MICRO, SMALL & MEDIUM ENTERPRISES
सूक्ष्म, लघु एवं मध्यम उद्यम

Ortin
LABORATORIES LTD

To, Date: 08.09.2023

1. BSE Limited P.J. Towers, Dalal Street Mumbai – 400001	2. National Stock Exchange of India Limited, Exchange Plaza, Bandra- Kurla Complex, Mumbai-400051

Dear Sir/Madam,

Sub: Submission of the 36th Annual Report for the year 2022-23 under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Scrip Code: BSE -539287, NSE - ORTINLAB

Unit: Ortin Laboratories Limited

With reference to the subject cited, pursuant to Regulation 34 of SEBI (LODR) Regulations 2015, we are herewith enclosing the 36th Annual Report of the Company for the Financial Year 2022-23. The Annual General Meeting of the Company is scheduled to be held on Saturday, 30th Day of September, 2023 at 11:00 a.m. through video conferencing/Other Audio-Visual Means.

This is for the information and records of the Exchanges, please.

Thanking you.

Yours sincerely,
For Ortin Laboratories Limited

ORTIN LABORATORIES LIMITED * HYDERABAD *

MURALI KRISHNA MURTHY SANKA
Digitally signed by MURALI KRISHNA MURTHY SANKA
Date: 2023.09.08 15:53:59 +05'30'

S. Murali Krishna Murthy
Managing Director
DIN: 00540632

Encl: as above

ORTIN LABORATORIES LIMITED

36th
ANNUAL REPORT
2022-2023

CORPORATE INFORMATION

BOARD OF DIRECTORS

1. Mr. Murali Krishna Rayaprolu - Chairman & Independent Director (DIN: 08928502)
2. Mr. S. Murali Krishna Murthy - Managing Director (DIN: 00540632)
3. Mr. S. Srinivasa Kumar - Whole Time Director (DIN: 02010272)
4. Mr. S. Balaji Venkateswarlu - Non-Executive Director (DIN: 02010148)
5. Mr. B. Gopal Reddy - Independent Director (DIN: 06716560)
6. Ms. Pottur Sujatha - Independent Director (DIN: 08979645)

CFO: Mr. S. Srinivas Kumar

REGISTERED OFFICE

D. No. 1-8-B4, Ground Floor, F3 HIG,
Block-4, Street no. 3, Baghlingampally
Hyderabad -500044 Telangana
Email: info@ortinlabsindia.com

Works:

Plot No.275 & 278, I.D.A,
Pashamylaram, Sangareddy
District-502307 Telangana

CORPORATE IDENTITY NUMBER

L24110TG1986PLC006885

STATUTORY AUDITOR

M/s. Mathesh & Ramana
Chartered Accountants,
Hyderabad

SECRETARIAL AUDITOR

Vivek Surana & Associates
Practicing Company Secretaries
Hyderabad

BANKERS

Karnataka Bank Ltd.,
Nampally Station Road,
Hyderabad- 500001

AUDIT COMMITTEE:

1. Ms. Pottur Sujatha - Chairperson
2. Mr. Murali Krishna Rayaprolu - Member
3. Dr. B. Gopal Reddy - Member

NOMINATION & REMUNERATION COMMITTEE:

1. Ms. Pottur Sujatha - Chairperson
2. Mr. Murali Krishna Rayaprolu - Member
3. Dr. B. Gopal Reddy - Member

STAKEHOLDER RELATIONSHIP COMMITTEE:

1. Mr. Murali Krishna Rayaprolu - Chairman
2. Ms. Pottur Sujatha - Member
3. Dr. B. Gopal Reddy - Member

INDEPENDENT DIRECTORS :

1. Ms. Pottur Sujatha
2. Dr. B. Gopal Reddy
3. Mr. Murali Krishna Rayaprolu

REGISTRAR & SHARE TRANSFER AGENTS

KFin Technologies Limited
Selenium Tower B, Plot No. 31&32,
Financial District, Nanakramguda,
Serilingampally,Hyderabad-500 032
Tel: 040-67161500 Fax 040-23001153

LISTED AT	:	BSE Limited, National Stock Exchange of India Limited
ISIN	:	INE749B01020
WEBSITE	:	www.ortinlabsindia.com
INVESTOR E-MAIL ID	:	info@ortinlabsindia.com

NOTICE

Notice is hereby given that the 36th Annual General Meeting of the Members of Ortin Laboratories Limited will be held on Saturday, 30th day of September, 2023 at 11:00 a.m. through Video Conferencing/ Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements including Balance Sheet as at March 31st, 2023, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.
2. To appoint a director in place of Mr. S. Balaji Venkateswarlu who retires by rotation and being eligible, offers himself for re-appointment.

For and on behalf of the Board
Ortin Laboratories Limited

Sd/-
S. Murali Krishna Murthy
Managing Director
DIN: 00540632

Place: Hyderabad
Date: 06.09.2023

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 05, 2020 in conjunction with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020,10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021 and Circular No. 03/2022 dated 05.05.2022 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company shall be held through VC/OAVM. The deemed venue for the 36th AGM shall be the Registered Office of the Company.

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to info@ortinlabsindia.com with a copy marked to evoting@kfintech.com.

4. M/s. KFin Technologies Limited (K Fintech) will be providing facility for voting through remote e-voting, for participation in the 36th AGM through VC/OAVM and e-voting during the AGM.

5. Members may join the 36th AGM through VC/OAVM by following the procedure which shall be kept open for the Members from 10:45 a.m. i.e., 15 minutes before the time scheduled to start the AGM and the Company may close the window for joining the VC/OAVM 15 minutes after the scheduled time to start the 36th AGM. The detailed instructions for participating in the 36th AGM through VC/OAVM are given as a separate attachment to this Notice.

6. Members may note that the VC/OAVM provided by KFintech, allows participation of at least 2000 Members on a first-come-first-served basis. The large shareholders (i.e., shareholders holding 2% or more shareholding), promoters, institutional investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. can attend the AGM without any restriction on account of first-come-first-served principle.

7. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

8. The Register of Members and Share Transfer Books of the Company shall remain closed from 24.09.2023 to 30.09.2023 (both days inclusive). Valid Transfers of Shares received at the office of Registrar and Transfer Agents of the Company, KFintech, before the close of business hours on 23.09.2023.

9. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, KFintech for assistance in this regard.

10. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Company's Registrars and Transfer Agents, KFintech, in case the shares are held by them in physical form.

11. The Securities and Exchange Board of India (SEBI) vide circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, inter alia mandated furnishing of PAN, email address, mobile number, bank account details and nomination by shareholders holding shares in physical form and also mandated that any service request shall be entertained only upon registration of the PAN, Bank details and the nomination. SEBI had also asked the shareholders to ensure their PAN is linked to Aadhaar by March 31, 2023 or any other date as may be specified by the Central Board of Direct Taxes to avoid freezing of their folio. Company's Registrar and Transfer Agent, KFintech, has sent physical letters to all the shareholders of the Company holding shares in physical form in this regard requesting them to furnish the required documents/details within due timelines.

12. Members are requested to update and/or intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Company's Registrars and Transfer Agents, KFintech, in case the shares are held by them in physical form.

13. SEBI has directed listed Companies to use electronic payment modes such as NEFT, RTGS, ECS etc., for payments to the investors. Members are requested to update their bank details such as MICR, IFSC code etc., with the Registrar and Transfer Agents, KFintech by submitting a cancelled cheque, while Members holding shares in electronic form are requested to update such bank details with their respective Depository Participants.

14. Members who have multiple folios in identical names or joint names in the same order are requested to intimate the Registrar and Transfer Agents, KFintech about these folios to enable consolidation of all such shareholdings in too ne folio.

15. The Securities and Exchange Board of India (SEBI) vide circular ref no. MRD/DOP/CIR-05/2007 dated April 27, 2007, made PAN the sole identification number for all participants transacting in the securities market, irrespective of the amount of transaction. In continuation of the aforesaid circular, it is hereby clarified that for securities market transactions and off market/private transactions involving transfer of shares of listed companies in physical form, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the Company/Registrar and Share Transfer Agent for registration of such transfer of shares.

16. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

17. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice upto the date of AGM. Members seeking to inspect such documents can send an email to info@ortinlabsindia.com

18. Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolution proposed to be passed at AGM by electronic means. The detailed instructions for e-voting are given as a separate attachment to this Notice. The Members, whose names appear in the Register of Members/List of Beneficial Owners as on close of business hours of 23.09.2023, i.e. the date prior to the commencement of book closure, being the cut-off date, are entitled to vote on Resolutions set forth in this Notice. Members may cast their votes on electronic voting system from any place (remote e-voting).

    The remote e-voting period will commence at 9.00 A.M. on 27.09.2023 and will end at 5.00 P.M. on 29.09.2023. Members who have cast their vote by remote e-voting prior to the 36h AGM may also participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again. The Members joining the AGM through VC/OAVM, who have not cast their vote by remote e-voting shall be eligible to vote through e-voting system at the e-AGM.

19. The Company has appointed M/s. Vivek Surana& Associates, Practicing Company Secretaries, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Scrutinizer shall not later than 48 hours of conclusion of the AGM, submit his report of the votes cast in favour or against, if any, to the Chairman of the Company or a person authorised by him in writing, and the result of the same will be disclosed forthwith. The Company has appointed M/s. KFin Technologies Limited as the Agency for the purpose of facilitating the electronic voting.

20. In compliance with the above referred MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website www.ortinlabsindia.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com andwww.nseindia.com respectively and on the website of Company's Registrar and Transfer Agent, KFintech at https://evoting.kfintech.com/

21. For receiving all communication (including Annual Report)from the Company electronically:

a. Members holding shares in physical mode and who have not registered/updated their email address with the Company are requested to register/update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at info@ortinlabsindia.com or to KFintech at einward.ris@kfintech.com

b. Members holding shares in dematerialised mode are requested to register/update their email addresses with the relevant Depository Participant.

22. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

23. THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E- VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

a. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e- Voting services provided by KFintech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.

b. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on “e-Voting facility provided by Listed Companies”, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs in order to increase the efficiency of the voting process.

c. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

d. Any person holding shares in physical form and nonindividual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he/she is already registered with KFintech for remote e-Voting then he/she can use his/her existing User ID and password for casting the vote.

e. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under “Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.”

f. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3: Access to join virtual meetings (e-AGM) of the Company on KFintech system to participate in e-AGM and vote at the AGM.

DETAILS ON STEP 1 ARE MENTIONED BELOW:

Login method for remote e-Voting for Individual shareholders holding securities in Demat mode

Type of shareholders	Login Method
Individual Shareholde rs holding securities in Demat mode with CDSL	1. Existing user who have opted for Easi/Easiest I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL:www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id andpassword. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e.KFinteche-Voting portal V. Click on e-Voting service provider nameto cast your vote. 1. User not registered for Easi/Easiest I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/ EasiRegistration II. Proceed with completing the required fields III. Follow the steps given in point 1 2. Alternatively, by directly accessing the e- Voting website of CDSL I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email asrecorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.eKFintech where the e-Voting is inprogress.
Individual Shareholders holding securities in demat mode with NSDL	1. User already registered for IDeAS facility: I. Visit URL: https://eservices.nsdl.com II. Click on the “Beneficial Owner” iconunder “Login” under ‘IDeAS’ section. III. On the new page, enter User ID andPassword. Post successful authentication,click on “Access to e-Voting” IV. Click on company name or e-Voting service provider and you will be redirected to e-Voting service providerwebsite for casting the vote during theremote e-Voting period 2. User not registered for IDeAS e-Services: I. To register click on link: https://eservices.nsdl.com II. Select “Register Online for IDeAS” or click at

Individual Shareholders holding securities in demat mode with NSDL	https://eservices.nsdl.com/ Secure Web/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in points 1. 3. Alternatively, by directly accessing the e- Voting website of NSDL I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will be requested to select the name of the company and the e-Voting ServiceProvider name, i.e.KFintech. V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in Demat mode) log in through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period without anyfurther authentication

Important note:

Members who are unable to retrieve User ID/Password areadvised to use Forgot user ID and Forgot Password optionavailable at respective websites.

Helpdesk for Individual Shareholders holding securities in dematmode for any technical issues related to login throughDepositoryi.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542- 43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

DETAILS ON STEP 2 ARE MENTIONED BELOW:

Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

i. Launch internet browser by typing the URL: https:// emeetings.kfintech.com/

ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on "LOGIN".

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Ortin Laboratories Limited- AGM" and click on "Submit".

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on "Submit".

xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to cast its vote through remote e-voting together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email info@ortinlabsindia.com with a copy

marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name Even No."

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

i. Members who have not registered their email address and in consequence the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFintech, by accessing the link: https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx

Members are requested to follow the process as guidedto capture the email address and mobile number forsending the soft copy of the notice and e-voting instructionsalong with the User ID and Password. In case of any queries, member may write to einward.ris@kfintech.com.

ii. Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.

iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

DETAILS ON STEP 3 ARE MENTIONED BELOW:

Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.

i. Member will be provided with a facility to attend the AGM through VC/OAVM platform provided by KFintech. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

ii. Facility for joining AGM though VC/OAVM shall be open at least 15 minutes before the commencement of the Meeting.

iii. Members are encouraged to join the Meeting through Laptops/Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

iv. Members will be required to grant access to the webcam to enable VC/OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views/send their queries at least 5 days in advance mentioning their name, demat account number/folio number, email id, mobile number atinfo@ortinlabsindia.com. Questions/queries received by the Company shall only be considered and responded during the AGM.

vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC/OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

vii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

viii. Facility of joining the AGM through VC/OAVM shall be available for at least 2000 members on first come first served basis.

ix. Institutional Members are encouraged to attend and vote at the AGM through VC/OAVM.

OTHER INSTRUCTIONS

I. Speaker Registration: The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit https://emeetings.kfintech.com and login through the user id and password provided in the mail received from KFintech. On successful login, select 'Speaker Registration' which will be opened from 9.00 A.M. on 19.09.2023 to 5.00 P.M. on 26.09.2023. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

II. Post your Question: The Members who wish to post their questions prior to the meeting can do the same by visitinghttps://emeetings.kfintech.com. Please login through the user id and password provided in the mail received from KFintech. On successful login, select 'Post Your Question' option which will opened from 9.00 A.M. on 19.09.2023 to 5.00 P.M. on 26.09.2023.

III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https:// evoting.kfintech.com (KFintech Website) or write at voting @ kfintech.com or einward.ris@ kfintech.com or call KFintech's toll free No. 1-800-309-4001 for any further clarifications.

IV. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on the close of 23.09.2023, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

V. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

i. If the mobile number of the member is registered against Folio No./DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number + Folio No. or DP ID Client ID to 9212993399

a. Example for NSDL:MYEPWD<SPACE> IN12345612345678

b. Example for CDSL: MYEPWD <SPACE> 1402345612345678

c. Example for Physical: MYEPWD <SPACE> XXXX1234567890

ii. If e-mail address or mobile number of the member is registered against Folio No./DP ID Client ID, then on the home page of https://evoting.kfintech.com/, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

iii. Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.

