40.88
Total other non-current financial assets	218.02	423.85
Unsecured, Considered good		
Current		
Contract asset		
- Due from customer (accrued revenue) (refer note 22.2)	1,201.55	240.76
Security deposits	1.80	1.80
Interest accrued on security deposits	0.98	0.38
Export incentive receivable	-	49.36
Bank deposits with remaining maturity for less than 12 months (refer note ii below)	326.73	123.18
Forward Contract	0.62	-
Employee Benefit receivable	0.06	-
Receivable from selling shareholders (refer note 31)	41.72	37.55
Total other current financial assets	1,573.46	453.03
Total other financial assets	1,791.47	876.88
Reconciliation of contract Asset:		
Balance at the beginning of the year	240.76	188.06
Additions on account of acquisition of subsidiary (refer note 41 (a))	937.14	-
Less: Invoicing during the year from balance at the beginning of the year	(200.63)	(148.33)
Less: Written off during the year from balance at the beginning of the year	(4.75)	(13.99)
Add: Contract Assets created during the year	229.03	215.02
Balance at the end of the year	1,201.55	240.76

Notes:

i) Bank deposits with remaining maturity for more than 12 months as at March 31, 2024 are Rs. 120.79 million (March 31, 2023: Rs. 323.24 million). These deposits are made for a period of more than 12 months and earn interest ranging between 3.30% to 7.30% (March 31, 2023: 4.55% to 7.25%). Out of the above, deposits amounting to Rs. 94.14 million as at March 31, 2024 (March 31, 2023: Rs. 81.49 million) are given as security against loans, over draft facilities and bank guarantee.

ii) Bank deposits with original maturity for more than 12 months and with remaining maturity for less than 12 months as at March 31, 2024 are Rs. 326.73 million (March 31, 2023: Rs. 123.18 million). These deposits are made for a period of more than 12 months and earn interest ranging between 6.70% to 7.25% (March 31, 2023: 5.25% to 7.25%). Deposits amounting to Rs. 70.10 million as at March 31, 2024 (March 31, 2023: Rs. 19.16 million) are given as collateral security against cash credit limits and bank guarantee.

10 **Other assets**

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Unsecured, Considered good		
Balance with government authorities (refer note below)	47.82	35.73
Capital advances	16.48	39.97
Prepaid expenses	5.13	4.61
Total other non-current assets	69.43	80.31
Current		
Unsecured, Considered good		
Prepaid expenses	106.37	34.76
Advance to creditors	17.18	15.82
Less: Provision for doubtful advances	-	-
Employee advances	4.67	4.91
Balance with government authorities (refer note below)	374.29	151.50
Others	-	-
Total other current assets	502.50	206.99
Total other assets	571.93	287.30

Note:
Balance with government authorities pertains to amount paid under protest in Service tax amounting to Rs. 9.08 million (March 31, 2023: Rs. 9.08 million), GST amounting to Rs. 3.14 million (March 31, 2023: nil), advance payment of custom duty amounting to Rs. 1.31 million (March 31, 2023: nil) and GST input tax credit receivable (net of liability) amounting to Rs. 140.66 million (March 31, 2023: Rs. 61.41 million).

11 **Income tax assets (net)**

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current		
Advance payment of Income tax (net of provision)	218.02	236.28
Current		
Advance payment of Income tax (net of provision)	89.10	-
Total Income tax assets (net)	307.12	236.28

12 **Inventories (valued at lower of cost and net realizable value)**

Particulars	As at March 31, 2024	As at March 31, 2023
Consumables	111.29	97.54
Less : Provision for non moving & slow moving inventory	(33.39)	(26.46)
Total inventories	77.90	71.08

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13.1 Equity share capital

Particulars	Equity shares	
	No. of Shares	Amount
Authorised equity shares of Rs. 2 each		
As at March 31, 2022	18,22,03,400	364.41
Change during the year	-	-
As at March 31, 2023	18,22,03,400	364.41
Change during the year	-	-
As at March 31, 2024	18,22,03,400	364.41

Particulars	Equity shares	
	No. of Shares	Amount
Issued, subscribed and fully paid up equity shares of Rs. 2 each		
As at March 31, 2022	5,28,93,986	105.78
Changes due to prior period errors	-	-
Change during the year	-	-
As at March 31, 2023	5,28,93,986	105.78
Changes due to prior period errors	-	-
Change during the year	1,01,05,860	20.21
As at March 31, 2024	6,29,99,846	125.99

Terms/ rights attached to equity shares

In respect of ordinary shares, voting rights shall be in the same proportion as the capital paid upon such ordinary share bears to the total paid up ordinary capital of the holding company. The dividend proposed by the board of directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the shareholders of Ordinary shares are eligible to receive the remaining assets of the holding company after distribution of all preferential amounts, in proportion to their shareholdings.

Details of shareholders holding more than 5% Equity shares in the Holding Company

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of shares	% holding	No. of shares	% holding
Equity shares of Rs. 2 each (refer above note)				
Basil Private Limited	2,22,51,712	35.32%	2,22,51,712	42.07%
Bondway Investment Inc.	1,28,80,580	20.45%	1,31,30,580	24.82%
Sabre Partners AIF Trust	27,60,840	4.38%	27,60,840	5.22%

13.2 Shares held by Holding Company

Name of the shareholder	As at March 31, 2024		As at March 31, 2023	
	No. of shares	Amount	No. of shares	Amount
Basil Private Limited				
Equity shares of Rs. 2 each (refer above note)	2,22,51,712	44.50	2,22,51,712	44.50

13.3 Aggregate number of equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

Particulars	For the year ended March 31, 2024 (Number)	For the year ended March 31, 2023 (Number)	For the year ended March 31, 2022 (Number)	For the year ended March 31, 2021 (Number)	For the year ended March 31, 2020 (Number)
Issue of fully paid equity shares of Rs. 2 each as bonus shares	-	-	4,24,35,910	-	-
Issue of equity share of Rs 2 each for investment in Health Data Specialists (Holdings) Limited	36,32,310	-	-	-	-
Issue of equity share of Rs 2 each for investment in Bioneeds India Private Limited	-	-	28,39,864	-	-

13.4 Equity Shareholding of Promoters as at March 31, 2023

Promoter Name	Class of share	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% change during the year
Basil Private Limited	Equity shares of Rs. 2 each fully paid	2,22,51,712	-	2,22,51,712	42.07	-
Total		2,22,51,712	-	2,22,51,712	42.07	-

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13.5 Equity Shareholding of Promoters as at March 31, 2024

Promoter Name	Class of share	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total shares	% change during the year *
Basil Private Limited	Equity shares of Rs. 2 each fully paid	2,22,51,712	-	2,22,51,712	35.32	(6.75)
Total		2,22,51,712	-	2,22,51,712	35.32	(6.75)

* % change is on account of new shares issued to shareholders other than promotors.

13.6 Employees Stock Option Scheme

1,191,094 equity shares (March 31, 2023: 1,289,970 equity shares) of the face value Rs.2 each are reserved under Employee Stock Option Plan of the company which are outstanding as on reporting date. (refer note 31 and note 39).

14 Other Equity

Particulars	As at March 31, 2024	As at March 31, 2023
Securities premium		
Balance at the beginning of the year	3,703.48	3,703.48
Changes due to accounting policy or prior period errors	-	-
On issue of equity shares during the year	3,885.01	-
Utilized towards expenses on fresh issue of equity shares	(62.16)	-
Balance at the end of the year	7,526.33	3,703.48
Capital reserve		
Balance at the beginning of the year	(1,077.39)	(730.49)
Changes due to accounting policy or prior period errors	-	-
Change on account of additional stake purchased from non-controlling interest of subsidiary	(234.70)	(346.90)
Capital reserve generated on account of acquisition of subsidiary (refer note 41(b))	2.14	-
Balance at the end of the year	(1,309.95)	(1,077.39)
Share options outstanding reserve		
Balance at the beginning of the year	28.39	24.21
Changes due to accounting policy or prior period errors	-	-
Adjustment on forfeiture of ESOP	(0.29)	(0.64)
Options granted to joint venture during the year (refer note 31 and note 39)	-	0.02
Options granted to subsidiary during the year (refer note 31 and note 39)	(0.08)	-
Compensation for options granted during the year (refer note 39)	(0.07)	4.80
Balance at the end of the year	27.95	28.39
Share application money pending allotment		
Balance at the beginning of the year	213.00	-
Changes due to accounting policy or prior period errors	-	-
Share application money received	-	213.00
Share application money utilized for allotment of shares	(213.00)	-
Balance at the end of the year	-	213.00
Surplus in the statement of profit and loss		
Balance at the beginning of the year	1,598.34	1,198.62
Changes due to accounting policy or prior period errors	-	-
Profit / (loss) for the year (net of taxes)	(2.21)	401.15
Other comprehensive profit / (loss) for the year (net of taxes)	(3.20)	(2.08)
Adjustment on forfeiture of ESOP	0.29	0.64
Balance at the end of the year	1,593.23	1,598.34
Foreign Currency Translation Reserve		
Balance at the beginning of the year	-	-
Changes due to accounting policy or prior period errors	-	-
Exchange differences on translation of foreign operations	11.36	-
Balance at the end of the year	11.36	-
Shares to be issued on account of business combination		
Balance at the beginning of the year	-	-
Changes due to accounting policy or prior period errors	-	-
Addition (Refer to note 41(a))	2,624.79	-
Balance at the end of the year	2,624.79	-
Total other equity	10,473.70	4,465.82

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(All amounts in Indian rupees million, unless otherwise stated)

14 Other Equity (continued)

Particulars	As at March 31, 2024	As at March 31, 2023
Non-controlling interest		
Balance at the beginning of the year	57.73	71.22
Profit / (loss) for the year (net of taxes)	(1.37)	23.08
Other comprehensive Income / (loss) for the year (net of taxes)	(0.30)	0.22
Change on account of additional stake purchased from non-controlling interest of subsidiaries	(5.75)	(36.79)
Balance at the end of the year	50.31	57.73

Nature and purpose of reserves:

(1) **Securities Premium:** In cases where the holding Company issues shares at a premium, whether for cash or otherwise, a sum equal to the aggregate amount of the premium received on those shares has been transferred to "Securities Premium". The holding Company may issue fully paid-up bonus shares to its members out of the securities premium and to buy-back of shares.

(2) **Capital reserve:** It represents reserve created on acquisition of additional stake of Bioneeds India Private Limited and Ingenuity Biosciences Private Limited during the year ended March 31, 2024 of 4.00% (year ended March 31, 2023 - 11.90%) and 50.00% (year ended March 31, 2023 - Nil) respectively from non-controlling shareholders. The amount is not available for distribution to shareholders.

(3) **Share options outstanding reserve :** The share options based payment reserve is used to recognize the grant date fair value of options issued to employees under employee stock option plan.

(4) **Surplus in statement of profit and loss:** Surplus in statement of profit and loss are the profits / (losses) that the Group has earned / incurred till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained earnings include re-measurement loss / (gain) on defined benefit plans, net of taxes that will not be reclassified to the statement of profit and loss. Retained earnings is a free reserve available to the Group and eligible for distribution to shareholders, in case where it is having positive balance representing net earnings till date.

(5) **Share Application Money Pending Allotment:** It represents application money received on account of private placement offer against which shares has been allotted during the year.

(6) **Foreign Currency Translation Reserve:** Exchange differences arising on translation of the foreign operations are recognised in other comprehensive income as described in accounting policy and accumulated in a separate reserve within equity.

(7) **Shares to be issued on account of business combination (refer note 41(a)):** The Shares to be issued on account of business combination represents the equity shares that will be issued in future as a settlement of purchase consideration for acquisition made during the year.