OTHER INSTRUCTIONS:

i. The voting rights of shareholders shall be in proportions to the shares held by them in the paid equity share capital of the Company as on the cut-off date i.e.23.09.2023.

ii. The Scrutinizer shall after the conclusion of the Voting at the Annual General Meeting first count the votes cast at the meeting and thereafter unblock the votes cast though remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make not later than three days of conclusion of the meeting a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or person authorized by him.

iii. Voting is provided to the members through e-voting and at the Annual General Meeting of the Company. A member can opt for only one mode of voting i.e. either through remote e-voting or e-voting at the Annual General Meeting of the Company.

iv. If a Member cast votes by both modes, then voting done through remote e-voting shall prevail.

v. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.ortinlabsindia.com and will be communicated to the Stock Exchanges of the Company i.e. BSE Limited and National Stock Exchange of India Limited.

24. Relevant documents referred to in the accompanying Notice, as well as Annual Report is open for inspection at the Registered Office of the Company, during the office hours, on all working days up to the date of Annual General Meeting.

25. SEBI has notified vide Notification No. SEBI/LAD-NRO/GN/2018/24 that securities of the listed companies scan be transferred only in dematerialized form. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares held by them in physical form.

For and on behalf of the Board
Ortin Laboratories Limited

Sd/-
S. Murali Krishna Murthy
Managing Director
DIN: 00540632

Place: Hyderabad
Date: 06.09.2023

Annexure A

As required under regulation 36 (3) of the SEBI (LODR), Regulations, 2015, brief particulars of the Directors seeking appointment/re-appointment are given as under:

Name of the Director	**Mr. S. Balaji Venkateswarlu**
Designation	Director
Date of Birth	07/04/1963
Age	60 years
Date of First Appointment	29-01-2008
Brief resume, Qualification & Experience	He is graduate & he is having more than 25 years experience in the Pharma Industry in Marketing
Expertise in Specific functional area	Marketing
Inter se relationship among Directors	Related to S.Murali Krishna Murthy, Managing Director
Names of the Listed entities in which the person is holding Directorships and the membership of Committees of the board along with listed entities from the director/ appointee has resigned in the past three years	Nil
Number of shares held by them	1,81,932 Equity Shares
Skills and capabilities required for the role and the manner in which the Director meet the requirements (Independent Directors)	NA

For and on behalf of the Board
Ortin Laboratories Limited

Sd/-
S. Murali Krishna Murthy
Managing Director
DIN: 00540632

Place: Hyderabad
Date: 06.09.2023

BOARD'S REPORT

To the Members,

The Directors have pleasure in presenting before you the 36th Board's Report and the Audited Financial Statement of the Company for the Financial Year ended 31st March 2023.

1. FINANCIAL SUMMARY/HIGHLIGHTS AND STATE OF AFFAIRS:

The performance of the Company during the year has been as under:

(Rs. In Lakhs)

Particulars	2022-23	2021-22
Revenue from Operations	602.03	823.08
Other Income (Including Exceptional Items)	4.20	19.45
Total Revenue	606.23	842.53
Total Expenses	614.61	895.52
Profit Before Tax	(8.38)	(53)
Less Exceptional items	2.67	-
Less: Tax expense	(1.69)	13.12
Profit / (Loss) After Tax	(9.36)	(39.87)
Other Comprehensive Income	0	0
Total Comprehensive Income	(9.36)	(39.87)
Earning per Equity Share- Basic & Diluted (in Rs.)	(0.12)	(0.49)

2. REVIEW OF OPERATIONS:

The total revenue of the Company for the financial year under review was Rs.606.23 Lakhs as against Rs. 842.53 Lakhs for the previous financial year. The company recorded a net loss of Rs. 9.36 Lakhs for the financial year 2022-23 as against the net loss of Rs. 39.87 Lakhs for the previous year.

3. DIVIDEND:

The directors have not recommended dividend for the year 2022-23.

4. BUSINESS UPDATE AND STATE OF COMPANY'S AFFAIRS:

The information on Company's affairs and related aspects is provided under Management Discussion and Analysis report, which has been prepared, inter-alia, in compliance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and forms part of this Report.

5. RESERVES:

Pursuant to provisions of Section 134 (3) (j) of the Companies Act, 2013, company has not proposed to transfer any amount to general reserves account of the company during the year under review.

The Closing balance of reserves, including retained earnings, of the Company as at March 31st 2023 is Rs. 273.35 Lakhs.

6. CHANGE IN THE NATURE OF THE BUSINESS, IF ANY:

During the period under review and the date of Board's Report there was no change in the nature of Business.

7. MATERIAL CHANGES & COMMITMENT AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There were no major material changes and commitments affecting the financial position of the Company after the end of the financial year and up to date of this report (i.e., 06.09.2023).

8. REVISION OF FINANCIAL STATEMENTS:

There was no revision of the financial statements for the year under review.

9. AUTHORISED AND PAID-UP CAPITAL OF THE COMPANY:

The Authorised share capital of the Company as on 31st March 2023 stood at Rs.9,60,00,000 divided into 96,00,000 equity shares of the face value of Rs. 10/- each.

The issued, subscribed and paid up share capital of the Company as on 31st March 2023 stood at Rs. 8,13,13,920 divided into 81,31,392 equity shares of the face value of Rs. 10/- each.

10. TRANSFER OF SHARES AND UNPAID/UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”) read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (“IEPF”), constituted by the Central Government.

During the Year, no amount of dividend was unpaid or unclaimed for a period of seven years and therefore no amount /shares is required to be transferred to Investor Education and Provident Fund under the Section 125(1) and Section 125(2) of the Act.

11. INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”) read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (“IEPF”), constituted by the Central Government.

During the Year, no amount of dividend was unpaid or unclaimed for a period of seven years and therefore no amount is required to be transferred to Investor Education and Provident Fund under the Section 125(1) and Section 125(2) of the Act.

12. APPOINTMENT / RE-APPOINTMENT / RESIGNATION / RETIREMENT OF DIRECTORS /CEO/ CFO AND KEY MANANGERIAL PERSONNEL:

- Mr. Bh. Satyanarayana Raju (DIN: 02697880) who retires by rotation was not reappointed in 35th Annual General Meeting held on 30th September, 2022.

- Mr. G. Venkata Ramana (DIN: 00031873) who retires by rotation was not reappointed in the 35th Annual General Meeting held on 30th September, 2022.
- Mr. JRK Panduranga Rao, Chairman and Independent director has resigned from the Company on dated 29.11.2022 due to his personal pre-occupations and commitments.
- Mr. Balaji Venkateswarulu Sanka (DIN: 02010148) retires by rotation and being eligible, offers himself for re-appointment. A resolution seeking shareholders' approval for his re-appointment along with other required details forms part of the Notice.
- Mr.Nitesh Kumar Sharma, Company Secretary and Compliance Officer of the Company has resigned w.e.f 12.06.2023

The Board places on record the sincere appreciated for the services rendered by the retiring directors/resigning directors /KMP during their tenure.

13. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS:

The Company has received declarations from all the Independent Directors of the Company to the effect that they are meeting the criteria of independence as provided in Sub-Section (6) of Section 149 of the Companies Act, 2013 and under regulation 16(1) (b) read with Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct.

In terms of Regulations 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

During the year, Non-executive Director had no pecuniary relationship or transactions with the Company, other than sitting fees, their holding, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board of Directors and Committee(s) except Mr. Sanka Balaji Venkateswarlu, Non-Executive Director holds 1,53,132 Equity shares in the Company.

14. BOARD MEETINGS:

The Board of Directors duly met Seven (7) times during the financial year from 1st April 2022 to 31st March 2023 on 05.04.2022, 30.05.2022, 13.08.2022, 05.09.2022, 14.11.2022, 29.11.2022 and 14.02.2023 and in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

15. BOARD EVALUATION:

Evaluation of all Board members is performed on an annual basis. The evaluation is performed by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated January 5, 2017 and the Companies Amendment Act, 2017 the Company adopted the recommended criteria by Securities and Exchange Board of India.

The Directors were given evaluation forms for the following:

(i) Evaluation of Board;

(ii) Evaluation of Committees of the Board;

(iii) Evaluation of Independent Directors;

(iv) Evaluation of Chairperson;

(v) Evaluation of Non-Executive and Non-Independent Directors; and

(vi) Evaluation of Managing Director.

The Directors were requested to give following ratings for each criteria:

1. fair;
2. satisfactory; and
3. very satisfactory.

The Directors have sent the duly filled forms to Nomination & Remuneration committee. Based on the evaluation done by the Directors, the Committee has prepared a report and submitted the Evaluation Report. Based on the report, the Board of Directors has informed the rankings to each Director and also informed that the performance of Directors is satisfactory and they are recommended for continuation as Directors of the Company.

16. STATEMENT SHOWING THE NAMES OF THE TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN AND THE NAME OF EVERY EMPLOYEE AS PER RULE 5(2) & (3)OF THE COMPANIES(APPOINTMENT & REMUNERATION) RULES, 2014:

Disclosure pertaining to remuneration and other details as required under section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in Annexure–1 to this Report.

The Statement containing the particulars of employees as required under section 197(12) of the Companies Act, 2013 read with rule 5(2) and other applicable rules (if any) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in Annexure–2 to this report.

During the year none of the employees is drawing a remuneration of Rs.1,02,00,000/- and above per annum or Rs.8,50,000/- per month and above in aggregate per month, the limits specified under the Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

17. RATIO OF REMUNERATION TO EACH DIRECTOR:

Under Section 197(12) of the Companies Act, 2013, and Rule 5(1) (2) & (3) of the Companies (Appointment & Remuneration) Rules, 2014 read with Schedule V of the Companies Act, 2013 the ratio of remuneration of Managing Director (Mr. S. Murali Krishna Murthy) and Whole-Time Directors (Mr. S. Srinivas Kumar) of the Company to the median remuneration of the employees is 2.27:1 and 2.09:1 respectively.

18. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of Section 134(3)(C) and 134(5) of the Companies Act, 2013 the Board of Directors, to the best of their knowledge and ability, confirm that:

1. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. the Directors have selected such accounting policies and applied them consistently and made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
3. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. the Directors have prepared the annual accounts on a going concern basis;
5. the Directors have lain down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
6. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

19. DISCLOSURE OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. The Company maintains appropriate system of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances, and are meant to ensure that all transactions are authorized, recorded and reported correctly. The internal audit function is adequately resourced commensurate with the operations of the Company and reports to the Audit Committee of the Board.

During the period under review, there is no material or serious observations have been noticed for inefficiency or inadequacy of such controls.

20. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

During the Financial Year 2022-23, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3) (ca) of the Companies Act, 2013.

21. CEO/ CFO Certification

The Managing Director and CFO certification of the financial statements under regulation 17 (8) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 for the year 2022-2023 is annexed in this Annual Report.

22. INFORMATION ABOUT THE FINANCIAL PERFORMANCE / FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES/ JOINT VENTURES:

During the year under review, the Company does not have any subsidiaries, joint ventures or associate Companies.

23. DETAILS OF DEPOSITS NOT IN COMPLIANCE WITH THE REQUIREMENTS OF THE ACT:

Since the Company has not accepted any deposits during the Financial Year ended March 31, 2023, there has been no non-compliance with the requirements of the Act.

Pursuant to the Ministry of Corporate Affairs (MCA) notification dated 22nd January 2019 amending the Companies (Acceptance of Deposits) Rules, 2014, the Company is required to file with the Registrar of Companies (ROC) requisite returns in Form DPT-3 for outstanding receipt of money/loan by the Company, which is not considered as deposits.

The Company complied with this requirement within the prescribed timelines.

24. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

During the year under review, the Company has not given loans, Guarantees or made any investments exceeding the limits as prescribed under the provisions of section 186 of the Companies Act, 2013.

25. RELATED PARTY TRANSACTIONS:

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. During the financial year 2022-23, there were no material significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel or the Senior Management which may have a potential conflict with the interest of the Company at large. The transactions with the related parties are routine and repetitive in nature.

All related party transactions were placed before the Audit Committee/Board for review and approval.

The Form AOC-2 pursuant to Section 134(3) (h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is annexed herewith as Annexure-3 to this report.

During the year, the Company amended the Policy on Dealing with Related Party Transactions ('RPT Policy') which was approved by the Board of Directors to give effect to the amendments in Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021. The RPT Policy is available on the Company's website at www.ortinlabsindia.com.

26. DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars as prescribed under Section 134(3) (m) of the Companies Act, 2013, is provided hereunder:

A. Conservation of Energy:

Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

B. Technology Absorption:

1. Research and Development (R&D): NIL
2. Technology absorption, adoption and innovation: NIL

C. Foreign Exchange Earnings and Out Go:

Foreign Exchange Earnings: NIL

Foreign Exchange Outgo: NIL

27. COMMITTEES:

(I). AUDIT COMMITTEE:

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18(1) of SEBI (LODR) Regulations read with Section 177 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

(II). NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19(1) of SEBI (LODR) Regulations read with Section 178 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

(III). STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee of the Company is constituted in line with the provisions of Regulation 20 of SEBI (LODR) Regulations read with Section 178 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

28. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 read with Regulation 22of SEBI (LODR) Regulations, 2015, the Board of Directors has formulated a Whistle Blower Policy. The Company promotes ethical behaviour and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil Mechanism and Whistle-blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. Employees may report their genuine concerns to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

Vigil Mechanism Policy has been established by the Company for directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013. The same has been placed on the website of the Company.

29. SIGNIFICANT & MATERIAL ORDERS PASSED BY COURTS / REGULATORS / TRIBUNALS:

There are no significant and material orders passed by the regulators /courts that would impact the going concern status of the Company and its future operations.

30. STATUTORY AUDITORS:

At the 35th Annual General Meeting held on 30.09.2022, the members of the company approved the appointment of M/s. Mathesh & Ramana, Chartered Accountants as Statutory Auditors of the company for the term of five years from the conclusion of that Annual General meeting up to the conclusion of 40th Annual General Meeting to be held in the calendar year 2027.

31. QUALIFICATIONS IN AUDIT REPORTS:

Explanations or comments by the Board on every qualification, reservation or adverse remark or disclaimer made—

(a) Statutory Auditors Report:

The Board has duly reviewed the Statutory Auditor's Report on the Accounts for the year ended March 31, 2023 and has noted that the same does not have any reservation, qualification or adverse remarks. However, the Board decided to further strengthen the existing system and procedures to meet all kinds of challenges and growth in the market expected in the coming years.

(b) Secretarial Audit Report:

The Board has duly reviewed the Secretarial Audit Report for the year ended March 31, 2023 on the Compliances according to the provisions of Section 204 of the Companies Act 2013, and has noted that there are no observations except the following:

1. Non-appointment of internal auditor in terms of Section 138 of the Companies Act, 2013. The Board is in the process of appointing Internal Auditor.

(c) Annual Secretarial Compliance Report:

The Company has filed the Annual Secretarial Compliance Report for the year 2022-23 with the BSE Limited and National Stock Exchange of India Limited. The report was received from a Practicing Company Secretary and filed with both the Exchanges.

32. INTERNAL AUDITOR:

During the year, no Internal Auditor was appointed by the company.

33. SECRETARIAL AUDITOR:

In terms of section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, based upon the recommendations of the Audit Committee, the Board of Directors had appointed M/s. Vivek Surana & Associates, Practicing Company Secretaries (CP No. 12901) as the Secretarial Auditor of the Company, for conducting the Secretarial Audit for financial year ended March 31, 2023.

Pursuant to the provisions of Section 134(3) (f) & Section 204 of the Companies Act, 2013, the Board has appointed M/s. Vivek Surana & Associates, Practicing Company Secretaries has undertaken Secretarial Audit of the Company for financial year ending 31.03.2023. The report of the Secretarial Auditor is enclosed herewith vide Annexure-4 of this Report.

34. SECRETARIAL STANDARDS:

Pursuant to the provisions of Section 118 of the Companies Act, 2013, the Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.

35. DECLARATION BY THE COMPANY:

The Company has issued a certificate to its Directors, confirming that it has not made any default under Section 164(2) of the Companies Act, 2013, as on March 31, 2023.

36. ANNUAL RETURN:

As required pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an annual return is uploaded on the website of the company i.e.www.ortinlabsindia.com.

37. DISCLOSURE ABOUT COST AUDIT:

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act, are not applicable for the business activities carried out by the Company.

38. MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT:

The Management Discussion and Analysis Report, pursuant to the SEBI (LODR) Regulation provides an overview of the affairs of the Company, its legal status and autonomy, business environment, mission & objectives, sectoral and operational performance, strengths, opportunities, constraints, strategy and risks and concerns, as well as human resource and internal control systems is appended as Annexure 5 for information of the Members.

39. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:

Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business heads and key executives of the Company is also facilitated. Detailed presentations on important policies of the Company is also made to the directors. Direct meetings with the Chairman is further facilitated to familiarize the incumbent Director about the Company/its businesses and the group practices.

40. POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION AND OTHER DETAILS:

The assessment and appointment of Members to the Board is based on a combination of criterion that includes ethics, personal and professional stature, domain expertise, gender diversity and specific qualification required for the position. The potential Board Member is also assessed on the basis of independence criteria defined in Section 149(6) of the Companies Act, 2013 and Regulation 27 of SEBI (LODR) Regulations, 2015.

In accordance with Section 178(3) of the Companies Act, 2013 and Regulation 19(4) of SEBI (LODR) Regulations, 2015, on the recommendations of the Nomination and Remuneration Committee, the Board adopted a remuneration policy for Directors, Key Management Personnel (KMPs) and Senior Management. The Policy is attached a part of Corporate Governance Report.

We affirm that the remuneration paid to the Directors is as per the terms laid down in the Nomination and Remuneration Policy of the Company.

41. INSURANCE:

The properties and assets of your Company are adequately insured.

42. CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:

The Company has implemented all of its major stipulations as applicable to the Company. As stipulated under Regulation 34 read with schedule V of SEBI (LODR) Regulations, 2015, a report on Corporate Governance duly audited is appended as Annexure 6 for information of the Members. A requisite certificate from the Secretarial Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached to the Report on Corporate Governance.

43. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES:

During the year, None of the Non-executive Directors including Independent Directors had no pecuniary relationship or transactions with the Company, other than sitting fees, their holding and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board of Directors and Committee(s) except Mr. Sanka Balaji Venkateswarlu, Non-Executive Director who holds 1,81,932 Equity shares respectively in the Company.

44. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178:

The assessment and appointment of Members to the Board is based on a combination of criterion that includes ethics, personal and professional stature, domain expertise, gender diversity and specific qualification required for the position. The potential Board Member is also assessed on the basis of independence criteria defined in Section 149(6) of the Companies Act, 2013 and Regulation 27 of SEBI (LODR) Regulations, 2015. In accordance with Section 178(3) of the Companies Act, 2013 and Regulation 19(4) of SEBI (LODR) Regulations, 2015, on the recommendations of the Nomination and Remuneration Committee, the Board adopted a remuneration policy for Directors, Key Management Personnel (KMPs) and Senior Management. The Policy is attached a part of Corporate Governance Report. We affirm that the remuneration paid to the Directors is as per the terms laid down in the Nomination and Remuneration Policy of the Company.

45. CODE OF CONDUCT FOR THE PREVENTION OF INSIDER TRADING:

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading, is available on our website (www.ortinlabsindia.com)

46. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

All employees are covered under this policy. During the year 2022-23, there were no complaints received by the Committee.

47. INDUSTRY BASED DISCLOSURES AS MANDATED BY THE RESPECTIVE LAWS GOVERNING THE COMPANY:

The Company is not a NBFC, Housing Companies etc., and hence Industry based disclosures is not required.

48. FAILURE TO IMPLEMENT CORPORATE ACTIONS:

During the year under review, no corporate actions were done by the Company which were failed to be implemented.

49. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016:

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

50. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS:

During the year under review, there has been no one time settlement of loans taken from banks and financial institutions.

51. POLICIES:

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies. All the policies are available on our website https://www.ortinlabsindia.com/investors/ policies). The policies are reviewed periodically by the Board and updated based on need and new compliance requirement.

52. EVENT BASED DISCLOSURES:

During the year under review, the Company has taken up any of the following activities:

1. Issue of sweat equity share: NA
2. Issue of shares with differential rights: NA
3. Issue of shares under employee's stock option scheme: NA
4. Disclosure on purchase by Company or giving of loans by it for purchase of its shares: NA
5. Buy back shares: NA
6. Disclosure about revision: NA
7. Preferential Allotment of Shares: NA

53. INTERNAL AUDIT AND FINANCIAL CONTROLS:

The Company has adequate internal controls consistent with the nature of business and size of the operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statues, accounting policies, approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on a regular basis. It has a comprehensive budgetary control system to monitor revenue and expenditure against approved budget on an ongoing basis.

54. NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:

During the year under review, no Company has become or ceased to become its subsidiaries, joint ventures or associate Company.

55. PUBLIC DEPOSITS:

The Company has not accepted any deposits falling within the meaning of Sec.73, 74 & 76 of the Companies Act, 2013 read with the Rule 8(v) of Companies (Accounts) Rules 2014, during the financial year under review and as such, no amount of principal or interest on public deposits was outstanding as on the date of the balance sheet.

56. CREDIT & GUARANTEE FACILITIES:

The Company has availed Working Capital facilities and Term Loan from Karnataka Bank.

57. RISK MANAGEMENT POLICY:

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risks and also to identify business opportunities. As a process, the risks associated with the business are identified and prioritized based on severity, likelihood and effectiveness of current detection. Such risks are reviewed by the senior management on a quarterly basis. Risk Management Committee of the Board of Directors of your Company assists the Board in (a) overseeing and approving the Company's enterprise wide risk management framework; and (b) overseeing that all the risks that the organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational, other risks have been identified and assessed, and there is an adequate risk management infrastructure in place capable of addressing those risks. The development and implementation of risk management policy has been covered in the Management Discussion and Analysis, which forms part of this Report.

58. ENVIRONMENTS AND HUMAN RESOURCE DEVELOPMENT:

Your Company always believes in keeping the environment pollution free and is fully committed to its social responsibility. The Company has been taking upmost care in complying with all pollution control measures from time to time strictly as per the directions of the Government.

We would like to place on record our appreciation for the efforts made by the management and the keen interest shown by the Employees of your Company in this regard.

59. STATUTORY COMPLIANCE:

The Company has complied with the required provisions relating to statutory compliance with regard to the affairs of the Company in all respects.

60. DEVIATIONS, IF ANY OBSERVED ON FUNDS RAISED THROUGH PUBLIC ISSUE, PREFERENTIAL ISSUE ETC:

During the year under review, company has not raised any funds from public or through preferential allotment.

61. ACKNOWLEDGEMENTS:

Your Directors wish to place on record their appreciation of the contribution made by the employees at all levels, to the continued growth and prosperity of your Company. Your Directors also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders of the Company for their continued support for the growth of the Company.

For Ortin Laboratories Limited

	Sd/-	**Sd/-**
	S. Murali Krishna Murthy	**S. Srinivas Kumar**
Place: Hyderabad	**Managing Director**	**Whole time Director & CFO**
Date: 06.09.2023	**DIN: 00540632**	**(DIN: 02010272)**

ANNEXURE- 1

STATEMENT SHOWING DETAILS AS PER RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Rule 5 (1) Of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sl. No.	Particulars	Details
1.	The ratio of remuneration to each director to the median remuneration of the employees of the company for the financial year.	The ratio of remuneration of Managing Director (S. Murali Krishna Murthy), Wholetime Directors (S. Srinivas Kumar) to the median remuneration of employees is 2.27:1 and 2.09:1 respectively.
2.	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	-
3.	The percentage increase in the median remuneration of employees in the financial year	-
4.	The number of employees on the rolls of the company	24
5.	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and details if there are any exceptional circumstances for increase in the managerial remuneration	NA
6.	Affirmation that the remuneration is as per the remuneration policy of the company.	Yes

ANNEXURE-2

Statement showing the names of the Top ten Employees in terms of Remuneration drawn as per Rule 5 (3) Of The Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014

STATEMENT OF TOP 10 EMPLOYEES

S No	Name of the Employee	Designation of the employee	Remuneration received	Nature of employment whether contractual or otherwise	Qualification and experience of the employee	Date of commencement of employment	The age of the employee	The last employment held by such employee before joining the Company	The percentage of equity shares held by the employee in the Company within the meaning of clause (iii) of sub rule (2) of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014.	Whether any such employee is a relative of any director or manager of the Company and if so, name of such director or manager
1	S. Murali Krishna Murthy	Managing Director	Rs.55.000/- per Month	Permanent	B.Sc.,	01.04.1996	63 Years	---		---
2	S. Srinivas Kumar	Director	Rs.50,625/- Per Month	Permanent	---	01.01.2008	57 Years	---		---
3	T. Srinivas Rao	Plant Manager	Rs. 55,672/- per Month	Permanent	B.Com.,	01.04.1996	53 Years	---		--
4	H. Rajasekhar	Production Manager	Rs. 55,672/- per Month	Permanent	M. Pharma	01.04.1996	56 Years	M/s. Sangfroid Remedies	---	---
5	D. Balaji Gupta	Asst. Production Manager	Rs.32,809/- per Month	Permanent	M. Pharma	01.05.2012	50 Years	M/s. Ambuja Labs	---	---
6	S. Srinivas Rao	Distribution Manager	Rs.26,000/- per Month	Permanent	B.Com.,	01.05.2012	52 Years	---	---	---
7	S. Srinivas Goud	Draft Man	Rs.24,858/- per Month	Permanent	SSC	01.04.2002	52 Years	---	---	---
8.	N. Srinivas Reddy	Machine Operator	Rs.24,250/- per Month	Permanent	SSC	01.04.2017	45 Years	---	---	---
9	S. Sarath Kumar	Distribution Manager	Rs.48,486/- per Month	Permanent	Intermediate	01.04.2011	47 Years	---	---	---
10	V RAMA KRISHNA	Analytic Chemist	Rs.37700/- per Month	Permanent	M.Sc	01.09.2022	30 Years	---	---	---

Annexure 5

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)

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

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

Sl. No.	Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/ transactions:	Duration of the contracts / arrangements/ Transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any: Approved by Audit Committee and Board Meeting in last Financial Year:
1.	S. Murali Krishna Murthy	Remuneration	3 years 27-01-2022 to 26-01-2025	As approved by the Board of Directors	27-01-2022
2.	S. Murali Krishna Murthy	Unsecured loan	Not defined	As per Contracts and agreements	NA
3.	S. Srinivas Kumar	Remuneration	3 years 01-04-2021 to 31-03-2024	As approved by the Board of Directors	01-04-2021
4.	Nitesh Kumar Sharma	Remuneration	Not defined	As approved by the Board of Directors	24-07-2020
5.	S. Srinivas Kumar	Unsecured loan	Not defined	As per Contracts and agreements	NA
6.	N.Vijaya Durga	Unsecured loan	Not defined	As per Contracts and agreements	NA
7.	S. Parvathi	Unsecured loan	Not defined	As per Contracts and agreements	NA
8.	S. Sarath Kumar	Unsecured loan	Not defined	As per Contracts and agreements	NA
9.	Sri Sai Krishna Marketing Associates	Sales	Not defined	As per Contracts and agreements	NA
10.	Sri Sai Krishna Marketing Associates	Purchases	Not defined	As per Contracts and agreements	NA

For Ortin Laboratories Limited

Sd/-
S. Murali Krishna Murthy
Managing Director
DIN: 00540632

Sd/-
S. Srinivas Kumar
Whole time Director & CFO
(DIN: 02010272)

Place: Hyderabad
Date: 06.09.2023

Annexure 4

FORM MR-3

SECRETARIAL AUDIT REPORT

(Pursuant to section 204(1) of the Companies Act, 2013 andRule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

To,

The Members
Ortin Laboratories Limited
Hyderabad

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Ortin Laboratories Limited (hereinafter called "the Company"). 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, Minutes Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the financial year commencing from 1st April, 2022 and ended 31st March, 2023 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 herein after:

1. We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st of March, 2023 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 (FDI), Overseas Direct Investment and External Commercial Borrowings;

2. Compliance status in respect of the provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI ACT') is furnished hereunder for the financial year 2022 - 2023:

i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **The Company has complied with required provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Amended Regulations 2018; **The Company has framed code of conduct for**

regulating &reporting trading by insiders and for fair disclosure and displayed the same on the Company's website i.e. https://www.ortinlabsindia.com

iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable as the company has not issued any shares during the year under review.**

iv. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable as the Company has not issued any Employee Stock Options during the year under review.**

v. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable as the Company has not issued any debt securities during the year under review.**

vi. 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; **Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the year under review. However, the company has KFin Technologies Limited as its Share Transfer Agent.**

vii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable as the company has not delisted/ proposed to delist its equity shares during the year under review.**

viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable as the Company has not bought back/ proposed to buy-back any of its securities during the year under review.**

ix. We have relied on the representation made by the Company and its officers for systems andmechanisms formed by the Company for compliances under other applicable Acts, Laws and Regulations which are listed below and it was noted that the Company has complied with the said Laws to the extent applicable

a) Contract Labour (Regulation and Abolition) Act, 1970;

b) Shops and Establishment Act, 1948

c) Employees' Compensation Act, 1923;

d) Employees' Provident Funds and hiscellaneous Provisions Act, 1952;

e) Employees' State Insurance Act, 1948;

f) Minimum Wages Act, 1948;

g) Payment of Bonus Act, 1965;

h) Payment of Gratuity Act, 1972;

i) Payment of Wages Act, 1936;

j) Maternity Benefit Act, 1961;

k) Industrial Disputes Act, 1947l;

l) Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;

m) The Child Labor (Prohibition and Regulation) Act, 1986;

n) The Equal Remuneration Act, 1976;

o) The Code on Wages, 2019;

p) The Occupational Safety, Health and Working Conditions Code, 2020**;

q) The Industrial Relations Code, 2020;

r) The Code on Social Security, 2020;

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

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

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were complied with to the extent applicable.