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Financial liabilities

15 Borrowings

Particulars	As at March 31, 2024	As at March 31, 2023
Non-current borrowing		
Secured		
Term loans from bank		
Indian Rupee loan from bank (refer note 1 below)	14.86	37.03
Foreign currency loan from bank (refer note 2 to 5 below)	217.81	343.46
Term loan from other parties		
Foreign currency loan from other parties (refer note 7 below)	2,267.25	-
	2,499.92	**380.49**
Less: Current maturities of long term borrowings clubbed under "Current borrowings"		
Indian Rupee loan from bank (refer note 1 below)	(14.86)	(22.18)
Foreign currency loan from bank (refer note 2 to 5 below)	(85.28)	(99.19)
Total non-current borrowings	**2,399.78**	**259.12**
Current Borrowings		
Secured		
Current maturities of long term borrowings		
Term loans from banks		
Indian Rupee loan from banks (refer note 1 below)	14.86	22.18
Foreign currency loan from bank (refer note 2 to 5 below)	85.28	99.19
Loans repayable on demand		
Cash credit from bank (refer note 6 below)	116.93	105.25
Total current borrowings	**217.07**	**226.62**
Total borrowings	**2,616.85**	**485.74**

Particulars	As at March 31, 2024	As at March 31, 2023
Aggregate secured loan	2,616.85	485.74
Aggregate unsecured loan	-	-

Details of terms and securities for the above borrowing facilities are as follows:

1	The term Loan amounting to Rs. 67 million from Canara bank is taken to build up current assets and meet operational liabilities. The term loan is secured by assets created out of the credit facilities extended. The outstanding balance of the term loan as at March 31, 2024 is of Rs. 14.86 million (March 31, 2023: Rs. 37.22 million).The loan carries interest rate linked to one year RLLR (Repo Linked Lending Rate) plus spread of 0.60%. The effective interest rate is 9.25% (March 31, 2023: 9.85%). The loan is repayable in 36 monthly installments commencing from December 2021.
2	The term Loan amounting to Rs. 270 million from Canara bank was taken for purchase of undertaking expansion of Pre-clinical and Chemistry Services located at Devarahosalli and Peenya by way of construction of building, purchase of equipments, setting up of Kilo labs etc. and was secured by hypothecation of utilities, lab furnitures, plant & equipment, furniture, computer and scientific instruments at Devarahosalli - Sompura hobli, Nelamangala and Peenya - Bangalore unit. The loan carried interest rate linked MCLR plus spread of 1.15%. The effective interest rate was 10.50% till the conversion in foreign currency loan during the year ended March 31, 2022. During the year ended March 31, 2022, outstanding Indian Rupee term loan of Rs 267.67 million has been liquidated by obtaining the foreign currency term loan of USD 3,561,760 from the Canara Bank. The said loan carries interest rate linked to six months LIBOR + 350 bps. The loan is also secured by personal guarantee of Dr. S.N Vinaya Babu (KMP of subsidiary company), Mr. Kiran Kumar (KMP of subsidiary company) & Smt. H.N Sowmya (relative of KMP of subsidiary company)and collateral security of land & building. The outstanding balance of the term loan as at March 31, 2024 is USD 1,960,946 equivalent to Rs.162.38 million (March 31, 2023: USD 2,671,586 equivalent to Rs. 219.65 million). The effective interest rate for the borrowing post conversion to foreign currency term loan is 8.97% (March 31, 2023: 3.65%). The foreign currency term loan is repayable in 60 monthly instalments commencing from January 2022.

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Financial liabilities

15 Borrowings (continued)

3	The term loan amounting to Rs. 56 million from Canara bank was taken for purchase of Scientific equipments & lab furniture. The term loan was secured by hypothecation of utilities, lab furnitures, plant & equipment, furniture, computer and scientific instruments at Devarahosalli - Sompura hobli, Nelamangala and Peenya - Bangalore unit.The loan carried interest rate linked to one year MCLR plus spread of 1.15%. The effective interest rate was 8.50% till the conversion in foreign currency loan during the year ended March 31, 2022. During the year ended March 31, 2022, outstanding Indian Rupee term loan of Rs 8.15 million has been liquidated by obtaining the foreign currency term loan of USD 108,463 from Canara Bank. The said loan carries interest rate linked to six months LIBOR + 350 bps. The same is secured against hypothecation of land, building, plant and equipment of subsidiary company. The loan is also secured by personal guarantee ofDr. S.N Vinaya Babu (KMP of subsidiary company), Mr. Kiran Kumar (KMP of subsidiary company) & Smt. H.N Sowmya (relative of KMP of subsidiary company) and collateral security of land & building of subsidiary company. The effective interest rate for the borrowing post conversion to foreign currency term loan as on March 31, 2023 is 3.65%. The same is fully repaid by the subsidiary company during the year ended March 31, 2023.
4	The term loan amounting to Rs. 90 million from Canara bank was taken to finance the project for expansion of the subsidiary company's business in the Biopharmaceutical sector and is secured by hypothecation of utilities, lab furnitures, plant & equipment, furniture, computer and scientific instruments at Devarahosalli - Sompura hobli, Nelamangala and Peenya - Bangalore unit. The loan carried interest rate linked to one year MCLR plus spread of 1.15%. The effective interest rate was 8.50% till the conversion in foreign currency loan during the year ended March 31, 2022. During the year ended March 31, 2022, outstanding Indian Rupee term loan of Rs 59.11 million has been liquidated by obtaining the foreign currency term loan of USD 786,581 from Canara Bank. The said loan carries interest rate linked to to six months LIBOR + 350 bps. The same is secured against hypothecation of plant & machinery, lab equipment, furniture & computer of subsidiary company. The loan was also secured by personal guarantee of Dr. S.N Vinaya Babu (KMP of subsidiary company), Mr. Kiran Kumar (KMP of subsidiary company) & Smt. H.N Sowmya (relative of KMP of subsidiary company). The outstanding balance of the term loan as at March 31, 2024 is Nil (March 31, 2023 : USD 550,657 equivalent to Rs. 45.27 million). The effective interest rate for the borrowing post conversion to foreign currency term loan is 8.85% (March 31, 2023: 3.65%). The same is fully repaid by the subsidiary company during the year ended March 31, 2024.
5	The term loan amounting to Rs. 110 million from Canara bank was taken to meet working capital requirements of the subsidiary company and is secured by stock and book debts, hypothecation of utilities, lab furnitures, plant & machinery, lab equipment, furniture, computer, land & building and scientific instruments at Devarahosalli - Sompura hobli, Nelamangala and Peenya - Bangalore unit. The loan was also secured by personal guarantee of Dr. S.N Vinaya Babu (KMP of subsidiary company), Mr. Kiran Kumar (KMP of subsidiary company) & Smt. H.N Sowmya (relative of KMP of subsidiary company). The loan carried interest rate linked to one year MCLR plus spread of 1.00% and term Premia of 0.40%. The effective interest rate was 8.50% till the conversion in foreign currency loan during the year ended March 31, 2022. During the year ended March 31, 2022, outstanding Indian Rupee term loan of Rs 103.82 million has been liquidated by obtaining the foreign currency term loan of USD 1,381,491 from Canara Bank. The said loan carries interest rate linked to to six months LIBOR + 350 bps. The same is secured against hypothecation of plant & machinery, lab equipment, furniture & computer of subsidiary company. The loan is also secured by personal guarantee of Dr. S.N Vinaya Babu (KMP of subsidiary company), Mr. Kiran Kumar (KMP of subsidiary company) & Smt. H.N Sowmya (relative of KMP of subsidiary company) and collateral security of land & building of subsidiary company. The outstanding balance of the term loan as at March 31, 2024 is USD 664,821 equivalent to Rs. 55.43 Million (March 31, 2023: USD 983,086 equivalent to Rs. 80.83 million). The effective interest rate for the borrowing post conversion to foreign currency term loan is 8.97% (March 31, 2023: 3.65%). The foreign currency term loan is repayable in 52 monthly instalments commencing from January 2022.
6	Cash Credit from Canara Bank amounting to Rs.125 million is secured by Hypothecation of stocks & Book Debts, Plant & equipment, Furniture & Fixture and 2 Eicher Buses of subsidiary company. The outstanding balance of the facility as at March 31, 2024 is Rs.116.93 million (March 31, 2023: 105.25 million). The cash credit facility carries interest rate linked to one year RLLR of 9.25% Plus spread of 1.60%.(March 31, 2023: RLLR of 9.40% Plus spread of 1.60%). The effective interest rate is 10.85%. (March 31, 2023: 11.00%).
7	Loan from GLAS Trust Corp as at March 31, 2024 amounting to Rs. 2267.25 million (March 31, 2023: Nil) is secured by way of corporate guarantee (refer note 32) & carries interest rate linked to quarterly EURIBOR of 3.92% Plus spread of 3.50% and is repayble over the tenure of 5 years till March 31, 2029.

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16 Trade payables

Particulars	As at March 31, 2024	As at March 31, 2023
Total outstanding dues of creditors	654.82	221.70
Total	654.82	221.70

Terms and conditions of the above outstanding balances:
Trade payables are non-interest bearing and are normally settled in 30-180 days.
For explanation on company's credit risk management process, refer note 37.
For terms and conditions with related party, refer note 31.

Trade Payables ageing schedule as at March 31, 2024

Particulars	Outstanding for following periods from the date of transaction#					Total
	Unbilled	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) Trade Payables - others	484.43	170.37	0.01	0.01	-	654.82
(ii) Trade Payables - disputed	-	-	-	-	-	-
Total	484.43	170.37	0.01	0.01	-	654.82

Considering the availability of data, the above ageing is considered from the date of recording the transaction instead of due date. Consequently, there are no 'not due' creditors balance disclosed.

Trade Payables ageing schedule as at March 31, 2023

Particulars	Outstanding for following periods from the date of transaction#					Total
	Unbilled	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
(i) Trade Payables - others	80.54	140.22	0.93	*	-	221.70
(ii) Trade Payables - disputed	-	-	-	-	-	-
Total	80.54	140.22	0.93	-	-	221.70

* Figure nullified in conversion of Rupees in million.
# Considering the availability of data, the above ageing is considered from the date of recording the transaction instead of due date. Consequently, there are no 'not due' creditors balance disclosed.