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

a) During the year the Company has conducted 7 meetings of the Board of Directors, 4 meetings of the Audit committee, 1 Meeting of Stakeholder Relationship Committee, 2 Meetings of Nomination and Remuneration Committee and 1 meeting of Independent Directors. We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company secretaries of India.

b) As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we report that

(i) the provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of:

- External Commercial Borrowings were not attracted to the Company under the financial year under report;
- Foreign Direct Investment (FDI) was not attracted to the company under the financial year under report;
- Overseas Direct Investment by Residents in Joint Venture/Wholly Owned Subsidiary abroad was not attracted to the company under the financial year under report.

(ii) As per the information and explanations provided by the company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we report that the Company has not made any GDRs/ADRs or any Commercial Instrument under the financial year under report.

We further report that:

- The Company has a CFO, Mr. S. Srinivas Kumar and Mr. Nitesh Kumar Sharma was resigned as Company Secretary and Compliance Officer w.e.f. 12.06.2023.
- The Company has not appointed internal auditor.
- The website of the Company contains policies as specified by SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the provisions of Companies Act, 2013.

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice of board meeting is given to all the directors along with agenda at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and meaningful participation at the meeting.
- As per the minutes of the meeting duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.
- We, further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- We further report that during the year under report, the Company has not undertaken event/action having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.
- The compliance by the Company of applicable financial laws like Direct and Indirect tax laws has not been reviewed thoroughly in this audit since the same have been subject to review by statutory financial audit and other designated professionals.
- The Company has delayed with three minutes in filing Unaudited Financial Results for the quarter ended 31.12.2022 with BSE Limited. BSE has sought for clarification and the company submitted the clarification that it was only due to technical error while receiving OTP and validating it.

For Vivek Surana& Associates

Sd/-
Vivek Surana
Proprietor
M. No.: A24531, C.P. No: 12901
Peer review cer. No. 1809/2022
UDIN: A024531E000954504

Place: Hyderabad
Date: 06.09.2023

Annexure A

To

The Members of
Ortin Laboratories Limited
Hyderabad

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 processes as were appropriate to obtain reasonable assurance about the correctness of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have relied on the reports given by the concerned professionals in verifying the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Vivek Surana& Associates

Sd/-
Vivek Surana
Proprietor
M. No.: A24531, C.P. No: 12901
Peer review cer. No. 1809/2022
UDIN: A024531E000954504

Place: Hyderabad
Date: 06.09.2023

Annexure IV

MANAGEMENT'S DISCUSSION & ANALYSIS REPORT

1. INDUSTRY STRUCTURE AND DEVELOPMENTS:

Pharmaceutical industry is one of the world's fastest growing industries, and remains one of the biggest contributors to world economy. The Indian pharma industry is on a good growth path and is likely to be in the top 10 global markets in value term by 2021, according to the PwC – CII report titled "India Pharma Inc: Gearing up for the next level of growth".

High burden of disease, good economic growth leading to higher disposable incomes, improvements in healthcare infrastructure and improved healthcare financing are driving growth in the domestic market, the report highlighted.

The Indian pharma industry has been growing at a compounded annual growth rate (CAGR) of more than 15% over the last five years and has significant growth opportunities

OPPORTUNITIES AND THREATS:

Increasing number of global acquisitions have been made in the recent past by Indian companies for strategic objectives like market entry, technological or manufacturing expertise and distribution facilities. The global market continues to offer these opportunities for domestic companies looking to expand their international presence.

SEGMENT–WISE OR PRODUCT-WISE PERFORMANCE:

Financial Performance is discussed elsewhere in the Report.

OUTLOOK:

The outlook for emerging market economies is expected to broadly improve, though volatility in capital flow will remain a challenge.

The pharmacy sector in India is highly regulated, yet the sector suffers from circulation of substandard and counterfeit drugs which hampers the retail segment of the business. Measures are being taken by the pharmacy regulatory bodies of the country to control the menace as it hampers the revenue earning drastically. The government is also taking major initiatives to provide medicines at subsidized rates and distribution of medicines in the rural belt.

The pharmacy retail industry in India operates predominantly in the unorganized format and is currently having approximately 20 major players operating in organized format. However, most organized players are operative regionally and are far from having a pan India presence. A variety of value added services are being incorporated by the organized players to attract a larger market share and initiatives are being taken to engage customers in brand loyalty.

RISKS AND CONCERNS:

While the industry is seeing amazing growth, there is increasing focus on associated risks such as high compliance standards, government reform and pricing pressures, expiration of key drug patents, marketing practices, mergers and acquisitions, increasing litigations, and supply chain management.

Our risk management framework is intended to ensure that risks are identified in a timely manner. We have implemented an integrated risk management framework to identify, assess, prioritize, manage/mitigate, monitor and communicate the risk across the county.

Senior management personnel meet at regular intervals to identify various risks, assess, and prioritize the risks. After due deliberations, appropriate strategies are made for managing/mitigating the risks. The company takes the help of independent professional firms to review the risk management structure and implementation of risk management policies. Audit Committee on a quarterly basis, review the adequacy

and effectiveness of the risk management strategies, implementation of risk management/mitigation policies, it advises the board on matters of significant concerns for Redressal.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company maintains a system of well-established policies and procedures for internal control of operations and activities, and these are continually reviewed for effectiveness.

The internal control system is supported by qualified personnel and a continuous program of internal audit. The prime objective of such audits is to test the adequacy and effectiveness of all internal control systems laid down by the management and to suggest improvements. We believe that the company's overall system of internal control is adequate given the size and nature of operations and effective implementation of internal control self-assessment procedures and ensure compliance to policies, plans and statutory requirements.

The internal control system of the company is also reviewed by the Audit Committee periodically. The Management duly considers and takes appropriate action on the recommendations made by the statutory auditors, internal auditors and the independent Audit Committee.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Financial Performance is discussed elsewhere in the Report.

RATIOS:

Particulars	2022-23	2021-22	Remarks
Debtors turnover ratio	1.76	2.54	Variance is primarily on account of decrease in sales and increase in trade receivables
Inventory turnover ratio	2.32	4.73	Variance is primarily on account of decrease in sales and increase in inventory.
Interest coverage ratio	2.92	1.54	NA
Current ratio	0.94	0.76	NA
Debt equity ratio	0.59	0.56	NA
Operating profit margin (%)	12.58	11.11	Variance is primarily on account of decrease in loss compared to the previous year.
Net profit margin (%)	-1.55	-4.84	Variance is primarily on account of decrease in loss compared to the previous year.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

During the year under review the company has taken HR initiatives to train and develop talent pool. The company has also taken up a root cause analysis on bringing down the attrition rates. In order to improve the performance of management and to scale up the business operations, the company has recruited experienced personnel at senior level apart from strengthening other departments with competent people.

DISCLOSURE OF ACCOUNTING TREATMENT:

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently. There have been no deviations from the treatment prescribed in the Accounting Standards notified under Section 133 of the Companies Act, 2013.

CAUTIONARY STATEMENTS:

Certain statements in the Management Discussion and Analysis describing the Company's objectives, predictions may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may vary significantly from the forward looking statements contained in this document due to various risks and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India, volatility in interest rates, new regulations and Government policies that may impact the Company's business as well as its ability to implement the strategy. The Company does not undertake to update these statements.

Annexure III

CORPORATE GOVERNANCE

In accordance with Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the report containing the details of Corporate Governance systems and processes at Ortin Laboratories Limited is as follows:

Ortin Laboratories Limited is committed to best practices in the area of Corporate Governance. Good governance facilitates effective management and control of business, maintaining a high level of business ethics and optimizing the value for all stakeholders.

The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on Corporate Governance is backed by Principles of Concern, Commitment, Ethics, Excellence and Learning in all its acts and relationships with Stakeholders, Clients, Associates and Community at large. This philosophy revolves around fair and transparent governance and disclosure practices in line with the principles of Good Corporate Governance. The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations.

b. DATE OF REPORT

The information provided in the Report on Corporate Governance for the purpose of unanimity is as on 31st March, 2023. The Report is updated as on the date of the report wherever applicable.

c. BOARD DIVERSITY

The Company recognizes and embraces the importance of a diverse board in its success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender which will help us retain our competitive advantage. The Board has adopted the Board Diversity Policy which sets out the approach to diversity of the Board of Directors. The Board Diversity Policy is available on our website www.ortinlabsindia.com.

CODE OF CONDUCT FOR THE PREVENTION OF INSIDER TRADING:

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed and disclosures to be made while dealing with shares of the Company. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

The Insider Trading Policy of the Company covering code of practices and procedures for fair disclosure of unpublished price sensitive information and code of conduct for the prevention of insider trading is available on our website.

2. BOARD OF DIRECTORS

A. COMPOSITION OF THE BOARD

The Company is managed and controlled through a professional body of Board of Directors which comprises of an optimum combination of Executive, Non- Executive and Independent Directors headed by the Chairman & Independent Non-Executive Director. As on date of this report, the Board of Directors of the Company has 6 members (3 Independent Non-Executive Directors, 1 Non-Independent Non-Executive Director and 2 whole-time Directors) with vast experience and knowledge. None of the Directors on the Board is a Member of more than 10 committees or Chairman of more than 5 committees across all the Companies in which he/she is a Director.

The Board has been enriched with the advices and skills of the Independent Directors. The composition of the Board of Directors and details of number of Directorships/committee chairmanships/memberships attendance particulars is as under:

B. Date of the Board meetings:

The Board of Directors duly met Seven (7) times during the financial year from 1st April 2022 to 31st March 2023 on 05.04.2022, 30.05.2022, 13.08.2022, 05.09.2022, 14.11.2022, 29.11.2022 and 14.02.2023.

Sr. No	Name of the Director	Category	No. of Directorships in other companies (name of the listed company to be mentioned)		No. of committee positions held in other public companies		Attendance Particulars		
			Chairman	Director	Chairman	Member	Attendance at the AGM held on 30.09.2022	Attendance in Board Meetings for FY 2022-23	
								Held	Attended
1	Mr. S. Murali Krishna Murthy	Promoter and Managing Director	-	1	-	-	Yes	7	7
2	Mr S. Srinivasa Kumar	Promoter and Whole-Time Director	-	1	-	-	Yes	7	7
3	*Mr. G. Venkata Ramana	Non-Executive Director	-	5 (No.) Vineet Laboratories Limited	-	1	Yes	4	4
4	Mr. S. Balaji Venkateswarlu	Promoter and Non-Executive Director	-	1	-	-	Yes	7	7

5	*Mr. B. Satyanarayana Raju	Non-Executive Director	-	2 (No.) Vineet Laboratories Limited	-	1	Yes	4	4
6	**Mr. J. R. K. Panduranga Rao	Chairman, Non Executive& Independent Director	-	-	-	-	Yes	5	5
7	Dr. B. Gopal Reddy	Non Executive& Independent Director	-	1	-	-	Yes	7	7
8	Mr. Murali Krishna Rayaprolu	Chairman, Non - Executive& Independent Director	-	-	-	-	Yes	7	7
9	Ms. Pottur Sujatha	Non-Executive& Independent Director	-	-	-	-	Yes	7	7

*retired on 30.09.2022
**resigned on 29.11.2022

C. THE NAME OF OTHER LISTED ENTITIES WHERE DIRECTORS OF THE COMPANY ARE DIRECTORS AND THE CATEGORY OF DIRECTORSHIP

Name of Director	Other Listed Entities in which concern Director is Director	Category of Directorship
S. Murali Krishna Murthy	NIL	--
S. Srinivasa Kumar	NIL	--
S. Balaji Venkateswarlu	NIL	--
B. Gopal Reddy	NIL	--
Murali Krishna Rayaprolu	NIL	--
Pottur Sujatha	NIL	--

D. A CHART OR A MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS:

S. No.	Names of the Director	Skills/Expertise/Competence are required in the context of business of the Company
1	Mr. S. Murali Krishna Murthy	Management, Technical, Research and Development
2	Mr. S. Balaji Venkateswarlu	Marketing
3	Mr S. Srinivas Kumar	Distribution network
4	Dr. B. Gopal Reddy	Technical Advisor
5	Mr. Murali Krishna Rayaprolu	Technical Advisor
6	Ms. Pottur Sujatha	Marketing

E. DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE:

Mr. S. Murali Krishna Murthy and Mr. S. Srinivas Kumar are Inter se related to each other. Other Directors do not have any inter se relation with each other.

F. NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTORS:

Mr. S. Balaji Venkateswarlu, Non-Executive Director of the Company holds 1,53,132, Equity Shares in the company.

G. INFORMATION SUPPLIED TO THE BOARD:

The Board has complete access to all information of the Company and is regularly provided advanced detailed information as a part of the agenda papers or is tabled therein. In addition, detailed quarterly performance report is presented in the quarterly Board meeting, encompassing all facets of the Company's operations during the quarter etc.

H. INDEPENDENT DIRECTORS

The Company has complied with the definition of Independence as per Regulation 16 (1) (b) of the SEBI (LODR), Regulations, 2015 and according to the Provisions of Section 149(6) of the Companies Act, 2013. The Company has also obtained declarations from all the Independent Directors pursuant to Section 149 (7) of the Companies Act, 2013.

The Company confirms that in the opinion of the board, the independent directors fulfill the conditions specified in these regulations and are independent of the management.

Mr. J. R. K. Panduranga Rao has resigned as Independent Director of the Company w.e.f 29.11.2022 due to his personal commitments and has confirmed that there is no other material reason other than that mentioned in the resignation letter.

I. DECLARATION BY BOARD

The Board has confirmed that in its opinion, the Independent Directors fulfill the conditions specified in these regulations and are independent of the management.

J. INDEPENDENT DIRECTORS' MEETING:

As per Clause 7 of the Schedule IV of the Companies Act (Code for Independent Directors), a separate meeting of the Independent Directors of the Company (without the attendance of Non-Independent Directors) was held on 14.02.2023, and discussed the following:

1. Evaluation of the performance of Non-Independent Directors and the Board of Directors as whole;
2. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
3. Reviewed the performance of the Chairperson of the Company.

All the Independent Directors of the Company as on date of meeting were present at the meeting.

K. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:

As required under Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with Schedule IV of the Companies Act, 2013, the Company regularly familiarizes Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business heads and key executives of the Company is also facilitated. Detailed presentations on important policies of the Company is also made to the directors. Direct meetings with the Chairman is further facilitated to familiarize the incumbent Director about the Company/its businesses and the group practices.

The details of familiarization programme held in FY 2022-23 are also disclosed on the Company's website i.e.www.ortinlabsindia.com

L. PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS:

Pursuant to provisions of Regulation 17(10) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 ("Listing Regulations") and the provisions of the Companies Act, 2013 an annual Board effectiveness evaluation was conducted for FY 2022-23 on 14.02.2023, involving the following:

(i) Evaluation of IDs, in their absence, by the entire Board was undertaken, based on their performance and fulfilment of the independence criteria prescribed under the Act and SEBI Listing Regulations; and

(ii) Evaluation of the Board of Directors, its committees and individual Directors, including the role of the Board Chairman.

An IDs' meeting, in accordance with the provisions of Section 149(8) read with Schedule IV of the Companies Act, 2013 and Regulation 25(3) and 25(4) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015 ("Listing Regulations"), was convened on 14.02.2023, mainly to review the performance of Independent Directors and the Managing Director and whole time Director and also the Board as a whole. All IDs were present at the said meeting.

- Board: Composition, responsibilities, stakeholder value and responsibility, Board development, diversity, governance, leadership, directions, strategic input, etc.
- Executive Directors: Skill, knowledge, performance, compliances, ethical standards, risk mitigation, sustainability, strategy formulation and execution, financial planning & performance, managing human relations, appropriate succession plan, external relations including CSR, community involvement and image building, etc.
- Independent Directors: Participation, managing relationship, ethics and integrity, Objectivity, brining independent judgement, time devotion, protecting interest of minority shareholders, domain knowledge contribution, etc.
- Chairman: Managing relationships, commitment, leadership effectiveness, promotion of training and development of directors etc.
- Committees: Terms of reference, participation of members, responsibility delegated, functions and duties, objectives alignment with company strategy, composition of committee, committee meetings and procedures, management relations.

2. COMMITTEES OF THE BOARD:

The Company has four Board-level Committees - Audit Committee, Stakeholder Relationship Committee and Nomination & Remuneration Committee.

All decisions pertaining to the constitution of Committees, appointment of members and fixing of terms of service for Committee members are taken by the Board of Directors. Details on the role and composition of these Committees, including the number of meetings held during the financial year and the related attendance are provided in this report below:

i) AUDIT COMMITTEE: (Audit Committee constituted in terms of sec. 177 of Companies Act, 2013 read with Reg. 18 of SEBI (LODR) Regulations, 2015)

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:

The terms of reference of the Audit Committee encompasses the requirements of Section 177 of Companies Act, 2013 and as per Regulation 18 of SEBI (LODR) Regulations, 2015 and, inter alia, includes

i. Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

ii. Recommending the appointment, remuneration and terms of appointment of auditors of the listed entity;

iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

iv. Reviewing, with the management, the annual financial statements and Auditor's Report before submission to the Board for approval with particular reference to;

(a) Matters required to be included in the directors' responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;

(b) Changes, if any, in accounting policies and practices and reasons for the same;

(c) Major accounting entries involving estimates based on the exercise of judgment by management;

(d) Significant adjustments made in the financial statements arising out of audit findings;

(e) Compliance with listing and other legal requirements relating to financial statements;

(f) Disclosure of any related party transactions;

(g) Modified opinion(s) in the draft audit report;

v. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of [public issue or rights issue or preferential issue or qualifed institutional placement], and making appropriate recommendations to the board to take up steps in this matter;

vii. Review and monitoring the auditor's independence and performance and effectiveness of audit process;

viii. Approval or any subsequent modification of transactions of the listed entity with related parties;

ix. Scrutiny of inter-corporate loans and investments;

x. Valuation of undertakings or assets of the listed entity wherever it is necessary;

xi. Evaluation of internal financial controls and risk management systems;

xii. Reviewing, with the management, performance of statutory and internal auditors, adequacy of internal control systems;

xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;

xiv. Discussion with internal auditors of any significant findings and follow up there on;

xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

xvi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

xvii. To look into the reasons for substantial defaults in the payment to the depositors, debenture-holders, shareholders (in case of non-payment of declared dividend) and creditors,

xviii. To review the functioning of the whistle blower mechanism;

xix. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate

xx. Carrying out any other function as is mentioned in the terms of reference of the audit committee.

xxi. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

xxii. Consider and comment on rationale, the cost-benefits and the impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

xxiii. Carrying out any other function as may be referred to the Committee by the Board.

xxiv. Authority to review / investigate into any matter covered by Section 177 of the Companies Act, 2013 and matters specified in Part C of Schedule II of the Listing Regulations.

THE AUDIT COMMITTEE SHALL MANDATORILY REVIEW THE FOLLOWING INFORMATION:

i. management discussion and analysis of financial condition and results of operations;

ii. management letters / letters of internal control weaknesses issued by the statutory auditors;

iii. internal audit reports relating to internal control weaknesses; and

iv. the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

v. statement of deviations:

vi. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).

vii. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

B. COMPOSITION, MEETINGS & ATTENDANCE:

There were four (4) Audit Committee Meetings held during the year on 30.05.2022, 13.08.2022, 14.11.2022 and 14.02.2023.

Name	Designation	Category	Number of meetings during the year 2022-23	
			Held	Attended
Ms. Pottur Sujatha	Chairperson	Independent, Non-Executive	4	4
*Mr. J.R.K. Pandu Ranga Rao	Member	Independent, Non-Executive	3	3
Dr. B. Gopal Reddy	Member	Independent, Non-Executive	4	4
**Mr. Murali Krishna Rayaprolu	Member	Independent, Non-Executive	1	1

*resigned w.e.f 29.11.2022
**appointed as member w.e.f 30.11.2022

C. Previous Annual General Meeting of the Company was held on 30.09.2022 and Ms. Pottur Sujatha, Chairperson of the Audit Committee attended previous AGM.

ii) NOMINATION AND REMUNERATION COMMITTEE: (Committee constituted in terms of sec. 178 of Companies Act, 2013 read with Reg. 19 of SEBI (LODR) Regulations, 2015)

The terms of reference of the Nomination and Remuneration committee constituted in terms of Section 178 of Companies Act, 2013 and as per Regulation 19 of SEBI (LODR) Regulations, 2015 are as under:

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:

To approve the fixation/revision of remuneration of Executive Directors of the Company and while approving:

i. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

ii. For every appointment of an independent director, the Nomination and Remuneration Committee shall evalute the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description.

For the purpose of identifying suitable candidates, the Committee may:

a. use the services of an external agencies, if required;

b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

c. consider the time commitments of the candidates.

iii. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.

iv. Devising a policy on diversity of board of directors;.

v. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

vi. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

vii. Recommend to the board, all remuneration, in whatever form, payable to senior management.

B. COMPOSITION OF THE COMMITTEE, MEETINGS AND ATTENDANCE:

There was two (2) Nomination and Remuneration Committee Meetings held during the financial year on 05.09.2022 and 14.02.2023.

Name	Designation	Category	Number of meetings during the year 2022-23	
			Held	Attended
Ms. Pottur Sujatha	Chairperson	Independent, Non-Executive	2	2
Dr. B. Gopal Reddy	Member	Independent, Non-Executive	2	2
*Mr. J.R.K. Pandu Ranga Rao	Member	Independent, Non-Executive	1	1
**Mr. Murali Krishna Rayaprolu	Member	Independent, Non-Executive	1	1

*resigned w.e.f 29.11.2022
**appointed as member w.e.f 30.11.2022

C. PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:

The performance evaluation criteria for Independent Directors are already mentioned under the head "Board Evaluation" in Directors' Report.

D. REMUNERATION POLICY:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

POLICY FOR SELECTION OF DIRECTORS AND DETERMINING DIRECTORS' INDEPENDENCE:

1. Scope:

This policy sets out the guiding principles for the Nomination & Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent Directors of the Company.

2. Terms and References:

2.1 "Director" means a Director appointed to the Board of a Company.

2.2 "Nomination and Remuneration Committee means the committee constituted in accordance with the provisions of Section 178 of the Companies Act, 2013, clause 49 of the Equity Listing Agreement and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2.3 "Independent Director" means a Director referred to in sub-Section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. Policy:

3.1 Qualifications and criteria

3.1.1 The Nomination and Remuneration Committee, and the Board, shall review on annual basis,

appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a board with diverse background and experience that are relevant for the Company's operations.

3.1.2 In evaluating the suitability of individual Board member the Nomination and Remuneration Committee may take into account factors, such as:

- General understanding of the Company's business dynamics, global business and social perspective;
- Educational and professional background
- Standing in the profession;
- Personal and professional ethics, integrity and values;
- Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

3.1.3 The proposed appointee shall also fulfil the following requirements:

- shall possess a Director Identification Number;
- shall not be disqualified under the companies Act, 2013;
- shall Endeavour to attend all Board Meeting and wherever he is appointed as a Committee member, the committee meeting;
- shall abide by the code of conduct established by the company for Directors and senior management personnel;
- shall disclose his concern or interest in any Company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as any prescribed, from time to time, under the Companies Act, 2013, Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant laws.

3.1.4 The Nomination & Remuneration Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company's business.

3.2 Criteria of Independence

3.2.1 The Nomination & Remuneration Committee shall assess the independence of Directors at time of appointment/ re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interest or relationships are disclosed by a Director.

3.2.2 The criteria of independence shall be in accordance with the guidelines as laid down in Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

An independent Director in relation to a Company, means a Director other than a managing Director or a whole-time Director or a nominee Director

a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;

b. (i) who is or was not a promoters of the Company or its holding, subsidiary or associate Company or member of the promoter group of the listed entity;

(ii) who is not related to promoters or Directors of the Company its holding, subsidiary or associate Company

c. who, apart from receiving director's remuneration, has or had no material pecuniary relationship with the Company, its holding, subsidiary or associate Company, or their promoters, or Director, during the three immediately preceding financial year or during the current financial year;

d. none of whose relative

(A) is holding securities of or interest in the listed entity, its holding, subsidiary or associate company during the three immediately preceding financial years or during the current financial year of face value in excess of fifty lakh rupees or two percent of the paid-up capital of the listed entity, its holding, subsidiary or associate company, respectively, or such higher sum as may be specified;

(B) is indebted to the listed entity, its holding, subsidiary or associate company or their promoters or directors, in excess of such amount as may be specified during the three immediately preceding financial years or during the current financial year;

(C) has given a guarantee or provided any security in connection with the indebtedness of any third person to the listed entity, its holding, subsidiary or associate company or their promoters or directors, for such amount as may be specified during the three immediately preceding financial years or during the current financial year; or

(D) has any other pecuniary transaction or relationship with the listed entity, its holding, subsidiary or associate company amounting to two percent or more of its gross turnover or total income:

Provided that the pecuniary relationship or transaction with the listed entity, its holding, subsidiary or associate company or their promoters, or directors in relation to points (A) to (D) above shall not exceed two percent of its gross turnover or total income or fifty lakh rupees or such higher amount as may be specified from time to time, whichever is lower.

e. who, neither himself nor any of his relative-

(i) Holds or has held the position of a key managerial personnel or is or has been employee of the or associate Company or any company belonging to the promoter group of the listed entity in any of the three finance years immediately preceding the finance year in which he is proposed to be appointed;

Provided that in case of a relative, who is an employee other than key managerial personnel, the restriction under this clause shall not apply for his / her employment

(ii) Is or has been an employee or proprietor or a partner, in any of the three finance year immediately preceding the financial year in which he is proposed to be appointed of-

(A) a firm of auditors or Company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate Company; or

(B) any legal or a consulting firm that has or had any transaction with the Company, its holding subsidiary or associate Company amounting to ten per cent or more of the gross turnover of

more of the gross turnover of such firm;

(iii) holds together with his relatives two per cent or more of the total voting power of the Company;

Or

(iv) is a chief Executive or Director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipt from the Company any of its promoters, Directors or its holding subsidiary or associate Company or that holds two per cent or more of the total voting power of the Company; or

(v) is a material supplier, service provider or customer or a lesser or lessee of the Company.

f. who is not less than 21 years of age

g. Who is not a non-independent Director of another company on the Board of which any non-independent director of the listed entity is an independent director.

3.2.3 The independent Director shall abide by the "code for independent Directors "as specified in Schedule IV to the Companies Act, 2013.

3.3 Other Directorships/ Committee Memberships

3.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as director of the Company. The NR Committee shall take into account the nature of and the time involved in a director's service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

3.3.2 A Director shall not serve as director in more than 20 companies of which not more than 10 shall be public limited companies.

3.3.3 A Director shall not serve as an independent Director in more than 7 listed companies and not more than 3 listed companies in case he is serving as a whole-time Director in any listed Company.

3.3.4 A Director shall not be a member in more than 10 committees or act as chairman of more than 5 committee across all companies in which he holds directorships.

For the purpose of considering the limit of the committee, Audit committee and stakeholder's relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under section 8 of the companies Act, 2013 shall be excluded.

Remuneration policy for Directors, key managerial personnel and other employees:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

Remuneration policy for Directors, key managerial personnel and other employees

A. PECUNIARY RELATIONSHIP OR TRANSACTIONS OF THE NON-EXECUTIVE DIRECTORS VIS-À-VIS THE LISTED COMPANY:

None of the Non-Executive Directors and Independent Directors had any pecuniary relationship or transaction with the company other than the Directors sitting fees.

B. CRITERIA FOR MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS:

1. Scope:

1 This policy sets out the guiding principles for the Nomination and Remuneration committee for recommending to the Board the remuneration of the Directors, key managerial personnel and other employees of the Company.

2. Terms and Reference: In this policy the following terms shall have the following meanings:

2.1 "Director" means a Director appointed to the Board of the Company.

2.2 "key managerial personnel" means

(i) The Chief Executive Officer or the managing Director or the manager;

(ii) The Company Secretary;

(iii) The Whole-time Director;

(iv) The Chief Financial Officer; and

(v) Such other office as may be prescribed under the Companies Act, 2013

2.3 "Nomination and Remuneration committee" means the committee constituted by Board in accordance with the provisions of Section 178 of the companies Act, 2013, clause 49 of the Equity Listing Agreement and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. Policy:

3.1. Remuneration to Executive Director and key managerial personnel

3.1.1 The Board on the recommendation of the Nomination and Remuneration (NR) committee shall review and approve the remuneration payable to the Executive Director of the company within the overall limit approved by the shareholders.