17 Other financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current		
Financial liabilities carried at amortized cost		
Security deposits	0.50	0.50
Financial liabilities carried at fair value through profit & loss		
Consideration payable for business combination (refer note 41(b))	705.04	-
Total non-current other financial liabilities	705.54	0.50
Current		
Financial liabilities carried at amortized cost		
Interest accrued but not due on borrowings	13.17	0.12
Creditors for capital goods (refer note below)	80.68	54.35
Employee benefits payable	150.17	118.97
Other payables	1.02	0.72
Refund liability to customers	55.38	50.14
Financial liabilities carried at fair value through profit & loss		
Consideration payable for business combination (refer note 41(b))	2,177.20	-
Forward contracts	-	9.36
Total current other financial liabilities	2,477.62	233.66
Total other financial liabilities	3,183.16	234.16

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18 Other current liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Contract liabilities		
- Due to customer (excess billing over revenue) (refer note 22.2)	1,560.00	941.28
- Advance from customers	12.50	16.27
Statutory dues payable	62.57	39.39
Others	0.25	0.25
Total other current liabilities	**1,635.32**	**997.19**

Reconciliation of contract liability:

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	957.55	749.36
Additions on account of acquisition of subsidiary (refer note 41(a))	791.25	-
Less: Revenue recognized during the year from balance at the beginning of the year	(791.52)	(637.88)
Add: Contract liabilities created during the year	615.22	846.07
Balance at the end of the year	**1,572.50**	957.55

19 Provisions

Particulars	As at March 31, 2024	As at March 31, 2023
Non-Current		
Provision for employee benefit		
Gratuity (refer note 30)	67.38	52.74
Compensated absence	38.60	14.09
Total non-current provisions	**105.98**	**66.83**
Current		
Provision for employee benefit		
Gratuity (refer note 30)	16.94	14.14
Compensated absence	12.65	7.60
Provision for indirect taxes	0.38	0.39
Total current provisions	**29.97**	22.13
Total provisions	**135.95**	88.96

20 Income tax liabilities (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Income tax liability (net)	23.00	7.58
Total income tax liabilities (net)	**23.00**	7.58

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21 Tax expense

The major components of income tax expense for the year ended March 31, 2024 and March 31, 2023 are:

(A) Profit and loss section

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Current income tax charge:		
Current income tax	97.98	192.79
Adjustment of tax relating to earlier years	(8.19)	(2.93)
Deferred tax		
Relating to origination and reversal of temporary differences	(53.62)	(19.29)
Total tax expense reported in the statement of profit and loss	**36.17**	**170.57**

(B) Other comprehensive income (OCI) section

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Deferred tax related to items recognized in OCI during the year		
Net loss on remeasurement of defined benefit plans	1.18	0.62
Deferred tax charged to OCI	**1.18**	**0.62**

(C) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for year ended March 31, 2024 and March 31, 2023:

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Profit before tax	32.59	594.80
Tax using the Company's domestic tax rate	25.17%	25.17%
Expected income tax expense as per applicable taxes	**8.20**	**149.71**
Adjustments		
Non-deductible expenses	16.22	20.01
Adjustment of tax relating to earlier years	(8.19)	2.93
Income / (Loss) chargeable at different tax rate	23.23	-
Others	(3.29)	(2.08)
Tax expense as per consolidated statement of profit and loss	**36.17**	**170.57**

(D) Balance Sheet section

Particulars	As at March 31, 2024	As at March 31, 2023
Income tax assets (net) (Non Current)	218.02	236.28
Income tax assets (net) (Current)	89.10	-
Income tax liabilities (net) (Current)	23.00	7.58

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21 Tax expense (continued)

(E) Deferred tax

Particulars	Balance sheet		Statement of Profit and Loss		OCI	
	As at March 31, 2024	As at March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2024	For the year ended March 31, 2023
Deferred tax relates to the following						
Difference between depreciable assets as per books of accounts and written down value for tax purpose	22.80	30.98	8.18	(0.45)	-	-
Employee benefits	34.12	22.29	(10.65)	1.21	(1.18)	(0.62)
Right of use assets	(169.81)	(162.49)	7.32	6.34	-	-
Lease liabilities	208.34	197.17	(11.17)	(11.62)	-	-
Restatement of mutual fund	(15.60)	(9.16)	6.44	6.26	-	-
Provision for doubtful loans, reimbursement receivable and capital advances	30.32	27.97	(2.35)	(12.47)	-	-
Fair value gain on investment	(78.06)	(78.06)	-	-	-	-
Fair valuation on property, plant and equipment and intangible assets on acquisition of subsidiary	(41.75)	(66.56)	(24.81)	(9.34)	-	-
Addition on account of acquisition (refer note 41 (a))	(572.56)	-	-	-	-	-
FCTR of deferred tax on foreign operations	2.55	-	-	-	-	-
Deferred tax on losses of subsidiary	22.14	-	(22.14)	-	-	-
Others	4.93	0.49	(4.44)	0.79	-	-
Net deferred tax assets / (liabilities)	**(552.58)**	**(37.37)**	**(53.62)**	**(19.29)**	**(1.18)**	**(0.62)**

Net deferred tax assets / (liabilities) :

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax Assets (net)	122.58	-
Deferred tax liabilities (net)	(675.16)	(37.37)
Net deferred tax assets / (liabilities)	**(552.58)**	**(37.37)**

Reconciliation of deferred tax assets / (liabilities) (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Opening balance as at beginning of the year	**(37.37)**	**(57.30)**
Tax income / (expense) during the year recognized in statement of profit and loss	53.62	19.29
Tax income / (expense) during the year recognized in OCI	1.18	0.62
Additions on account of acquisition of subsidiary (refer note 41 (a))	(572.56)	-
FCTR of deferred tax on foreign operations	2.55	-
Closing balance as at end of the year	**(552.58)**	**(37.37)**

Note:
The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off deferred tax assets and deferred tax liabilities that relate to income taxes levied by the same tax authority.

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22 **Revenue from operations**

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from operations		
Sale of services	3,882.63	4,086.13
Other operating revenue		
Export incentives revenue	5.14	9.65
Total revenue from operations	3,887.77	4,095.78

22.1 Revenue from contract with customers

Set out below is the disaggregation of the Group's revenue from contract with customer

(i) Geographical location of customer

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
India	1,224.98	1,111.06
US	427.15	865.63
Greece	473.00	404.44
Others	1,757.50	1,704.98
Total	3,882.63	4,086.13

(ii) Timing of revenue recognition

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Services transferred over time	2,960.96	2,961.53
Services transferred at a point in time	921.67	1,124.60
Total	3,882.63	4,086.13

22.2 Contract balances

The below table provides information about trade receivables, contract assets and contract liabilities from the contracts with customers:

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Trade receivables (refer note 5)	1,209.00	1,051.24
Contract Assets (refer note 9)		
- Due from customer (accrued revenue)	1,201.55	240.76
Contract Liabilities (refer note 18)		
- Advance from customer	12.50	16.27
- Due to customer (excess billing over revenue)	1,560.00	941.28

Contract assets relates to revenue earned from ongoing clinical services. As such, the balances of this account vary and depend on the number of clinical services at the end of the year.

Trade receivables are recognized when the right to consideration becomes unconditional. These are non interest bearing generally on the terms of 7-90 days. Group has receivable from its customers for the sale of services to its customers. In March 31, 2024: Rs.13.26 Million (March 31, 2023: Rs. 22.92 million) is recognized as provision (net of reversal) for significant increase in credit risk and credit impairment of trade receivables.

Contract liabilities includes short-term advances received for providing clinical services and excess billing to customer based on invoice raised for which clinical services are yet to be rendered. Contract liabilities are recognized as revenue when the Group satisfies the performance obligation.

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22 Revenue from operations (continued)

22.3 Reconciling the amount of revenue recognized in the Statement of Profit and Loss with the contracted price

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Revenue as per contracted price	4,009.70	4,250.87
Adjustments		
Rebate payable to customer	(4.80)	(9.24)
Credit notes issued due to change in performance obligation	(122.27)	(155.50)
Net revenue from contract with customers	**3,882.63**	**4,086.13**

22.4 Information about Group's performance obligation are summarized below:

The Group exercise judgement in determining the timing when the performance obligation is satisfied. The Group considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc. For the majority of contract performance obligations, the Company has determined that an output method is appropriate measure of progress. Revenue recognition is determined by assessing the performance completed or delivered to date under the terms of the arrangement. The measures utilized to assess progress on the satisfaction of performance are specific to the performance obligation identified in the contract.

22.5 Information about major customers:

For information about major customers, refer note 34.

23 Other income

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Interest income on		
-Bank deposits	114.64	15.41
-Security deposits	3.67	2.99
-Income tax refund	2.12	0.88
-Others	2.93	0.01
Net gain on sale of investment in mutual funds	45.42	40.13
Liabilities no longer required written back	17.06	10.47
Net Gain on foreign currency transactions	3.40	26.41
Net gain on mark to market of outstanding forward contract	0.20	-
Gain on lease termination	0.24	7.48
Government Grant income	1.41	0.17
Rent income	-	0.70
Gain on fair value of call option	-	1.41
Miscellaneous income	1.04	0.25
Total	**192.13**	**106.32**

24 Cost of material consumed

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Opening stock of consumables	97.56	84.51
Purchases during the year	388.13	342.92
Add :- addition on account of acquisition of business (refer note 41(a) and 41(b))	7.58	-
Less: closing stock of consumables	(111.29)	(97.56)
Total	**381.99**	**329.87**

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25 Employee benefits expenses

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Salary, bonus and allowances	1,170.48	1,003.59
Employee stock option expenses (refer note 39)	(0.08)	4.80
Contributions to provident and other funds (refer note 30)	54.48	47.90
Staff welfare expenses	39.52	35.53
Total	**1,264.40**	**1,091.82**

26 Finance Costs

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Interest expense on		
-Borrowings	52.69	25.31
-Delayed payment of income tax and other statutory dues	2.79	8.29
-Lease liabilities (refer note 35)	80.23	66.32
-Others	-	0.02
Exchange differences on borrowings	4.61	33.50
Other charges (processing fees, bank commission)	5.63	5.38
Total	**145.95**	**138.82**

27 Clinical and Analytical research expenses

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Screening expenses of subjects	77.41	94.83
Subject participation expense	281.42	326.04
Food and refreshment expenses of subjects	29.50	32.62
Investigator Charges	159.23	245.48
Data Management outsource services	11.52	18.35
Bio analytical research expenses	28.96	39.07
Project approval charges	64.69	48.87
Phlebotomists, nurses and doctors fees	35.89	39.04
Others	50.70	94.95
Total	**739.32**	**939.25**

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28 Other expenses

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Testing charges	6.48	3.88
Marketing and business promotion expenses	58.94	52.73
Travelling and conveyance expense	13.43	12.66
Rent expenses (refer note 35)	3.67	0.97
Water, Power and Fuel Charges	133.16	101.64
Legal and professional expenses	270.64	95.26
Contractor expenses	103.86	95.84
Insurance expenses	15.05	15.70
Communication expenses	7.25	6.08
Repairs and maintenance		
-Buildings	16.83	14.56
-Plant and machinery and lab equipments	71.33	62.45
-others	31.41	30.00
Renewal charges of software and licence	34.09	16.89
Rates and taxes	89.19	39.50
Donations	0.29	0.14
Expenditure towards CSR activities	14.21	9.31
Printing, stationery and courier expense	5.31	25.74
Bad debts and contract asset written off (net of provision)	4.75	13.99
Loss on disposal of property, plant and equipment	4.16	0.45
IPO expenses	2.76	10.03
Provision for doubtful debts	13.26	22.92
Loss on fair value of call option	2.67	-
Technology Transfer & Advisory Services	11.92	-
Loss on sale of assets	14.30	-
Provision for non moving & slow moving inventory	6.90	26.48
Property, plant and equipment and capital work in progress written off	16.08	14.45
Other receivables written off	0.15	0.79
Net loss on mark to market of outstanding forward contract	-	9.36
Miscellaneous expenses	29.99	18.80
Total	**982.08**	**700.62**

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29 Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Holding Company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Holding Company by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following table reflects the income and earnings per share data used in the basic and diluted EPS computation:

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Profit / (loss) after tax attributable to equity shareholders for the year	(2.21)	401.15
Nominal value of equity share (Amount in Rs.)	2	2
Total number of equity shares	6,29,99,846	5,28,93,986
Weighted average number of equity shares	5,75,93,144	5,28,93,986
Effect of dilution:		
Dilutive effect of stock options granted under ESOP	1,15,807	1,22,896
Weighted average number of shares adjusted for the effect of dilution	5,77,08,951	5,30,16,882
Earning per equity share (Amount in Rs.)		
Basic earnings per share	(0.04)	7.58
Diluted earnings per share	(0.04)	7.57

30 Disclosure for employee benefits

A. Defined contribution plan

Amount recognized as expenses and included in note 25 "Employee benefit expenses"

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Contribution to Provident Fund	31.63	29.76
Contribution to Employee state insurance	2.13	2.46
Total	33.76	32.22

B. Defined benefit plan

The Group has following post employment benefit which is in the nature of defined benefit plan:

Gratuity

The Group provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service calculated on actuarial basis. The gratuity plan is a funded plan to the extent balance available in Gratuity Account maintained with bank and Life Insurance Corporation of India. Balance available in such accounts as at March 31, 2024 is Rs. 25.54 million (March 31, 2023: Rs.20.37 million).