3.1.2 The Board on the recommendation of the NR committee shall also review and approve the remuneration payable to the key managerial personnel of the company.

3.1.3 The remuneration structure to the Executive Director and key managerial personnel shall include the following components:

(i) Basic pay

(ii) Perquisites and Allowances

(iii) Stock Options

(iv) Commission (Applicable in case of Executive Directors)

(v) Retrial benefits

3.1.4 The Annual plan and Objectives for Executive committee shall be reviewed by the NR committee and Annual performance Bonus will be approved by the committee based on the

achievement against the Annual plan and Objectives.

3. 2. Remuneration to Non – Executive Directors

3.2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non – Executive Directors of the Company within the overall limits approved by the shareholders.

3.2.2 Non – Executive Directors shall be entitled to sitting fees attending the meetings of the Board and the Committees thereof. The Non- Executive Directors shall also be entitled to profit related commission in addition to the sitting fees.

3.3. Remuneration to other employees

3.3.1. Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

D. MECHANISM FOR EVALUATION OF THE BOARD

Evaluation of all Board members is performed on an annual basis. The evaluation is performed by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated January 5, 2017 and the Companies Amendment Act, 2017 the Company adopted the recommended criteria by Securities and Exchange Board of India.

The Directors were given six Forms for evaluation of the following:

(i) Evaluation of Board;

(ii) Evaluation of Committees of the Board;

(iii) Evaluation of Independent Directors;

(iv) Evaluation of Chairperson;

(v) Evaluation of Non-Executive and Non-Independent Directors; and

(vi) Evaluation of Managing Director.

The Directors were requested to give following ratings for each criteria:

1. Could do more to meet expectations;
2. Meets expectations; and
3. Exceeds expectations.

The Directors have sent the duly filled forms to Nomination & Remuneration committee. Based on the evaluation done by the Directors, the Committee has prepared a report and submitted the Evaluation Report. Based on the report, the Board of Directors has informed the rankings to each

Director and also informed that the performance of Directors is satisfactory and they are recommended for continuation as Directors of the Company.

OTHER DIRECTORSHIPS/ COMMITTEE MEMBERSHIPS:

5.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as director of the company. The NR Committee shall take into account the nature of and the time involved in a director's service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

5.2 Director shall not serve as director in more than 20 companies of which not more than 10 shall be public limited companies.

5.3 Director shall not serve as an independent Director in more than 7 listed companies and not more than 3 listed companies in case he is serving as a whole-time Director in any listed company.

5.4 Director shall not be a member in more than 10 committees or act as chairman of more than 5 committees across all companies in which he holds directorships.

For the purpose of considering the limit of the committee, Audit committee and stakeholder's relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under section 8 of the companies Act, 2013 shall be excluded.

E. REMUNERATION TO DIRECTORS

Name of the Director	Remuneration (in Lakhs)	Sitting fees (in Lakhs)	Number of shares held
Mr. S. Murali Krishna Murthy	6.60	-	1,42,844 Shares
**Mr. G. Venkata Ramana	-	-	-
Mr. S. Balaji Venkateswarlu	3.55	-	1,81,932 Shares
Mr. S. Srinivas Kumar	6.08	-	2,77,175 Shares
**Mr. B. Satyanarayana Raju	-	-	-
*Mr. J. R. K. Panduranga Rao	-	-	-
Mr. Gopal Reddy	-	0.01	-
Mr. Murali Krishna Rayaprolu	-	0.02	-
Ms. Pottur Sujatha	-	0.04	-

*resigned w.e.f 29.11.2022
**retired w.e.f 30.09.2022

Except for the remuneration details mentioned above, there are is no other pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity in terms of salary, benefits, bonuses, stock options, pension, fixed component and performance linked incentives.

WEB LINK FOR CRITERIA OF MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS: www.ortinlabsindia.com

4. STAKEHOLDER'S RELATIONSHIP COMMITTEE: (Committee constituted in terms of Sec. 178 of Companies Act, 2013 read with reg. 20 of SEBI (LODR) Regulations, 2015)

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE: The Committee's role includes:

i. Resolving the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;

ii. Review of measures taken for effective exercise of voting rights by shareholders;

iii. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;

iv. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company;

v. Such other matter as may be specified by the Board from time to time.

vi. Authority to review / investigate into any matter covered by Section 178 of the Companies Act, 2013 and matters specified in Part D of Schedule II of the Listing Regulations.

During the year 01st April 2022 to 31stMarch 2023, one (1) Stakeholders Relationship Committee Meeting was held on 14.02.2023.

B. COMPOSITION AND ATTENDANCE FOR MEETINGS:

Name	Designation	Category	Number of meetings during the year 2022-23	
			Held	Attended
*Mr. J.R.K. Pandu Ranga Rao	Chairman	Independent, Non-Executive	-	-
Dr. B. Gopal Reddy	Member	Independent, Non-Executive	1	1
Ms. Pottur Sujatha	Member	Independent, Non-Executive	1	1
**Mr. Murali Krishna Rayaprolu	Chairman	Independent, Non-Executive	1	1

*resigned w.e.f 29.11.2022
**appointed as member w.e.f 30.11.2022

B. NAME AND DESIGNATION OF COMPLIANCE OFFICER

Mr. S. Murali Krishna Murthy Sanka, Managing Director is the compliance officer of the Company.

5. PARTICULARS OF SENIOR MANAGEMENT INCLUDING THE CHANGES THEREIN SINCE THE CLOSE OF THE PREVIOUS FINANCIAL YEAR

Sl. No	Name of the Senior Management	Designation
1.	Mr. Murali Krishna Murthy Sanka	Managing Director
2.	Mr. Srinivas Kumar Sanka	Whole-Time Director
3.	T. Srinivas Rao	Plant Manager
4.	H. Rajasekhar	Production Manager

There is no change in the Senior Management since the Close of the previous Financial Year.

6. DETAILS OF COMPLAINTS/REQUESTS RECEIVED, RESOLVED AND PENDING DURING THE YEAR 2022-23

INVESTOR COMPLAINTS	
Particulars	Year ended 31.03.2023
Pending at the beginning of the year	Nil
Received during the year	Nil
Disposed of during the year	Nil
Remaining unresolved at the end of the year	Nil

7. DETAILS ON GENERAL BODY MEETINGS:

A. LOCATION, DATE AND TIME OF LAST THREE AGMS AND SPECIAL/ORDINARY RESOLUTIONS THERE AT AS UNDER:

Financial Year	Date	Time	Venue	Special Resolution Passed
2019-20	29.12.2020	11.30 A.M.	Video conference	No
2020-21	28.12.2021	11:00 A.M.	Video conference	Yes
2021-22	30.09.2022	11:00 A.M.	Video conference	Yes

(a) whether any special resolution passed last year through postal ballot – details of voting pattern: No

MEANS OF COMMUNICATION

i. The Board of Directors of the Company approves and takes on record the quarterly, half yearly and yearly financial results in the Performa prescribed by Regulation 33 of SEBI (LODR), Regulations, 2015 within forty five days/sixty days of the close of the respective period.

ii. The approved financial results are forthwith sent to the Stock Exchanges and are published in the newspapers namely, Business Standard and Nava Telangana within forty-eight hours of approval thereof.

iii. As the Company's quarterly/half yearly financial results are uploaded on the Exchanges, the same are not mailed to the Shareholders.

iv. These financial statements are also posted on the Company's website www.ortinlabsindia.com.

10. DISCLOSURE OF COMMODITY PRICE RISKS OR FOREIGN EXCHANGE RISK AND COMMODITY HEDGING ACTIVITIES

The Company doesn't consume large quantities of commodities in its manufacturing activities. Hence the Company is not materially exposed to commodity price risks or foreign exchange risk nor does the company do any commodity hedging.

11. Outstanding GDRs/ADRs/Warrants or any convertible instruments, Conversion date and likely impact of equity:

We have no GDRs/ADRs or any commercial instrument

9. A. General Shareholders Information:

•	Company Registration Details	The Company is registered in the State of Telangana, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L24110TG1986PLC006885.
•	Date	30th September, 2023
•	Time	11:00 A.M.
•	Venue of AGM	Video Conference
•	Financial Calendar	1st April to 31st March.
•	Tentative Schedule for considering Financial Results:	
	For the Quarter ending June, 2022	14 August, 2023
	For the Quarter ending September, 2022	On or before 14 November, 2023
	For the Quarter ending December, 2022	On or before 14 February, 2024
	For the Quarter/year ending March, 2023	On or before 30 May,2024

•	Date of Book Closure	23.09.2023 to 30.09.2023	
•	Dividend Payment date	--	
•	Listing on Stock Exchanges	BSE Limited	National Stock Exchange of India Limited
	Scrip Code	539287	ORTINLAB
•	ISIN Number for NSDL & CDSL	INE749B01020	
•	Payment of annual listing fees to stock exchanges	The Company has paid the Annual Listing fees to the Stock Exchanges where the company's Shares are listed.	
•	Plant Location	Plot No.275 & 278, I.D.A, Pashamylaram, Sangareddy Dist.-502307 (TS) (INDIA)	
•	Address for correspondence:	To be addressed to: M/s KFin Technologies Limited, Karvy Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500 032. Tel: 040-67161500.	
•	Investor Correspondence / Query on Annual Report, etc.	Mr. S. Murali Krishna Murthy Sanka Managing Director Ortin Laboratories Limited D. No. 1-8-B4, Ground Floor, F3 HIG, Block-4, Street no. 3, Baghlingampally Hyderabad -500044 Telangana	
•	Registrars & Transfer Agents	M/s KFin Technologies Limited, Karvy Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500 032. Tel: 040-67161500 Fax 040-23001153	
•	List of all Credit Ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad.	Since the Company has not issued any Debt Instruments or Fixed Deposit Programme, therefore company has not obtained any Credit Ratings during the Financial Year.	
•	in case the securities are suspended from trading, the directors report shall explain the reason thereof	The securities of the Company are not suspended from trading.	

•	Total fees for all services paid by the listed entity to the statutory auditor.	1,50,000/-
•	The company is in compliance with Corporate Governance requirements specified in Regulations 17 to 27 and Clause (b) to (i) of Sub- Regulation (2) of Regulation 46	

b. STOCK MARKET PRICE DATA:

MONTH	BSE		NSE	
	High (Rs)	**Low (Rs)**	**High (Rs)**	**Low (Rs)**
April 2022	31.60	23.05	31.70	22.60
May 2022	28.60	21.60	28.60	21.25
June 2022	26.60	20.00	27.10	19.35
July 2022	23.65	20.85	24.00	20.60
August 2022	25.90	22.00	26.50	22.20
September 2022	28.00	22.30	27.90	22.25
October 2022	25.10	21.75	24.85	22.15
November 2022	25.60	21.85	26.40	21.80
December 2022	28.40	20.80	28.50	22.20
January 2023	29.25	22.80	29.25	22.50
February 2023	25.95	21.90	24.45	22.00
March 2023	24.10	16.60	24.30	16.20

C. Performance in comparison to broad-based indices such as BSE sensex, CRISIL Index etc;

NSE

d. Share Transfer System:

The Company's Shares are traded on BSE Limited and National Stock Exchange Limited compulsorily in the dematerialized from. Transfer of these shares is done through depositories with no involvement of the Company. However, all requests received for transfer of shares for off market transaction in physical from furnishing with a copy of PAN card of the transferee(s) in compliance with the SEBI circular in that behalf, are processed by the Registrars and Transfer Agents. The Share Transfers are registered and returned within a period of 15 day from the date of lodgement, if documents are complete in all respect.

All matters pertaining to share transfer in physical form are handled by the Registrars and Share Transfer Agents M/s. K Fin Technologies Limited, Hyderabad, who is registrar to the Company. The share transfer requests are processed by them and a transfer register is sent to the Company for approval once in a fortnight. There were no share transfers pending as on 31st March 2023.

E. SHAREHOLDING PATTERN AS ON 31ST MARCH, 2023:

Category code	Category of Shareholder	Total Number of shares	% of share holding	Shares pledged or otherwise encumbered	
				Number of Shares	As a percentage
(A)	Shareholding of Promoter and Promoter Group				
(1)	Indian				
a.	Individuals/Hindu Undivided Family	17,48,771	21.51	--	--
b.	Central Government/State Government(s)	--	--	--	--
c.	Bodies Corporate	--	--	--	--
d.	Financial Institutions/Banks	--	--	--	--

	Others :-	--	--	--	--
e.	Mutual Funds	--	--	--	--
f.	Trusts	--	--	--	--
	Sub Total (A)(1)	17,48,771	21.51	--	--
(2)	Foreign				
a.	Individuals (Non Resident Individuals/Foreign Individuals)	--	--	--	--
b.	Bodies Corporate	--	--	--	--
c.	Institutions	--	--	--	--
	Others :-	--	--	--	--
d.	Overseas Corporate Bodies	--	--	--	--
	Sub Total (A)(2)	--	--	--	--
	Total Shareholding of Promoter and Promoter Group	17,48,771	21.51	--	--
	(A)=(A)(1)+(A)(2)	17,48,771	21.51	--	--
(B)	Public Shareholding			--	--
(1)	Institutions	--	--	--	--
a.	Mutual Funds/UTI	--	--	--	--
b.	Financial Institutions/Banks	--	--	--	--
c.	Central Government/ State Government(s)	--	--	--	--
d.	Venture Capital Funds	--	--	--	--
e.	Insurance Companies	--	--	--	--
f.	Foreign Institutional Investors	--	--	--	--
g.	Foreign Venture Capital Investors	--	--	--	--
h.	Foreign Companies	--	--	--	--
	Sub Total (B)(1)	--	--	--	--
(2)	Non-Institutions			--	--
a.	Bodies Corporate	1,13,558	1.40	--	--
b.	Individuals			--	--
	i)Individual shareholders holding nominal share capital upto Rs.2 lakh	51,44,692	63.27	--	--
	ii)Individual shareholders holding nominal share capital in excess of Rs.2 lakh	8,58,919	10.56	--	--
c.	Any Others : -	1,74,955	2.15	--	--
	I)Non Resident Individuals	--	--	--	--

	ii)Overseas Corporate Bodies	--	--	--	--
	iii)Trusts	--	--	--	--
	iv)Employees	--	--	--	--
	v)Clearing Members	22,865	0.28	--	--
	vi)Foreign Nationals	--	--	--	--
	vii) NBFCs registered with RBI	-	-		
	Sub Total (B)(2)	63,82,621	78.49	--	--
	Total Public Shareholding (B)=(B)(1)+(B)(2)	63,82,621	78.49	--	--
	Total (A)+(B)	63,82,621	78.49	--	--
(C)	Shares held by Custodians and against Depository Receipts have been Issued	--	--	--	--
	Grand Total (A)+(B)+(C)	81,31,392	100	--	--

F. Distribution of Shareholding as on 31.03.2023

SL. NO.	Category (Shares)	No. of Shareholders	% To Holders	No.of Shares	% To Equity
1	1 - 500	10379	82.47	1352672	16.64
2	501 - 1000	1109	8.81	921378	11.33
3	1001 - 2000	584	4.64	890350	10.95
4	2001 - 3000	209	1.66	539706	6.64
5	3001 - 4000	81	0.64	289503	3.56
6	4001 - 5000	70	0.56	333322	4.10
7	5001 - 10000	82	0.65	585344	7.20
8	10001 - 20000	38	0.30	522425	6.42
9	20001 and above	33	0.26	2696692	33.16
	TOTAL:	**12585**	**100.00**	**8131392**	100.00

G. DEMATERIALISATION & LIQUIDITY OF SHARES:

Trading in Company's shares is permitted only in dematerialized form for all investors. The ISIN allotted to the Company's scrip is INE749B01020. Investors are therefore advised to open a demat account with a Depository participant of their choice to trade in dematerialized form.

Mode	No. of shares	% of total paid up
CDSL	42,19,039	51.89
NSDL	38,28,521	47.08
Physical	83,832	1.03
Total	**81,31,392**	**100.00**

10. DISCLOSURES

A. MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS:

During the year under review, the Company had not entered in to any materially significant transaction with any related party. During the year, the Company had not entered into any other contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions that may have potential conflict with the interests of the Company at large. All the related party transactions during the year are in the ordinary course of business and on arm's length basis.

The policy on related party transactions is available in the Company's website www.ortinlabsindia.com.

B. DETAILS OF NON-COMPLIANCE BY THE LISTED ENTITY, PENALTIES, STRICTURES IMPOSED ON THE LISTED ENTITY BY STOCK EXCHANGE(S) OR THE BOARD OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS, DURING THE LAST THREE YEARS:

There are no penalties imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets, during the last three years except the following:

Sl. No	FY	Action taken by	Details of Violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company secretary, if any.
1	2022-23	BSE	Delay with three minutes in filing financial results	Clarification sought	Clarification submitted to BSE
2	2021-22	BSE & NSE	Delay in compliance with provisions of Regulation 33 of SEBI (LODR) Regulations, 2015 – The Company has delayed in submitting the audited financial results for the quarter and year ended 31.03.2021 with the extended due date i.e., 30.06.2021	The Company was asked to pay the penalty of Rs. 53,100/- including taxes towards the non-compliance	BSE - The Company is yet to pay the penalty. NSE - The Company has paid the penalty of Rs. 53,100 on 10.03.2022

3	2020-21	BSE & NSE	Non- compliance with provisions of Regulation 6(1) of SEBI (LODR) Regulations, 2015 – appointment of qualified company secretary cum compliance officer for the period 01.04.2020 to 23.07.2020	The Company was asked to pay the penalty of Rs.1,10,920 including taxes towards the non-compliance	BSE - The Company has paid the said penalty. However BSE vide its email dated 16.04.2021 has waived off the said penalty on Company's request. NSE - The Company has paid the said penalty.

Note: During the financial year under review no penalty has been imposed by any Stock Exchange.

C. WEB LINK WHERE POLICY FOR DETERMINING 'MATERIAL' SUBSIDIARIES IS DISCLOSED:

The Company does not have any material subsidiary as defined under Listing Regulations, however, the policy for determining its 'Material' Subsidiaries was formulated and the same is available on the website of the Company www.ortinlabsindia.com.

D. WEB LINK WHERE POLICY ON DEALING WITH RELATED PARTY TRANSACTIONS: www.ortinlabsindia.com

E. WHISTLE BLOWER POLICY/VIGIL MECHANISM:

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism as defined in Regulation 22 of SEBI Regulations 2015 and in terms of Section 177 of the Companies Act, 2013.

With a view to adopt the highest ethical standards in the course of business, the Company has a whistle blower policy in place for reporting the instances of conduct which are not in conformity with the policy. Directors, employees, vendors or any person having dealings with the Company may report non-compliance to the Chairman of the Audit Committee, who reviews the report. Confidentiality is maintained of such reporting and it is ensured that the whistle blowers are not subjected to any discrimination. No person has been denied access to the Chairman of the Audit Committee.

Confidentiality is maintained of such reporting and it is ensured that the whistle blowers are not subjected to any discrimination. No person was denied access to the Audit Committee.

F. DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT AS SPECIFIED UNDER REGULATION 32 (7A): NIL

G. Details of material subsidiaries of the listed entity; including the date and place of incorporation and name and date of appointment of statutory auditors of such subsidiaries : Nil

H. DISCLOSURE IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

- No. of complaints received during the financial year: Nil
- No. of complaints disposed off during the financial year: Nil

I. COMPLIANCE WITH THE DISCRETIONARY REQUIREMENTS UNDER LISTING REGULATIONS:

The Board of Directors periodically reviewed the compliance of all applicable laws and steps taken by the Company to rectify instances of non-compliance, if any. The Company is in compliance with all mandatory requirements of Listing Regulations. In addition, the Company has also adopted the following non-mandatory requirements to the extent mentioned below:

- Audit qualifications: Company's financial statements have no qualifications.
- Reporting of Internal Auditor: The Internal Auditor of the Company directly reports to the Audit Committee on functional matters.

J. COMPLIANCE WITH GOVERNANCE FRAMEWORK:

The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub –regulation (2) of Regulation 46 of the Listing Regulations.

The Company has submitted quarterly compliance report on Corporate Governance with the Stock Exchanges, in accordance with the requirements of Regulation 27(2) (a) of the Listing Regulations.

K. DETAILS OF UTILIZATION OF FUNDS RAISED THORUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT.

During the year under review, no issue of shares was made either by way of preferential allotment/Qualified Institutional Placement/Rights Issue or by any other ways.

L. CERTIFICATE FROM PRACTICING COMPANY SECRETARY

The Company has obtained certificate from Practicing Company Secretary that none of the Directors on the Board of the Company are debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such authority. And the Certificate to this effect, duly signed by the Practicing Company Secretary is annexed to this Report.

M. RECOMMENDATIONS OF COMMITTEES

The Board has accepted and acted upon all the recommendations by the Audit & Nomination and Remuneration Committees.

N. DISCLOSURE BY LISTED ENTITY AND ITS SUBSIDIARIES OF 'LOANS AND ADVANCES IN THE NATURE OF LOANS TO FIRMS/COMPANIES IN WHICH DIRECTORS ARE INTERESTED BY NAME AND AMOUNT: Nil

O. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT.

The company has complied with the requirement of Corporate Governance Report of sub-paras (2) to (10) of Schedule-V of the Securities Exchange Board of India (LODR) Regulations, 2015.

P. DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATIONS 17 TO 27 AND CLAUSES (b) TO (i) OF SUB-REGULATION (2) OF REGULATION 46 ARE AS FOLLOWS:

Regulation	Particulars	Compliance Status
17	Board of Directors	Yes
18	Audit Committee	Yes
19	Nomination and Remuneration Committee	Yes
20	Stakeholders Relationship Committee	Yes
21	Risk Management Committee	NA
22	Vigil Mechanism	Yes
23	Related Party Transactions	Yes
24.	Corporate Governance requirements with respect to subsidiary of Listed company	NA
25	Obligations with respect to Independent Directors	Yes
26	Obligations with respect to Directors and Senior Management	Yes
27	Other Corporate Governance Requirements	Yes
46(2)(b) to (i)	Website	Yes

Q. CODE OF CONDUCT

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

R. DECLARATION ON CODE OF CONDUCT FOR THE YEAR 2022-23

This is to confirm that the Board has laid down a code of conduct for all Board members and senior management personnel of the Company. The code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended on March 31, 2023 as envisaged in Regulation 26(3) of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

S. COMPLIANCE WITH THE MANDATORY REQUIREMENTS AND ADOPTION OF THE NON-MANDATORY REQUIREMENTS OF SEBI (LISTING OBLIGATIONS AND DISLOSURE REQUIREMENTS) REGULATIONS, 2015:

All mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been appropriately complied with and the status of non-mandatory requirements is given below:

The Company has a Non - Executive Chairman and the Board is having required number of Independent directors.

The Financial Statements are free from any Audit Qualifications.

T. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company except to the extent of the Holding which in the Judgment of the Board may affect the independence of the Directors.

U. CEO/ CFO Certification

The Managing Director and CFO certification of the financial statements for the year 2022-2023 is provided as annexure in this Annual Report.

V. RECONCILIATION OF SHARE CAPITAL:

A qualified practicing Company Secretary carry out audit to reconcile the total admitted capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. Reconciliation of Share Capital Audit Report confirms that the total paid up capital was in agreement with the total number of shares in physical firm and the total number of dematerialized shares held with NSDL and CDSL.

W. Disclosure of certain types of agreements binding listed entities Information disclosed under clause 5A of paragraph A of Part A of Schedule III of these regulations: NIL

For Ortin Laboratories Limited

	Sd/-	**Sd/-**
	S. Murali Krishna Murthy	**S. Srinivas Kumar**
Place: Hyderabad	**Managing Director**	**Whole time Director & CFO**
Date: 06.09.2023	**DIN: 00540632**	**(DIN: 02010272)**

CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members of

Ortin Laboratories Limited

We have read the report of the Board of Directors on Corporate Governance and have examined the relevant records relating to compliance of conditions of corporate governance by Ortin Laboratories Limited ("the company") for the year ended 31st March, 2023, as stipulated in Regulations 17 to 27, clauses (b) to (i) of sub regulation (2) of Regulation 46 and paragraph C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) with BSE Limited and National Stock Exchange of India Limited.

The Compliance with the conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to review the procedures and implementations thereof adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us and representations made by the Directors and the Management's, we certify that the company has compiled with conditions of the Corporate Governance as stipulated in Regulation 34 (3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the above mentioned Listing agreement.

In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing regulations

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

For Vivek Surana& Associates

Sd/-
Vivek Surana
Proprietor
M. No.: A24531, C.P. No: 12901
Peer review cer. No. 1809/2022
UDIN: A024531E000955771

Place: Hyderabad
Date: 06.09.2023

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,

The Members of
Ortin Laboratories Limited
Hyderabad

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Ortin Laboratories Limited having CIN L24110TG1986PLC006885and having registered office at D. No. 1-8-B4, Ground Floor, F3 HIG, Block-4, Street no. 3, Baghlingampally Hyderabad -500044 Telangana (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers. We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN No.	Date of appointment in the Company
1	S. Murali Krishna Murthy	00540632	26/02/1996
2	S. Srinivasa Kumar	02010272	29/01/2008
3	S. Balaji Venkateswarlu	02010148	29/01/2008
4	B. Gopal Reddy	06716560	01/06/2014
5	Murali Krishna Rayaprolu	08928502	23/10/2020
6	Pottur Sujatha	08979645	05/12/2020

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

For Vivek Surana& Associates

Sd/-
Vivek Surana
Proprietor
M. No.: A24531, C.P. No: 12901
Peer review cer. No. 1809/2022
UDIN: A024531E000955769

Place: Hyderabad
Date: 06.09.2023

CERTIFICATE BY THE MANAGING DIRECTOR AND CFO OF THE COMPANY

To,

The Members of Board of
Ortin Laboratories Limited

Dear Sirs/Madam,

As required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that:

1. We have reviewed the financial statements and the cash flow statement for the year ended 31st March 2023 and to the best of our knowledge and belief;
   a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
   b. These statements present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls, I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which I was aware and the steps that I have taken or propose to take and rectify the identified deficiencies and,
4. That we have informed the auditors and the audit committee of:

a) Significant changes in the internal control during the year;

b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

c) Instances of significant fraud of which we have become aware and the involvement of any employee having a significant role in the company's internal control system.

For Ortin Laboratories Limited

Sd/-
S. Murali Krishna Murthy
Managing Director
DIN: 00540632

Sd/-
S. Srinivas Kumar
Whole time Director & CFO
(DIN: 02010272)

Place: Hyderabad
Date: 30.05.2023

Declaration on Code of Conduct as required by Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

I, S. Murali Krishna Murthy, Managing Director of Ortin Laboratories Limited hereby declare that all the members of Board of Directors and Senior Management Personnel have affirmed compliance with Code of Conduct, as applicable to them, in respect of the financial year 2022-23.

For Ortin Laboratories Limited

Sd/-
S. Murali Krishna Murthy
Managing Director
DIN: 00540632

Place: Hyderabad
Date: 06.09.2023

INDEPENDENT AUDITOR'S REPORT

To the Members of ORTIN LABORATORIES LIMITED

Report on the Audit of the Financial Statements

Opinion:

We have audited the Financial Statements of ORTIN LABORATORIES LIMITED which comprise the Balance Sheet as at 31st March 2023, the Statement of Profit and Loss, Statement of changes in Equity, Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2023;

b) In the case of the Statement of Profit and Loss Account, of the loss for the period ended on that date and

c) In the case of the Statement of Cash Flow, of the cash flows, for the period ended on that date.

Basis for Opinion:

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

Key Audit Matters:

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

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 Directors' Report and the Annexures thereto, but does not include the Financial Statements and our Auditor's Report thereon.

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

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

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

Management's Responsibility for the Standalone Financial Statements:

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("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, changes in equity and cash flows 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 Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements:

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has internal financial controls system with reference to 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 to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

Report on Other Legal and Regulatory Requirements:

1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanation given to us, we give "Annexure-A" a statement on the matters specified in the paragraphs 3 and 4 of the Order to the extent applicable to the company.

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

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

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

(c) The Balance Sheet, the Statement of Profit & Loss, the Statement of changes in equity, and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended.

(e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) In our opinion and to the best of our information and according to the explanations given to us, we are of the opinion that the company has adequate internal financial controls system in place and the operating effectiveness of such controls. Refer to our separate report in "Annexure - B".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of

the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.

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 such 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, as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested either from borrowed funds or share premium or any other sources or kind of funds by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons 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, as disclosed in the notes to the accounts, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on such audit procedures that we 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. The Company has not declared or paid any dividend during the year hence compliance with provisions of Section 123 of the Companies Act 2013 does not arise.

vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 (as amended), which provides for books of account to have the feature of audit trail, edit log and related matters in the accounting software used by the Company, is applicable to the Company only with effect from financial year beginning April 1, 2023, the reporting under clause (g) of Rule (11) of the Companies (Audit and Auditors) Rules, 2014 (as amended), is currently not applicable.

3) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its Directors during the year is in accordance with the provisions of Section 197 read with Schedule V to the Act.