I. Reconciliation of defined benefit obligation

Particulars	As at March 31, 2024	As at March 31, 2023
Opening defined benefit obligation	87.26	74.30
Current service cost	13.85	11.86
Interest cost	2.69	4.68
Components of actuarial gain/(losses) on obligation		
- Due to Change in financial assumptions	(0.21)	(2.40)
- Due to experience adjustments	5.12	(0.59)
Benefits paid	1.16	6.57
Closing defined benefit obligation	109.87	87.26

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(All amounts in Indian rupees million, unless otherwise stated)

30 Disclosure for employee benefits (continued)

ii. Reconciliation of the Fair value of Plan assets

Particulars	As at March 31, 2024	As at March 31, 2023
Opening value of plan assets	20.37	12.92
Interest income	1.53	0.91
Return on plan assets excluding amounts included in interest income	0.22	0.50
Contributions by employer	3.97	8.16
Benefits paid	(0.55)	(2.12)
Closing value of plan assets	**25.55**	**20.37**

iii. Net liability / (Asset) recognized in the Balance Sheet

Particulars	As at March 31, 2024	As at March 31, 2023
Present Value of Defined Benefit Obligations	109.87	87.26
Fair Value of Plan assets	(25.55)	(20.37)
Net liability / (Asset) recognized in the Balance Sheet	**84.32**	**66.89**

iv. Expenses recognized in Statement of Profit and Loss

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Current service cost	13.85	11.86
Net interest cost	1.16	3.77
Net Gratuity cost recognized in the Statement of Profit and Loss	**15.01**	**15.63**

v. Other Comprehensive Income

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Actuarial gains / (losses)		
- Due to Change in financial assumptions	(0.21)	(2.40)
- Due to experience adjustments	5.12	(0.59)
Return on plan assets, excluding amount recognized in net interest expense	(0.23)	0.50
Components of defined benefit costs recognized in other comprehensive income	**4.68**	**(2.48)**

vi. The major categories of plan assets as a percentage of the fair value of total plan assets

Particulars	As at March 31, 2024	As at March 31, 2023
Bank balance (escrow account)	0.31%	0.34%
Policy of insurance	99.69%	99.66%
Total	100.00%	100.00%

The principal assumptions used in determining gratuity obligations for the Company's plan are shown below:

Particulars	As at March 31, 2024	As at March 31, 2023
Discount rate	7.20% p.a.	7.35% p.a.
Future salary increase	10.00% p.a	10.00% p.a.
Employee turnover	20.00% - 25.00% p.a. at younger ages reducing to 0.00% - 10.00% p.a. at older ages	20.00% - 25.00% p.a. at younger ages reducing to 0.00% - 5.00% p.a. at older ages
Mortality rate	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)

Sensitivity analysis for significant assumption is as under:

Particulars	Sensitivity level	Increase / (decrease) in defined benefit obligation	
		Year ended March 31, 2024	Year ended March 31, 2023
Discount rate	0.5% increase	(3.44)	(2.72)
	0.5% decrease	3.66	2.91
Salary increase	0.5% increase	3.54	2.81
	0.5% decrease	(3.37)	(2.66)
Employee turnover	Change by 10% upward	(2.02)	(1.56)
	Change by 10% downward	2.28	1.78

The following are the expected future benefit payments for the defined benefit plan (Undiscounted):

Particulars	As at March 31, 2024	As at March 31, 2023
Within the next 12 months (next annual reporting period)	18.19	10.12
Between 2 and 5 years	46.05	42.72
Between 6 and 10 years	41.26	33.13

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31 Related party transactions

As per the Indian Accounting Standard on "Related Party Disclosures" (Ind AS 24), the related parties of the company are as follows:

Name of related parties and their relationship

Holding Company
Basil Private Limited

Subsidiary Companies
Bioneeds India Private Limited
Ingenuity Biosciences Private Limited (Joint venture upto March 31, 2023) (Wholly owned subsidiary w.e.f. April 1, 2023)
Veeda Clinical Research Ireland Limited (Wholly owned subsidiary w.e.f. December 1, 2023)
Health Data Specialists (Holdings) Limited (Wholly owned subsidiary w.e.f. March 26, 2024)

Step-down Subsidiary Companies
Amthera Life Sciences Private Limited (Wholly owned subsidiary of Bioneeds India Private Limited)
Health Data Specialists Single Member S.A. (Wholly owned Subsidiary of Health Data Specialists (Holdings) Limited w.e.f. March 26, 2024)
Health Data Specialists Ireland Limited (Wholly owned subsidiary of Health Data Specialists (Holdings) Limited w.e.f. March 26, 2024)
Health Data Specialists S.r.l. (Wholly owned subsidiary of Health Data Specialists Ireland Limited w.e.f. March 26, 2024)
Health Data Specialists USA Inc. (Wholly owned Subsidiary of Health Data Specialists Ireland Limited w.e.f. March 26, 2024)
Heath Data Specialists Australia Pty Ltd. (Wholly owned subsidiary of Health Data Specialists Ireland Limited w.e.f. March 26, 2024)
Health Data Specialists B.V. (Wholly Owned Subsidiary of Health Data Specialists Ireland limited w.e.f. March 26, 2024)
HeaDS research GmbH (Wholly owned subsidiary of Health Data Specialists Ireland Limited w.e.f. March 26, 2024)
Heads Research AG (Wholly owned Subsidiary of Health Data Specialists Ireland Limited w.e.f. March 26, 2024)

Entity with significant influence on the Company
Bondway Investment Inc.

Key managerial personnel of the Parent Company
Mr. Nitin Deshmukh (Independent Director)
Mr. Rakesh Bhartia (Independent Director)
Mrs. Kavita Singh (Independent Director) (Upto December 31, 2023)
Mrs. Jeanne Hecht (Independent Director)
Mr. Jagannath Samavedam (Nominee Director) (Upto March 31, 2024)
Mr. Apurva Shah (Director)
Mr. Binoy Gardi (Whole Time Director - Vice Chairman) (w.e.f. January 3, 2024)
Mr. Ajay Tandon (Managing Director - upto May 8, 2024) (Chief Executive Officer - w.e.f. May 9, 2024)
Mr. Mahesh Bhalgat (Chief Executive officer - from January 3, 2024 upto May 8, 2024) (Managing Director - w.e.f. May 9, 2024)
Mr. Vivek Chhachhi (Nominee Director)
Mr. Manu Sahni (Nominee Director) (Upto January 15, 2024)
Ms. Aparajita Jethy Ahuja (Nominee Director) (Upto September 18, 2023)
Mr. Chirag Sachdev (Nominee Director w.e.f. September 26, 2023)
Mr. Kiran Marthak (Director)
Mr. S. N. Vinaya Babu (Director)
Mr. Nirmal Bhatia (Company Secretary) (Chief Financial Officer)
Ms. Tanushree Agarwal (Nominee Director w.e.f. May 9, 2024)
Mr. Ioannis Orfanidis (Nominee Director w.e.f. July 26, 2024)

Relatives of key managerial personnel
Mr. Nagaraja M S
Mrs. Soumya H N

Entity over which key managerial personnel or their relatives are able to exercise significant influence
Tumkur Trade Center Private Limited
Adita Biosys Private Limited
Medvice Private Limited
Peenya Food and Drug Testing Lab Private Limited

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31 **Related party transactions (continued)**

a.

Nature of transactions with related parties	Year ended March 31, 2024	Year ended March 31, 2023
Holding Company		
Basil Private Limited		
Reimbursement receivable from selling shareholder	1.18	0.68
Entity with significant influence on the Group		
Bondway Investment Inc.		
Reimbursement receivable from selling shareholder	2.16	1.24
Wholly owned subsidiary (w.e.f. April 1, 2023) (Joint Venture Upto March 31, 2023)		
Ingenuity Biosciences Private Limited		
Reimbursement of expenses incurred	-	0.01
Liability of employee stock options transferred to the company	-	0.02
Rent income	-	0.70
Sale of service	-	2.40
Purchase of service	-	4.02
Loan given	-	12.00
Interest income on delayed payment towards MSME dues	-	0.02
Loan written off	-	34.00
Entity over which key managerial personnel or their relatives are able to exercise significant influence		
Adita Biosys Private Limited		
Purchase of consumables	13.48	24.28
Tumkur Trade Center Private Limited		
Rent paid	34.19	18.18
Security deposit given	25.90	-
Key managerial Personnel		
Remuneration (including perquisites)		
Mr. Ajay Tandon	15.00	15.00
Mr. Mahesh Bhalgat	13.62	-
Security deposit given (rent)		
Mr. S.N. Vinaya Babu	-	7.84
Acquisition of additional stake in Subsidiary Company		
Mr. S.N. Vinaya Babu	235.00	350.00
Professional fees paid to non-executive director		
Mr. Kiran Marthak	3.60	3.60
Mr. Nitin Deshmukh	2.60	2.10
Mr. Rakesh Bhartia	2.63	2.30
Mrs. Kavita Singh	1.13	1.50
Mrs. Jeanne Hecht	3.32	3.22
Salary (including perquisites)		
Mr. Nirmal Bhatia	15.10	13.49
Mr. S.N. Vinaya Babu	25.93	25.93
Rent - Expense		
Mr. Apurva Shah	1.20	0.60
Mr. S.N. Vinaya Babu	6.48	10.19
Mrs. Soumya H N	4.76	9.26

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31 **Related party transactions (continued)**

Nature of transactions with related parties	Year ended March 31, 2024	Year ended March 31, 2023
Reimbursement of expenses		
Mr. Ajay Tandon	0.27	0.34
Mr. Kiran Marthak	0.17	0.12
Mr. Nirmal Bhatia	0.24	0.24
Mr. Mahesh Bhalgat	0.02	-
Mr. S.N. Vinaya Babu	0.04	0.27
ESOP Expenses		
Mr. Ajay Tandon (Refer note 4 below)	(3.86)	2.79
Mr. Kiran Marthak	0.13	0.24
Mr. Nirmal Bhatia	0.63	0.48

b.

Outstanding balances at the end of the year	Year ended March 31, 2024	Year ended March 31, 2023
Holding company		
Basil Private Limited		
Reimbursement receivable from selling shareholder	11.84	10.66
Entity with significant influence on the Group		
Bondway Investment Inc.		
Reimbursement receivable from selling shareholder	21.67	19.51
Key managerial personnel		
Remuneration payable (including perquisites)		
Mr. Ajay Tandon	1.09	1.04
Mr. Mahesh Bhalgat	7.98	-
Professional fees payable/(receivable) to non-executive director		
Mr. Kiran Marthak	0.27	-
Mr. Nitin Deshmukh	0.20	0.07
Mr. Rakesh Bhartia	0.19	0.14
Mrs. Jeanne Hecht	0.83	-
Salary payable (including perquisites)		
Mr. Nirmal Bhatia	0.99	0.91
Mr. S.N. Vinaya Babu	1.34	1.32
Security deposit given (rent)		
Mr. S.N. Vinaya Babu	-	7.84
Reimbursement of expenses payable / (receivable)		
Mr. Ajay Tandon	(0.03)	(0.02)
Mr. Kiran Marthak	(0.02)	0.08
Mr. Mahesh Bhalgat	(0.18)	-
Trade payables (rent payable)		
Mr. S.N. Vinaya Babu	-	1.13
Relatives of key managerial personnel		
Trade payables (rent payable)		
Mrs. Soumya H N	-	0.84
Security deposit (rent)		
Mrs. Soumya H N	-	4.00
Entity over which key managerial personnel or their relatives are able to exercise significant influence		
Security deposit		
Tumkur Trade Center Private Limited	43.33	17.50
Rent payable		
Tumkur Trade Center Private Limited	4.46	1.66
Trade payables		
Adita Biosys Private Limited	0.62	1.82

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31 **Related party transactions (continued)**

The following are the details of the transactions eliminated during year ended March 31, 2024 and March 31, 2023:

Nature of transactions with related parties	Year ended March 31, 2024	Year ended March 31, 2023
Bioneeds India Private Limited		
Investment in equity shares	-	100.00
Sale of consumables	-	0.28
MSME interest income	-	0.02
Loan written off	-	8.34
Rent Deposit	12.10	-
Rent Expense	5.81	-
Power and Fuel Reimbursement	1.45	-
Purchase of consumables	0.34	-
Reimbursement of expenses incurred	0.03	-
Amthera Life Sciences Private Limited		
Security deposits writen off	-	0.02
Loan written back	-	8.34
Loan given by Bioneeds India Private Limited	0.20	0.20
Interest income on loan given	0.03	-
Ingenuity Biosciences Private Limited		
Liability of employee stock options transferred to the company	0.07	-
Rent income	0.30	-
Sale of service	0.91	-
Loan given	29.50	-
Repayment of loan given	13.50	-
Loan written off	16.00	-
Veeda Clinical Research Ireland Limited		
Guarantee Commission receivable	2.40	-

The following are the details of the balances eliminated during the year ended March 31, 2024 and March 31, 2023:

Outstanding balances at the end of the year	Year ended March 31, 2024	Year ended March 31, 2023
Bioneeds India Private Limited		
Investment in Optionally Convertible Redeemable Preference Shares (OCRPS)	233.30	233.30
Trade Payable	1.48	-
Trade Receivable	3.72	-
Rent Deposit Receivable	12.10	-
Contract liability	3.15	-
Veeda Clinical Research Ireland Limited		
Guarantee Commission receivable	2.40	-
Ingenuity Biosciences Private Limited		
Trade Payable	0.80	1.75
Amthera Life Sciences Private Limited		
Loan given by Bioneeds India Private Limited	0.23	-

Terms and conditions of transactions with related parties

(1) The group's transactions with related parties are at arm's length. Management believes that the Parent Company's domestic and international transactions with related parties post March 31, 2023 continue to be at arm's length and that the transfer pricing legislation will not have any impact on the financial statements particularly on the amount of the tax expense for the year and the amount of the provision for taxation at the year end.

(2) The future liability for gratuity and compensated absence is provided on aggregated basis for all the employees of the group taken as a whole, the amount pertaining to key managerial personnel is not ascertainable separately and therefore not included above.

(3) Loan to wholly owned subsidiary (w.e.f. April 1, 2023) in which the company was a venturer (upto March 31, 2023):
The loan granted to Ingenuity Biosciences Private Limited is intended to fund its working capital requirements. The loan is unsecured and is repayable at the end of 2 years from the date of agreement. However, the loan may be repaid earlier at any time by the borrower. Loan carries interest rate of 8.00% p.a. (P.Y. 6.00% p.a.) compounded annually. The loan has been utilized for the purpose for which it was granted.

(4) The company has granted options to Mr. Ajay Tandon under round 3 and 4. There is reversal of option expenses amounting to Rs.2.81 million for round 3 and Rs. 1.05 million for round 4 due to adjustment of options lapsed during the year.

Commitment with related party

The Group has not provided any commitment to related party as at March 31, 2024 (March 31, 2023: Nil).

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(All amounts in Indian rupees million, unless otherwise stated)

32 **Contingent liabilities not provided for**

Particulars	As at March 31, 2024	As at March 31, 2023
Claims against the company not acknowledged as debts:		
(i) Income tax *	106.95	109.47
(ii) Service tax **	76.24	237.71
(iii) Goods and service tax ***	463.74	-
(iv) Customs #	4.75	4.75
(v) Corporate Guarantee given to lenders against credit facilities availed by wholly owned subsidiary	4,546.98	-
(vi) Corporate Guarantee given to the selling shareholders of Health Data Specialists (Holdings) Limited towards valuation upliftment	6,053.61	-

* Income tax demand comprises demand from the Indian tax authorities for payment of additional tax, interest and fee of Rs 106.95 million (March 31, 2023: Rs 109.47 million) upon completion of their tax review for the assessment year 2009-10 to 2017-18. The tax demands are mainly on account of disallowances relating to transfer pricing matters, depreciation on software, interest charged on loan advanced, capital expenditure charged to revenue, etc. claimed by the company under the Income tax Act. The matter is pending before various authorities. The said demand amounts have been already adjusted against refund of various years by Income Tax department and hence net demand is nil in respect of such period.

** Service tax demands comprise demand from the Service tax authorities for payment of additional tax of Rs. 76.24 million (March 31, 2023: Rs. 237.71 million), upon completion of their tax review for the financial year 2008-09 to 2017-18. The tax demands are on account denial of determination of place of supply for export of service under Rule 4 of Place of Provision of Services Rules, 2012 read with rule 6A of Service Tax Rules, 1994, reversal of CENVAT credit under Rule 6(3) and 6(5), short payment of tax and liability on account of point of taxation rules, etc. The matter is pending before various authorities.

*** Goods and service tax demands comprise demand from the GST authorities for payment of additional tax of Rs 463.74 million (March 31, 2023: nil), upon completion of their tax review for the financial year 2017-18 to 2021-22. The tax demands are on account of Difference in ITC as per GSTR-3B vis a vis ITC as per GSTR-2A, late returns filing, advance received from customers, under declaration of output tax as per GSTR-9, excess claim of ITC etc.

GST demand also comprises of demand from the GST Department for payment of additional tax of Rs. 349.98 million (March 31, 2023 Rs.Nil). The tax demands are on account denial of export of service under Section 13(3) of IGST Act, 2017 during the period between April 01, 2017 to March 31, 2023. The matters are pending before various authorities.

Custom duty demand comprises demand from CBEC for payment of additional tax of Rs 4.75 million (March 31, 2023: Rs 4.75 million), upon completion of their tax review for the financial year 2011-12 to 2016-17. The demand is on account denial of custom duty exemption benefit claimed under the Notification 12/2012 dated March 17, 2012. The matter is pending before various authorities.

The Group is contesting the demands and the management, including its tax advisors, believe that its position will likely be upheld in the appellate process. No tax expense has been accrued in the financial statements for the tax demand raised. The management believes that the ultimate outcome of this proceeding will not have a material adverse effect on the Group's financial position and results of operations.

Other claims not acknowledged as debt

Claim by a party arising out of a commercial contract: Rs. 1,018.84 million (March 31, 2023: Rs. 1,018.84 million). The Holding Company has not acknowledged this claim. As advised by the external legal counsel, the claim is not legally tenable. Moreover, the Holding Company is adequately insured and the matter is intimated to insurance company as well. The Holding Company has filed detailed response to the claim lodged. The matter is pending at commercial court, Ahmedabad. In view of these, the Holding Company does not foresee any losses on this count and accordingly no provision is made in books of accounts.

33 **Capital commitment**

Particulars	As at March 31, 2024	As at March 31, 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	102.44	262.39

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34 Segment reporting

The Group is mainly engaged in the business of Clinical Research and pre-clinical research for various Pharmaceuticals Companies. The Group's business falls within business segment of 'Clinical Research' and 'Pre-clinical Research' and all the activities of the Group revolve around this main business. The Chief Operating decision maker (CODM) monitors the operating results of the business as a whole for the purpose of making decisions about resource allocation and performance assessment. Therefore, management views Group's business activity as a single segment and there are no separate reportable segments in terms of the requirements of Ind AS 108 "Operating Segments" as notified under section 133 of the companies Act 2013.

Geographical segment

For management purposes, the Group is organized into two major operating geographies India and outside India. More than 25% of the Group's business is from India. The segment revenue is disclosed based on geographical location of customers in the financial statements for the year ended March 31, 2024 and March 31, 2023.

Revenue from external customers	Year ended March 31, 2024	Year ended March 31, 2023
India	1,224.98	1,111.06
US	427.15	865.63
Greece	473.00	404.44
Others	1,757.50	1,704.98

The following is an analysis of the carrying amount of non-current assets, which do not include deferred tax assets, income tax assets and financial assets analyzed by the geographical area in which the assets are located:

Carrying amount of non-current operating assets	As at March 31, 2024	As at March 31, 2023
India	14,270.96	3,745.62
Outside India	-	-

Information about major customers:

The Group has assessed that there are no external customers from which the revenue from transactions is 10% or more of the Company's total revenue for the year ended March 31, 2024 and March 31, 2023.

35 Leases

Group as a Lessee:

The Group has operating lease for various premises which are renewable on a periodic basis and cancellable at its option. The lease terms of premises are between 3 to 12 years. The Group has availed the exemption of low value of assets. Lease payments evaluated by the Group are fixed payments in nature with Group not exercising any termination or renewal options to terminate or extend the original lease term. Useful life of right of use asset for computation of amortization expense on right of use assets is assumed to be the term of the lease and method used is Straight-line method.

The Group has taken certain premises on lease wherein lease rent is of low value amounting to Rs. 3.67 million for the year ended March 31, 2024 (Year ended March 31, 2023: Rs. 0.97 million). The company applies low value lease rent exemption for these leases.

i) The carrying value of right of use and depreciation charged during the year

Particulars	As at March 31, 2024	As at March 31, 2023
Land and Office Premises		
Opening balance	520.82	408.49
Additions during the year	292.83	279.50
Termination during the year (net of accumulated depreciation on termination)	-	(55.92)
Depreciation charged during the year (refer note 3)	(115.63)	(111.25)
Closing balance	698.02	**520.82**

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(All amounts in Indian rupees million, unless otherwise stated)

35 Leases (continued)

ii) The movement in lease liabilities during the year

Particulars	As at March 31, 2024	As at March 31, 2023
Opening balance	645.64	515.86
Additions during the year	279.04	270.33
Termination during the year	-	(62.83)
Payment of lease liabilities (including interest on lease liabilities)	(177.09)	(144.04)
Interest expenses (refer note 26)	80.23	66.32
Closing balance	**827.81**	**645.64**

iii) Balances of lease liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Current lease liabilities	83.24	101.06
Non-current lease liabilities	744.57	544.57
Total	**827.81**	**645.64**

iv) Amount recognized in the Statement of profit and loss during the year

Particulars	As at March 31, 2024	As at March 31, 2023
Depreciation expense on right of use asset (refer note 3)	115.63	111.25
Interest expense on lease liabilities (refer note 26)	80.23	66.32
Expenses relating to low value leases (included in other expense) (refer note 28)	3.67	0.97
Gain on lease termination (refer note 23)	0.24	(7.48)
Total	**199.78**	**171.05**

v) Maturity analysis of lease liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Maturity analysis of contractual undiscounted cash flows		
Less than one year	83.24	101.06
One to five years	342.86	315.02
More than five years	401.71	229.56
Total	**827.81**	**645.64**

vi) Amount recognized in cash flow Statement

Particulars	As at March 31, 2024	As at March 31, 2023
Payment of principal portion of lease liabilities	96.86	77.72
Payment of interest on lease liabilities	80.23	66.32
Total	**177.09**	**144.04**

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36 Financial instrument - Fair value hierarchy

The material accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 2 to the consolidated financial statements.

Fair values

A. Category-wise classification of financial instrument

The carrying value of financial instruments by categories as at March 31, 2024 and March 31, 2023:

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
Financial assets:			
At amortized cost			
Loans (non-current)	8	-	-
Trade receivables	5	1,209.00	1,051.24
Cash and cash equivalents	6	938.56	368.71
Other bank balance	7	389.71	244.00
Other financial assets (current)	9	1,572.84	453.03
Other financial assets (non-current)	9	187.39	382.97
Sub-total		4,297.49	2,499.95
Fair value through profit and loss			
Call option on non-controlling interest of subsidiary company	9	30.63	40.88
Investments	4	792.27	546.87
Forward contracts	9	0.62	-
Sub-total		823.52	587.75
Total		5,121.01	3,087.70
Financial liabilities			
At amortized cost			
Borrowings	15	2,616.85	485.74
Trade payables	16	654.82	221.70
Lease liabilities	35	827.81	645.64
Other financial liabilities (current)	17	300.42	224.30
Other financial liabilities (non-current)	17	0.50	0.50
Sub-total		4,400.40	1,577.88
At fair value through profit & loss			
Contingent consideration payable (non-current)	17	705.04	-
Contingent consideration payable (current)	17	2,177.20	-
Forward contracts	17	-	9.36
Sub-total		2,882.24	9.36
Total		7,282.64	1,587.23

The management assessed that carrying values of financial assets i.e., cash and cash equivalents, trade payables, trade receivables, current investments and other financial assets and liabilities as at March 31, 2024 and March 31, 2023 are reasonable approximations of their fair values largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties other than in a forced or liquidation sale.

Fair value hierarchy

The Company uses the following hierarchy for determining and/or disclosing the fair value of Financial Instruments by valuation techniques:

(i) Level 1: quoted prices (unadjusted) in active markets for identical Assets or Liabilities.

(ii) Level 2: inputs other than quoted prices included within Level 1 that are observable for the Assets or Liabilities, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

(iii) Level 3: inputs for the Assets or Liabilities that are not based on observable market data (unobservable inputs).

(All amounts in Indian rupees million, unless otherwise stated)

36 **Financial instrument - Fair value hierarchy (continued)**

Quantitative disclosures fair value measurement hierarchy :

Particulars	Fair Value		Fair Value hierarchy	Significant observable input
	As at March 31, 2024	As at March 31, 2023		
Investment in mutual funds at Fair value through profit and loss (refer note 4.2)	792.27	546.87	Level-1	NAV Statement provided by fund manager
Call option on non-controlling interest of subsidiary company (refer note 9)	30.63	40.88	Level-3	Third party independent valuation report
Mark to market liability on forward contracts (refer note 17)	-	9.36	Level-2	MTM statement by bank
Mark to market asset on forward contracts (refer note 9)	0.62	-	Level-2	MTM statement by bank
Contingent consideration payable (refer note 17)	2,882.24	-	Level-3	Third party independent valuation report

Financial instrument measured at amortized cost

The carrying amount of financial assets and financial liabilities measured at amortized cost in the financial statements are a reasonable approximation of their fair values since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

Reconciliation of level 1 fair values

The following table shows a reconciliation from the opening balance to the closing balances for level 1 fair values representing investment in short term liquid mutual funds.

Particulars	As at March 31, 2024	As at March 31, 2023
Opening balance	546.87	883.98
Net gain on investment in mutual funds	45.42	40.13
Purchases	399.98	38.00
Sales	200.00	415.24
Closing balance	792.27	546.87

37 Financial risk management objectives and policies

The Group's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include trade and other receivables and cash and cash equivalents that derive directly from its operations.
The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks and ensures that financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives.

(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 risk comprises two types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include borrowings, receivables, payables and deposits.
The sensitivity analysis in the following sections relate to the position as at March 31, 2024 and March 31, 2023. The sensitivity analysis has been prepared on the basis that the amount of net debt and the proportion of financial instruments in foreign currencies are all constant. The analysis excludes the impact of movements in market variables on the carrying values of gratuity and other post retirement obligations and provisions.
The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2024 and March 31, 2023.

Exposure to interest rate risk
Group's interest rate risk arises from borrowings obligations. Borrowings issued expose to fair value interest rate risk. The interest rate profile of the Group's interest-bearing Financial Instruments as reported to the management of the Group is as follows.

Variable-rate instruments	As at March 31, 2024	As at March 31, 2023
Non-current borrowings	2,399.78	259.12
Current borrowings	217.07	226.62

Interest rate sensitivity:
A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased /(decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Particulars	Profit or (loss)		Equity, net of tax	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
March 31, 2024				
Non-current borrowings	(24.00)	24.00	(17.96)	17.96
Current borrowings	(2.17)	2.17	(1.62)	1.62
Total	(26.17)	26.17	(19.58)	19.58
March 31, 2023				
Non-current borrowings	(2.59)	2.59	(1.94)	1.94
Current borrowings	(2.27)	2.27	(1.70)	1.70
Total	(4.86)	4.86	(3.64)	3.64

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates majorly relates to the Group's operating activities denominated in United States Dollar (USD), Euro (EUR), British Pound Sterling (GBP) and Canadian Dollar (CAD).

The following table sets forth information relating to unhedged foreign currency exposure as at March 31, 2024 and March 31, 2023.

(i) Foreign currency receivables:

Particulars	As at March 31, 2024		As at March 31, 2023	
	In foreign currency	Amount	In foreign currency	Amount
Trade receivables:				
- USD	47,79,304	398.47	58,15,547	478.14
- EUR	25,59,978	230.96	30,61,057	274.29
- GBP	1,44,622	15.23	586	0.06
- CAD	32,999	2.03	27,993	1.70
Other receivable:				
- EURO	26,612	2.40	-	-
Cash and cash equivalents :				
Balances with Banks:				
- On current accounts				
USD	5,34,421	44.56	12,49,677	102.74
EUR	4,82,111	43.50	3,90,537	35.00
GBP	31,214	3.29	1,823	0.19
Cash on hand				
USD	5,571	0.46	986	0.08
EUR	2,488	0.22	3,307	0.30
GBP	266	0.03	66	0.01
CAD	289	0.02	289	0.02
CHF	8	*	-	-
AED	276	0.01	-	-
YUAN	4,236	0.05	-	-
Total		741.22		892.53

* Figure nullified in conversion of Rupees in million.

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37 Financial risk management objectives and policies (continued)

(ii) Foreign currency payables:

Particulars	As at March 31, 2024		As at March 31, 2023	
	In foreign currency	Amount	In foreign currency	Amount
Trade payables:				
- USD	17,100	1.43	46,370	3.81
- EUR	22,350	2.02	40,063	3.59
Borrowings:				
- USD	26,23,141	218.70	42,05,328	345.75
Interest accrued but not due:				
- USD	1,57,434	13.13	-	-
Capital creditors:				
- USD	5,60,132	46.70	5,30,678	43.63
Contingent consideration payable				
- EUR	3,19,47,558	2,882.24	-	-
Refund liability to customers:				
- USD	2,52,006	21.01	2,80,211	23.04
- EUR	3,68,988	33.29	3,00,745	26.95
Total		3,218.52		446.78

Foreign currency sensitivity
The following tables demonstrate the sensitivity to a reasonably possible change in USD, Euro, GBP and CAD exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities.

Particulars	Profit or (loss)		Equity, net of tax	
Effect in amount	Strengthening	Weakening	Strengthening	Weakening
March 31, 2024				
5% Movement				
USD	7.13	(7.13)	5.33	(5.33)
EUR	(132.02)	132.02	(98.80)	98.80
GBP	0.93	(0.93)	0.69	(0.69)
CAD	0.10	(0.10)	0.08	(0.08)
March 31, 2023				
5% Movement				
USD	8.24	(8.24)	6.16	(6.16)
EUR	13.95	(13.95)	10.44	(10.44)
GBP	0.01	(0.01)	0.01	(0.01)
CAD	0.09	(0.09)	0.06	(0.06)

* Figure nullified in conversion of Rupees in million.

Derivatives
The Group is exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are foreign currency risk.
The derivatives are taken to cover foreign exchange risk of highly probable forecasted sales transactions occurring in foreign currencies and foreign currency receivables.

Derivatives not designated as hedging instruments
The Group uses foreign exchange forward contracts to manage some of its transaction exposures. The foreign exchange forward contracts are not designated as cash flow hedges and are entered into for periods consistent with foreign currency exposure of the underlying transactions, generally within 12 months.

Outstanding derivatives instruments are as follows:

Particulars	Maturity					
	Less than 1 month	1 to 3 months	3 to 6 months	6 to 9 months	9 to 12 months	Total
As at March 31, 2024						
Foreign exchange forward contracts (highly probable forecast sales)						
Notional amount	54.08	-	-	-	-	54.08
Average forward rate (Rs./USD)	83.84	-	-	-	-	
Notional amount	30.68	-	-	-	-	30.68
Average forward rate (Rs./EURO)	91.16	-	-	-	-	
As at March 31, 2023						
Foreign exchange forward contracts (highly probable forecast sales)						
Notional amount	53.57	99.91	147.66	88.64	-	389.78
Average forward rate (Rs./USD)	83.61	83.90	83.91	83.63	-	
Notional amount	37.34	68.84	97.64	58.29	-	262.11
Average forward rate (Rs./EURO)	83.61	84.09	86.31	89.95	-	

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(All amounts in Indian rupees million, unless otherwise stated)

37 Financial risk management objectives and policies (continued)

The impact of the hedging instruments on the balance sheet is, as follows:

Particulars	Notional amount	Carrying amount	Line item in the balance sheet
As at March 31, 2024			
Foreign exchange forward contracts (highly probable forecast sales)	84.75	(0.62)	Mark to market liability / (Asset) on forward contracts under current financial Liability / (Asset)
As at March 31, 2023			
Foreign exchange forward contracts (highly probable forecast sales)	651.89	9.36	Mark to market liability / (Asset) on forward contracts under current financial Liability / (Asset)

(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 Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade Receivables

Trade Receivables of the Group are unsecured. Credit risk is managed through periodic monitoring of the creditworthiness of customers in the normal course of business. The allowance for impairment of Trade receivables is created to the extent and as and when required, based upon the expected collectability of accounts receivables. The Group evaluates the concentration of risk with respect to trade receivables as low, as its Customers are group of repute.

The maximum exposure to credit risk as at year end for trade receivable by geographic region are as follows:

Particulars	As at March 31, 2024	As at March 31, 2023
Domestic	313.90	373.05
Other regions	982.20	754.19
Total	1,296.10	1,127.24

Age of trade receivables (Gross)

Particulars	As at March 31, 2024	As at March 31, 2023
Not due	605.52	608.15
Less than 6 months	409.99	409.51
6 months - 1 year	133.87	51.40
1-2 years	116.46	38.75
2-3 years	13.12	5.11
More than 3 years	17.14	14.32
Total	1,296.10	1,127.24

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group'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 Group's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the senior management. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

(c) Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing through various short term and long term loans at an optimized cost.

The table below summarizes the maturity profile of the Group's financial liabilities as at March 31, 2024 and as at March 31,2023 :

Particulars	On demand	Less than 1 year	1 year to 5 years	More than 5 years	Total
As at March 31, 2024					
Borrowings #	116.93	306.29	3,054.60	-	3,477.82
Trade payables	-	654.82	-	-	654.82
Lease liabilities	-	83.24	342.86	401.71	827.81
Other financial liabilities	-	2,477.62	705.04	0.50	3,183.16
Total	116.93	3,521.97	4,102.50	402.21	8,143.62
As at March 31, 2023					
Borrowings #	105.25	134.52	271.28	-	511.05
Trade payables	-	221.70	-	-	221.70
Lease liabilities	-	101.06	315.02	229.56	645.63
Other financial liabilities	-	233.66	-	0.50	234.16
Total	105.25	690.94	586.30	230.06	1,612.55

Includes committed interest payment on borrowings.

38 Capital management

The Group aims to manages its capital efficiently so as to safeguard its ability to continue as a going concern and to optimize returns to the shareholders.

The capital structure of the Group is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.
The Group's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and to sustain future development and growth of its business. The Group will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2024 and March 31, 2023.

Particulars	As at March 31, 2024	As at March 31, 2023
Debt (refer below note)	3,444.63	1,131.37
Less: Cash and cash equivalents	938.56	368.71
Net debt	2,506.07	762.66
Equity share capital	125.99	105.78
Other equity	10,473.70	4,465.82
Total equity	10,599.69	4,571.60
Net debt to equity ratio	23.64%	16.68%

Note:
Debt is defined as long-term borrowings, short-term borrowings (excluding financial guarantee contracts and contingent consideration) and lease liabilities.

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(All amounts in Indian rupees million, unless otherwise stated)

39 Employee stock option plans

Under ESOP 2019, the board of directors of Holding Company is authorized to grant options exercisable into subscription of shares of the Holding Company. Each option shall be convertible into one equity share and the aggregate number of options subscribed into shares shall not exceed 5% of the paid-up capital of the Holding Company. The options granted under ESOP 2019 will be exercisable at an exercise price of Rs. 177.40 per share for round 1 to 3 and Rs. 213.70 per share for round 4 and Rs. 367.22 per share for round 5 & round 6. If the options expire or become unexercisable without having been exercised in full, the unexercised options, which were subject thereto, shall become available for future grant.

The fair value of the share options is estimated at the grant date using Black-Scholes model, taking into account the terms and conditions upon which the share options were granted. However, the above performance condition is only considered in determining the number of instruments that will ultimately vest.

The contractual term of each option granted is varying from 85 months to 101 months. There are no cash settlement alternatives. The Holding Company does not have a past practice of cash settlement for these share options. The Holding Company accounts for the Veeda Employee Stock Option Plan 2019 (VESP) as an equity-settled plan.

The expense recognized for employee services received during the year is shown in the following table:

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Expense/(Income) arising from equity-settled share-based payment transactions	(0.08)	4.80
Total expense/(income) arising from share-based payment transactions	**(0.08)**	**4.80**

There were no cancellations or modifications to the awards during the year ended March 31, 2024 and March 31, 2023.

Movements during the year
The following table illustrates the number and weighted average exercise prices (WAEP) of, and movements in, share options during the year.

Particulars	Year ended March 31, 2024			Year ended March 31, 2023	
	WAEP (Rs.) 367.22	WAEP (Rs.) 177.40	WAEP (Rs.) 213.70	WAEP (Rs.) 177.40	WAEP (Rs.) 213.70
	Number of ESOP	Number of ESOP	Number of ESOP	Number of ESOP	Number of ESOP
Outstanding at the beginning of the year	-	7,56,060	5,33,910	8,11,680	6,80,160
Granted during the year	1,06,207	-	-	-	-
Forfeited during the year	10,893	1,24,050	70,140	55,620	1,46,250
Exercised during the year	-	-	-	-	-
Expired during the year	-	-	-	-	-
Outstanding at the end of the year	95,314.00	6,32,010	4,63,770	7,56,060	5,33,910
Exercisable at the end of the year	11,574.00	5,80,380	3,35,820	5,99,040	2,66,100

The following tables list the inputs to the models used for the year ended March 31, 2024 and March 31, 2023 :

Particulars	WAEP (Rs.) 177.40	WAEP (Rs.) 213.70	WAEP (Rs.) 367.22	WAEP (Rs.) 367.22
	Round 1 - 3	Round-4	Round-5	Round-6
Dividend yield (%)	-	-	-	-
Expected volatility (%)	22.26	21.14	13.38	13.38
Risk-free interest rate (%)	5.83	6.32	7.08	7.08
Expected life of share options (years)	5.75	6.50	3.76	4.01
Weighted average fair values at the measurement date	30.97	38.03	77.57	82.52
Weighted average share price (Rs.)	184.47	211.32	367.22	367.22
Model used	Black-Scholes	Black-Scholes	Black-Scholes	Black-Scholes

The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome.

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40 **Interest in joint venture (subsidiary w.e.f April 01, 2023)**

The Group had a 50% shareholding in Ingenuity Biosciences Private Limited, a joint venture involved in the business of clinical research for various pharmaceuticals companies. The Group's interest in Ingenuity Biosciences Private Limited was accounted for using the equity method in this Consolidated Financial Statement. The holding company based on termination of joint venture agreement with the erstwhile joint venture partner dated April 01, 2023 agreed to acquire the balance 50% stake from the erstwhile joint venture partner and consequently has gained the control over Ingenuity Biosciences Private Limited with effect from April 01, 2023. Summarized financial information of the joint venture, based on its Ind AS financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statement is set out below :

Summarized balance sheet as at March 31, 2024 and March 31, 2023:

Particulars	As at March 31, 2024	As at March 31, 2023
Non current assets (A)	-	16.77
Current assets (B)	-	45.83
Total Assets (A+B)	-	**62.60**
Non-current liabilities (C)	-	0.40
Current liabilities (D)	-	50.91
Total liabilities (C+D)	-	**51.31**
Total Equity	-	11.29
Contingent liabilities	-	-
Capital Commitment	-	0.36
Company's share in total equity: 50%	-	**5.64**
Goodwill	-	-
Company's Gross carrying amount of the investment	-	5.64
Less: impairment provision for carrying amount of investment	-	(5.64)
Company's net carrying amount of the investment#	-	-

Considering the above exceeds value of investment, it is disclosed as Nil.

Summarized statement of profit and loss for the year ended March 31, 2024 and March 31, 2023

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from contracts with customers	-	30.60
Other income	-	40.24
Total income	-	**70.84**
Cost of raw material consumed	-	5.34
Employee benefit expense	-	11.48
Finance cost	-	1.47
Depreciation & amortization	-	2.64
Other expense	-	14.67
Total Expense	-	**35.61**
Profit before tax	-	**35.24**
Tax expense	-	9.29
Profit for the year	-	**25.94**
Other comprehensive income for the year	-	-
Total comprehensive Income for the year	-	25.94
Company's share of Profit for the year (50%)	-	**12.97**
Less: carrying amount of the loan given to joint venture written off / impairment provision for carrying amount of investment	-	(39.64)
Company's share of (Loss) for the year (50%) after elimination	-	**(26.67)**

Notes:

1. Since the Holding Company's interest in joint venture is reduced to zero, additional losses are recognized only to the extent that Holding Company has incurred legal or constructive obligation.

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(All amounts in Indian rupees million, unless otherwise stated)

41 (a) **Acquisition of Health Data Specialist Holding Limited ("Heads")**

The Holding Company along with its wholly owned subsidiary – Veeda Ireland, entered into the Share Purchase Agreement ("Agreement") with the shareholders of Health Data Specialists (Holdings) Limited ("HEADS") on February 19, 2024 for acquisition of 100% shareholding of HEADS from the existing shareholders. Accordingly, Veeda Ireland acquired 67.3% stake (606 shares) in HEADS as against the cash consideration and the holding company acquired balancing 32.7% stake (294 shares) in HEADS as against the SWAP of the company's equity shares by allotment of 36,32,310 equity shares of the holding company. Further, as per the terms of the agreement, upon fulfillment of the valuation uplifts and earn out conditions relating to the achievement of agreed business milestones for the ongoing clinical trials study, the purchase consideration shall be uplifted and the consideration towards fulfilment of said uplifts and earn out conditions shall be paid in accordance with the terms of the Agreement either through cash consideration and/or in kind through issuance of Shares.

On March 26, 2024, the Holding Company completed this acquisition and appointed majority of its nominee directors on the board, thereby making Heads Group its wholly owned subsidiary. Accordingly, acquisition of shares has been accounted under Ind AS 103 Business Combination.

The fair value of the identifiable assets and liabilities of Heads as at the date of acquisition were as follows:

Particulars	Amount
Assets	
Non current assets	
Property, plant and equipment	3.79
Other intangible assets	4,580.82
Current assets	
Trade Receivables	288.17
Cash and cash equivalents	451.27
Other current assets	59.69
Income tax assets (net)	89.32
Other current financial assets	937.14
Liabilities	
Trade Payable	(156.39)
Other current liabilities	(811.06)
Income tax liabilities (net)	(11.24)
Deffered Tax Liabilities (net)	(572.56)
Net assets acquired	**4,858.96**

Calculation of Goodwill

Particulars	Amount
Purchase consideration (refer table below)	10,218.36
Total consideration	**10,218.36**
Less: Fair value of net assets acquired	4,858.96
Add: Share of non controlling interest (refer note 2 below)	-
Goodwill (refer note 1 below)	**5,359.40**

Purchase consideration:

Particulars	Amount*
Consideration paid in cash	3,165.17
Consideration paid by issuing shares	1,537.37
Contingent consideration - to be paid in cash (Refer note 3 below)	2,884.76
Contingent consideration - to be discharge through shares (Refer note 3 below)	2,631.06
Total	**10,218.36**

* Based on exchange rate prevailing on the date of acquisition.

Analysis of cash flows on acquisition:

Particulars	Amount
Net cash acquired with the subsidiary	451.27
Transaction costs of the acquisition	(17.41)
Net cash flow on acquisition	**433.86**

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(All amounts in Indian rupees million, unless otherwise stated)

41 (a) Acquisition of Health Data Specialist Holding Limited ("Heads") (continued)

Notes:

1 Goodwill is attributable to future growth of business out of synergies from this acquisition and assembled workforce. The goodwill is not deductible for income tax purposes.

2 The group has acquired 100% shares of Heads, consequently, there is no Non-controlling interest which has been recognised.

3 As per SPA, the contingent consideration payable to Heads will be discharge by Veeda Clinical Research Ireland Limited. On the date of discharge of contingent consideration, Veeda Clinical Research Ireland Limited will first issues Compulsory convertible preference shares (CCPS) to the selling shareholders at face value immediately and thereafter, the selling shareholders will mandatorily swap the same with holding company's equity shares.

4 From the date of acquisition, Heads Group has contributed Rs. 35.79 million and Rs. 3.66 million towards revenue and loss before tax of the Group, respectively. Had the entity was acquired from April 01, 2023, it would have contributed Rs. 2,438.08 million and Rs. 260.87 million towards revenue and loss before tax of the group, respectively.

5 As per Ind AS 103 on Business Combination ("the standard"), purchase consideration has been allocated on a provisional basis, pending final determination of the fair value of the acquired assets and liabilities. The holding company expects to complete the allocation of fair value of assets and liabilities acquired within the measurement period of 12 months as per the requirement of the standard.

6 Pursuant to the terms and conditions of share purchase agreement dated February 19, 2024 and on achievement of uplift 1 condition, the board of directors of holding company in their meeting held on July 26, 2024 approved swap of Compulsory Convertible Preference Shares (CCPS) issued by Veeda Clinical Research Ireland Limited to sellers of Health Data Specialists Holdings Limited i.e., Georgios Kouvatseas, Leonidas Kostagiolas and Okeanos Limited for consideration of achievement of Uplift 1 condition. The said CCPS will be swapped against the shares of the holding company and thereby the holding Company will purchase the Compulsory Convertible Preference Shares of Veeda Clinical Research Ireland Limited from the sellers of Health Data Specialists Holdings Limited which was approved by the members in their meeting held on August 20, 2024.

7 Impact of Deferred tax liabilities amounting to 572.56 million, has been recognised on business combination, on acquisition date fair values and adjusted in Goodwill as per Ind AS - 12 Income Taxes.

41 (b) Acquisition of Ingenuity Biosciences Private Limited ("IBS")

The holding company based on termination of joint venture agreement with the erstwhile JV partner dated April 01, 2023 has agreed to acquire the balance 50% stake from the erstwhile JV partner and consequently has gained the control over Ingenuity Biosciences Private Limited ("IBS") and accordingly has been accounted under Ind AS 103 Business Combination with effect from April 01, 2023.

The fair value of the identifiable assets and liabilities of IBS as at the date of acquisition i.e. 01st April, 2023 were as follows:

Particulars	Amount
Assets	
Non current assets	
Property, plant and equipment	3.26
Capital work-in-progress	10.28
Other intangible assets	2.11
Deferred tax assets (net)	1.11
Current assets	
Inventories	7.58
Trade Receivables	29.60
Cash and bank balances	2.05
Other Financial Assets	0.87
Other Current Assets	5.73
Non - Current Liabilities	
Provisions	(0.40)
Current Liabilities	
Trade payables	(28.91)
Other Financial Liabilities	(7.53)
Other Current Liabilities	(12.33)
Provision	(0.07)
Income Tax Liabilities (Net)	(2.08)
Net assets acquired	**11.27**

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(All amounts in Indian rupees million, unless otherwise stated)

41 (b) Acquisition of Ingenuity Biosciences Private Limited ("IBS") (continued)

Calculation of Goodwill / Bargain Purchase Gain

Particulars	Amount
Fair value of existing 50% stake Purchase consideration	3.50
Total consideration	**3.50**
Less: Fair value of net assets acquired	(11.27)
Add: Share of non controlling interest (refer note 2 below)	5.63
Goodwill/(Bargain Purchase Gain) (refer note 1 below)	**(2.14)**

Purchase consideration:

Particulars	Amount
Consideration paid in cash	(3.50)
Total	(3.50)

Analysis of cash flows on acquisition:

Particulars	Amount
Net cash acquired with the subsidiary	2.05
Transaction costs of the acquisition	-
Net cash flow on acquisition	**2.05**

Notes:

1 The Bargain Purchase Gain generated on acquisition of IBS is majorly on account of changes in group structure and termination of joint venture agreement with the erstwhile JV partner. Accordingly, the excess of fair value of assets and liabilities acquired over the purchase consideration is recorded as capital reserve.

2 The non-controlling interest recognized at the acquisition date was measured at proportionate share of IBS's fair value of net assets acquired.

3 From the date of acquisition which is April 01, 2023, IBS has contributed Rs. 18.71 million and Rs. 23.47 million towards revenue and Loss before tax of the Group, respectively.

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42 Material partly-owned subsidiaries

Financial information of subsidiaries that have material non-controlling interests is provided below:

Proportion of equity interest held by non-controlling interests:

Name	Country of incorporation and operation	As at March 31, 2024	As at March 31, 2023
Bioneeds India Private Limited	India	9.00%	13.00%

Information regarding non-controlling interest

Accumulated balances of material non-controlling interest	As at March 31, 2024	As at March 31, 2023
Bioneeds India Private Limited	50.70	58.15

Profit / (Loss) allocated to material non-controlling interest:	As at March 31, 2024	As at March 31, 2023
Bioneeds India Private Limited	12.36	23.37

The summarized financial information of this subsidiary (before elimination) is provided below;

Summarized statement of profit and loss:

Name of the subsidiary	Bioneeds India Private Limited	Bioneeds India Private Limited
Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Revenue From Operations	1,138.87	1,134.52
Other income	25.10	14.72
Total Income	**1,163.97**	**1,149.23**
Cost of material consumed	147.43	151.61
Employee benefit expenses	388.97	351.21
Finance cost	92.63	85.53
Depreciation and amortization expenses	178.77	168.92
Other expenses	189.49	178.71
Total Expenses	**997.30**	**935.99**
Profit before tax	**166.67**	**213.24**
Tax Expense	45.09	56.11
Profit for the year	**121.58**	**157.14**
Total other comprehensive income for the year	(3.13)	1.31
Total comprehensive income for the year	118.45	**158.45**
Attributable to non-controlling interest	12.36	**23.37**

Summarized balance sheet:

Name of the subsidiary	Bioneeds India Private Limited	Bioneeds India Private Limited
Particulars	As at March 31, 2024	As at March 31, 2023
Non-current assets	1,686.25	1,563.22
Current assets	560.71	546.38
Total Assets	**2,246.96**	**2,109.60**
Non-current liabilities	549.18	484.98
Current liabilities	1,045.76	1,078.97
Total liabilities	**1,594.94**	**1,563.95**
Total equity	**652.02**	**545.65**
Attributable to:		
Equity holders of parent	**601.32**	**487.50**
Non-controlling interest	**50.70**	**58.15**

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43 Statutory Group Information

Name of the entity in the Group	Net Assets, i.e., total assets minus total liabilities		Share in profit and loss		Share in other Comprehensive income		Share in total Comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit and loss	Amount	As % of consolidated other comprehensive income	Amount	As % of total comprehensive income	Amount
Parent								
Veeda Clinical Research Limited								
Balance as at March 31, 2024	83.76%	8,920.43	-853.18%	30.58	-4.71%	(0.37)	706.30%	30.21
Balance as at March 31, 2023	112.58%	5,211.80	61.17%	259.52	170.63%	(3.17)	60.69%	256.35
Subsidiaries								
1 Bioneeds India Private Limited								
Balance as at March 31, 2024	4.69%	499.96	-4000.57%	143.39	-39.94%	(3.14)	3278.99%	140.25
Balance as at March 31, 2023	7.77%	359.71	42.88%	181.90	-70.52%	1.31	43.38%	183.21
2 Amthera Life Sciences Private Limited								
Balance as at March 31, 2024	0.01%	0.86	0.84%	(0.03)	0.00%	-	-0.70%	(0.03)
Balance as at March 31, 2023	0.02%	0.89	2.05%	8.71	0.00%	-	2.06%	8.71
3 Ingenuity Biosciences Private Limited								
Balance as at March 31, 2024	0.01%	1.04	285.42%	(10.23)	0.00%	-	-239.17%	(10.23)
Balance as at March 31, 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
4 Veeda Clinical Research Ireland Limited								
Balance as at March 31, 2024	34.16%	3,638.31	4377.78%	(156.91)	0.00%	-	-3668.49%	(156.91)
Balance as at March 31, 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
5 Health Data Specialists (Holdings) Limited								
Balance as at March 31, 2024	0.13%	14.07	-154.97%	5.55	0.00%	-	129.86%	5.55
Balance as at March 31, 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
6 Health Data Specialists Ireland Limited								
Balance as at March 31, 2024	6.48%	690.21	-229.49%	8.23	0.00%	-	192.31%	8.23
Balance as at March 31, 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
7 Health Data Specialists B.V.								
Balance as at March 31, 2024	0.05%	5.40	-1.11%	0.04	0.00%	-	0.93%	0.04
Balance as at March 31, 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
8 Heads Research GmbH								
Balance as at March 31, 2024	0.06%	5.96	0.80%	(0.03)	0.00%	-	-0.67%	(0.03)
Balance as at March 31, 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
9 Health Data Specialists S.r.l								
Balance as at March 31, 2024	0.08%	8.06	-9.47%	0.34	0.00%	-	7.94%	0.34
Balance as at March 31, 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
10 Heads Research SMSA								
Balance as at March 31, 2024	1.24%	131.88	-38.13%	1.37	0.00%	-	31.95%	1.37
Balance as at March 31, 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
11 Heads Research AG								
Balance as at March 31, 2024	0.09%	9.51	0.09%	(0.00)	0.00%	-	-0.08%	(0.00)
Balance as at March 31, 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
12 Health Data Specialists USA Inc								
Balance as at March 31, 2024	0.03%	3.29	0.01%	(0.00)	0.00%	-	0.00%	(0.00)
Balance as at March 31, 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
13 Health Data Specialists Australia Ltd.								
Balance as at March 31, 2024	0.03%	3.51	-0.83%	0.03	0.00%	-	0.70%	0.03
Balance as at March 31, 2023	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Joint venture								
1 Ingenuity Biosciences Private Limited								
Balance as at March 31, 2024	0.00%	-	0.00%	-	0.00%	-	0.00%	-
Balance as at March 31, 2023	-0.81%	(37.40)	-6.29%	(26.67)	0.00%	-	-6.31%	(26.67)
Non-controlling interests in all subsidiaries								
Balance as at March 31, 2024	0.47%	50.31	38.22%	(1.37)	-3.82%	(0.30)	-39.05%	(1.67)
Balance as at March 31, 2023	1.25%	57.73	5.44%	23.08	-11.65%	0.22	5.51%	23.29
Inter-company elimination and consolidation Adjustments								
Balance as at March 31, 2024	-31.29%	(3,332.79)	684.59%	(24.54)	148.46%	11.67	-300.80%	(12.87)
Balance as at March 31, 2023	-21.04%	(974.17)	-7.92%	(33.58)	1.93%	(0.04)	-7.96%	(33.62)
Total								
Balance as at March 31, 2024	100.00%	10,650.00	100.00%	(3.58)	100.00%	7.86	100.00%	4.28
Balance as at March 31, 2023	100.00%	4,629.33	100.00%	424.23	100.00%	(1.86)	100.00%	422.37

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44 Government of India's Code for Social Security 2020 (the 'Code') received assent from the President in September 2020. However, the date from when the Code will become applicable and rules have not yet been notified. The Group will assess the impact of the Code and account for the same once the effective date and rules are notified.

45 **Other Statutory information:**

a. The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

b. The Group do not have any transactions with Companies Struck off.

c. The Group do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

d. The Group have not traded or invested in Cryptocurrency or Virtual Currency during the financial year.

e. The Group have 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:
(i) 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
(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

f. The Group have 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 Group shall:
(i) 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
(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

g. The Group have not 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).

h. The Group has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013

i. There is no immovable property whose title deed is not held in the name of the Group.

j. The Group has not been declared a wilful Defaulters by any bank or financial institution or consortium thereof in accordance with the guidelines on wilful defaulters issued by the RBI.

k. The Group has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

l. The Group has availed loans from banks on the basis of security of current assets. The Group files statement of current assets with the bank on periodical basis. There are no material discrepancies between the statements filed by the Group and the books of accounts of the Group.

m. Group has not defaulted on repayment of borrowings and interest during the year.

46 The Holding Company and the subsidiaries which are companies incorporated in India and whose financial statements have been audited under the Act, have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, the Holding Company and above referred subsidiaries did not come across any instance of audit trail feature being tampered with except with respect to 2 subsidiaries, whether there was loss of audit trail data including logs on account of errors encountered during the data repair exercise carried out by these subsidiaries during the period.

As per our report of even date
For S R B C & Co. LLP
Chartered Accountants
ICAI FRN: 324982E/E300003

per Sukrut Mehta
Partner
Membership No. 101974

Date: October 25, 2024
Place: Ahmedabad

For and on Behalf of the Board of Directors of
Veeda Clinical Research Limited
(CIN : U73100GJ2004PLC044023)

Nitin Deshmukh	**Mahesh Bhalgat**	**Nirmal Bhatia**
Chairman	**Managing Director**	**Company Secretary & CFO**
DIN: 00060743	**DIN: 07253670**	**ICSI Membership No.12551**
Date: October 25, 2024	Date: October 25, 2024	Date: October 25, 2024
Place: Ahmedabad	Place: Ahmedabad	Place: Ahmedabad

Veeda Clinical Research Ltd. Ahmedabad

S R B C & CO LLP CHARTERED ACCOUNTANTS