For MATHESH & RAMANA
CHARTERED ACCOUNTANTS

Sd/-
B. V. RAMANA REDDY
Partner M. No. 026967
UDIN: 23026967BGUSBF5686

Place: Hyderabad
Date: 30.05.2023

ANNEXURE-A TO THE INDEPENDENT AUDITOR'S REPORT

Re: ORTIN LABORATORIES LIMITED

Referred to in Paragraph 1 under section (Report on other Legal and Regulatory Requirements of our Report of even date)

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

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

(B) The Company has maintained proper records showing full particulars of Intangible Assets.

(b) The Property, Plant and Equipment of the company have been physically verified by the management at reasonable intervals during the year and no material discrepancies were noticed on such verification.

(c) According to the information and explanation given to us, the title deeds of the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

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

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate. As informed to us, any discrepancies of 10% or more in the aggregate for each class of inventory were not noticed on such verification.

(b) The Company does not have any working capital limits in excess of five crore rupees (at any point of time during the year), in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.

(iii) The Company during the year, has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the provisions of clauses 3(iii) of the Order are not applicable.

(iv) According to the information and explanation given to us, the company has no loans, investments, guarantees or security where provisions of section 185 and 186 of the Companies Act, 2013 are to be complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits under the directives of the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable. Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) As per information & explanation given by the management, maintenance of cost records has been prescribed by the Central Government under clause(d) of sub-section(1) of section 148 of the Act and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained.

(vii) (a) The Company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income- tax, sales - tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable except the following.

Particulars	Demand U/s	Period to which the amount relates	Amount in Rs.
Income Tax Act,1956	143(1)a	A.Y. 2016-17	2,45,790
Income Tax Act,1956	143(3)	A.Y. 2018-19	6,04,710
Income Tax Act,1956	143(1)a	A.Y. 2019-20	13,49,440

There are no dues in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues that have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanation given to us, company has no transactions, not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961);

(ix) (a) In our opinion, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year;

(b) Company is not declared willful defaulter by any bank or financial institution or other lender;

(c) According to the information and explanation given to us, term loans were applied for the purpose for which the loans were obtained;

(d) According to the information and explanation given to us, funds raised on short term basis have not been utilised for long term purposes;

(e) According to the information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures;

(f) According to the information and explanation given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies;

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year;

(b) According to the information and explanation given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

(xi) (a) According to the information and explanation given to us, any fraud by the company or any fraud on the company has not been noticed or reported during the year;

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

(c) According to the information and explanation given to us, no whistle-blower complaints, received during the year by the company;

(xii) Company is not a Nidhi Company, accordingly provisions of the Clause 3(xii) of the Order is not applicable to the company;

(xiii) According to the information and explanations given to us, we are of the opinion that all transactions with related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the Accounting Standards and the Companies Act, 2013.

(xiv) The Company is advised to implement adequate internal audit system commensurate with the size and nature of its business;

(xv) According to the information and explanations given to us, we are of the opinion that the company has not entered into any non-cash transactions with directors or persons connected with him and accordingly, the provisions of clause 3(xv) of the Order is not applicable.

(xvi) According to the information and explanations given to us, we are of the opinion that the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, accordingly the provisions of clause 3(xvi) of the Order are not applicable;

(xvii) According to the information and explanations given to us and based on the audit procedures conducted we are of opinion that the company has not incurred any cash losses during the financial year and has incurred a cash loss of Rs. 23.61 Lakhs during the immediately preceding financial year;

(xviii) There has been no resignation of the statutory auditors during the year and accordingly, the provisions of clause 3(xviii) of the Order is not applicable;

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

(xx) The provisions of Section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the Order is not applicable.

(xxi) The reporting under clause (xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For MATHESH & RAMANA
CHARTERED ACCOUNTANTS

Sd/-
B. V. RAMANA REDDY
Partner M. No. 026967
UDIN: 23026967BGUSBF5686

Place: Hyderabad
Date: 30.05.2023

ANNEXURE - B TO THE INDEPENDENT AUDITOR'S REPORT

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 over financial reporting of ORTIN LABORATORIES LIMITED ("the Company") as of 31st March 2023 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls:

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control 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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility:

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting:

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial

statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting:

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

Opinion:

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2023, 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.

For MATHESH & RAMANA
CHARTERED ACCOUNTANTS

Sd/-
B. V. RAMANA REDDY
Partner M. No. 026967
UDIN: 23026967BGUSBF5686

Place: Hyderabad
Date: 30.05.2023

Balance Sheet as at 31st March,2023

Rupees in Lakhs

	Particulars	Note No.	As at 31.03.2023	As at 31.03.2022
	ASSETS:			
1	**NON-CURRENT ASSETS:**			
	(a) Property, Plant and Equipment	3	1,396.03	1,420.82
	(b) Capital Work-in-Progress	4	42.96	42.96
	(c) Investment Property		-	-
	(d) Goodwill		-	-
	(e) Other Intangible Assets		-	-
	(f) Intangible Assets under development		-	-
	(g) Biological Assets other than bearer plants		-	-
	(h) Financial Assets			
	(i) Investments	5	-	-
	(ii) Trade receivables		-	-
	(iii) Loans		-	-
	(iv) Other Financial Assets	6	27.07	31.73
	(i) Deferred Tax Assets (Net)		-	-
	(j) Other Non-Current Assets		-	-
			1,466.06	**1,495.51**
2	**CURRENT ASSETS:**			
	(a) Inventories	7	259.84	174.10
	(b) Financial Assets			
	(i) Investments		-	-
	(ii) Trade Receivables	8	341.74	323.61
	(iii) Cash and Cash Equivalents	9	21.98	49.19
	(iv) Bank balances other than (iii) above	10	3.61	10.32
	(v) Loans		-	-
	(vi) Other Financial Assets		-	-
	(c) Current Tax Assets (Net)		-	-
	(d) Other Current Assets	11	26.48	17.75
			653.65	**574.97**
	TOTAL		**2,119.71**	**2,070.48**

II	**EQUITY AND LIABILITIES:**			
1	**EQUITY:**			
	(a) Equity Share Capital	12	813.14	813.14
	(b) Other Equity	13	273.35	282.55
			1,086.49	**1,095.69**
2	**LIABILITIES:**			
i	**NON-CURRENT LIABILITIES:**			
	(a) Financial Liabilities			
	(i) Borrowings	14	296.26	172.93
	(ii) Trade Payables		-	-
	(iii)Other Financial Liabilities		-	-
	(b) Provisions	15	13.54	13.54
	(c) Deferred Tax Liabilities (Net)	16	25.40	27.09
	(d) Other Non-Current Liabilities	17	-	0.21
			335.20	**213.77**
ii	**CURRENT LIABILITIES:**			
	(a) Financial Liabilities			
	(i) Borrowings	18	348.41	441.51
	(ii) Trade Payables	19	154.72	78.74
	(iii)Other Financial Liabilities		-	-
	(b) Other Financial Liabilities		-	-
	(c) Current Tax Liabilities (Net)	20	184.81	230.69
	(d) Provisions	21	10.08	10.08
	(e) Current Tax Liabilities (Net)		-	-
			698.02	**761.02**
	TOTAL		**2,119.71**	**2,070.48**

See accompanying notes forming part of the financial statements

As per our report of even date annexed.
For MATHESH & RAMANA
CHARTERED ACCOUNTANTS

B. V. RAMANA REDDY
Partner
M No: 026967

Place: Hyderabad
Date: 30.05.2023

For and on behalf of Board
ORTIN LABORATORIES LIMITED

Sd/-
S. Murali Krishna Murthy
Managing Director
DIN: 00540632

Sd/-
S. Srinivas Kumar
Whole Time Director & CFO
DIN: 02010272

Sd/-
Nithesh Kumar Sharma
Company Secretary & Compliance Officer

Statement of Profit and Loss for the period ended 31st March,2023

Rupees in Lakhs

	Particulars	Note No.	For the year ended 31.03.2023	For the year ended 31.03.2022
I	Revenue from Operations	22	602.03	823.08
II	Other Income	23	4.20	19.44
III	**Total Income (I+II)**		**606.23**	**842.52**
IV	**Expenses**			
	Cost of Materials consumed	24	389.24	460.57
	Purchases of Stock In Trade		-	-
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	25	(50.27)	4.59
	Employee Benefits Expense	26	84.66	95.03
	Finance Costs	27	39.64	80.60
	Depreciation and Amortisation Expense	3	25.01	29.38
	Other Expenses	28	126.33	225.34
	Total Expenses		**614.61**	**895.51**
V	Profit/(Loss) before exceptional and extraordinary items and taxes (III-IV)		**(8.38)**	**(52.99)**
VI	Exceptional Items		2.67	-
VII	Profit / (Loss) Before Tax (V-VI)		**(11.05)**	**(52.99)**
VIII	Tax Expense:			
	Current Tax		-	-
	Deferred Tax		**(1.69)**	**(13.12)**
IX	Profit / (Loss) for the period from continuing operations (VII-VIII)		**(9.36)**	**(39.87)**
X	Profit/(loss) from discontinued operations		-	-
XI	Tax Expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		**(9.36)**	**(39.87)**

XIV	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV	Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period)		**(9.36)**	**(39.87)**
XVI	Earnings per equity share (for continuing operation):			
	(1) Basic		**(0.12)**	**(0.49)**
	(2) Diluted		**(0.12)**	**(0.49)**
XVII	Earnings per equity share (for discontinued operation):			
	(1) Basic		**-**	**-**
	(2) Diluted		**-**	**-**
XVIII	Earnings per equity share(for discontinued & continuing operations)			
	(1) Basic		**(0.12)**	**(0.49)**
	(2) Diluted		**(0.12)**	**(0.49)**

See accompanying notes forming part of the financial statements

As per our report of even date annexed.
For MATHESH & RAMANA
CHARTERED ACCOUNTANTS

B. V. RAMANA REDDY
Partner
M No: 026967

Place: Hyderabad
Date: 30.05.2023

For and on behalf of Board
ORTIN LABORATORIES LIMITED

Sd/-
S. Murali Krishna Murthy
Managing Director
DIN: 00540632

Sd/-
S. Srinivas Kumar
Whole Time Director & CFO
DIN: 02010272

Sd/-
Nithesh Kumar Sharma
Company Secretary & Compliance Officer

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2023

(Rupees in Lakhs)

Particulars	31.03.2023	31.03.2022
Cash Flows from Operating Activities		
Net profit before tax	**(11.05)**	**(52.99)**
Adjustments for :		
Finance Cost recoginsed in Profit & Loss	39.64	80.60
Depreciation	25.01	29.38
Profit / Loss on Sale of Assets	(0.88)	
Operating profit before working capital changes	**52.72**	**56.99**
Movements in Working Capital :		
(Increase)/Decrease in Trade and Other Receivables	(18.13)	67.87
(Increase)/Decrease in Inventories	(85.74)	9.08
(Increase)/Decrease in Other Financial Assets	4.66	1.71
(Increase)/Decrease in Other Assets	-	-
(Increase)/Decrease in Other Current Assets	(8.73)	2.52
Increase/(Decrease) in Trade Payables	75.98	(55.10)
Increase/(Decrease) in Other Financial Liabilities	-	-
Increase/(Decrease) in Other Non Current and Current Liabilities	(46.09)	150.64
Increase/(Decrease) in Provisions	-	(18.92)
Changes in Working Capital	**(78.05)**	**157.80**
Cash generated from operations	**(25.33)**	**214.79**
Direct Taxes Paid	-	-
Net Cash from operating activities (A)	**(25.33)**	**214.79**
Cash flows from Investing Activities		
Purchase & Sale of Fixed Assets	0.82	(12.54)
Changes in Investments	-	-
Net Cash used in Investing Activities (B)	**0.82**	**(12.54)**
Cash flows from Financing Activities		
Proceeds from issue of Equity Investments of Company	-	-
Repayment/(Proceeds) of/from borrowings	123.33	28.75
Finance Cost	(39.64)	(80.60)
Increase/decrease in short term borrowings	-	-
(Increase)/Decrease in Other bank balances	6.71	**4.77**
Net Cash used in Financing Activities (C)	**90.40**	**(47.08)**
Net Increase/(Decrease) in cash and cash equivalents (A+B+C)	**65.89**	**155.17**
Cash and Cash equivalents at the beginning of the year	(392.32)	(547.49)
Cash and Cash equivalents at the ending of the year	**(326.43)**	**(392.32)**

Particulars	31.03.2023	31.03.2022
Cash and Cash Equivalents	21.98	49.19
Shoret Term Borrowings From Banks	(348.41)	(441.51)
	(326.43)	**(392.32)**

As per our report of even date annexed.
For MATHESH & RAMANA
CHARTERED ACCOUNTANTS

B. V. RAMANA REDDY
Partner
M No: 026967

Place: Hyderabad
Date: 30.05.2023

For and on behalf of Board
ORTIN LABORATORIES LIMITED

Sd/-
S. Murali Krishna Murthy
Managing Director
DIN: 00540632

Sd/-
S. Srinivas Kumar
Whole Time Director & CFO
DIN: 02010272

Sd/-
Nithesh Kumar Sharma
Company Secretary & Compliance Officer

Notes to Financial Statements

1. Description of the Company and Significant Accounting Policies

a. General Information

Ortin Laboratories Limited (the company) is engaged in the manufacturing and trading of pharmaceuticals, Drugs and Intermediates. The Company is a public limited company incorporated and domiciled in India and has its registered office at Barkathpura, Hyderabad. The principal accounting policies applied in the preparation of the financial statements are setout below. These policies have been consistently applied to all the years presented, unless otherwise stated.

b. Basis of preparation and presentation of Financial Statements

The financial statements of Ortin Laboratories Limited (the company) have been prepared and presented in accordance with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended and as per other relevant provisions of the Act. The presentation of financial statements is based upon Ind AS Schedule III of Companies Act, 2013. Except for the changes below, the Company has consistently applied accounting policies to all applicable periods.

Ind AS 116, Leases

Effective April 1, 2019, the Company has adopted Ind AS 116 "Leases" and applied to its Lease contracts existing on April 1, 2019, using the modified retrospective method and has taken the cumulative adjustment to retained earnings, on the date of initial application. The Company has evaluated the effect of this amendment on the financial statements and concluded that there is no significant impact.

Amendment to Ind AS 12 'Income Taxes'

The Ministry of Corporate Affairs has notified limited amendments to Ind AS 12 'Income Taxes' with effect from April 1, 2019. The amendments require an entity to recognise the income tax consequences of dividends as defined in Ind AS 109 when it recognises a liability to pay a dividend. The income tax consequences of dividends are linked more directly to past transactions or events that generated distributable profits than to distributions to owners. Therefore, an entity shall recognize the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognized those past transactions or events. Since Dividend Distribution Tax is not applicable with effective from April 1, 2020, this amendment will have no impact on the financial statements.

Appendix C to Ind AS 12, Uncertainty over Income Tax Treatments:

The Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2019 containing Appendix C to Ind AS 12, Uncertainty over Income Tax Treatments which clarifies the application and measurement requirements in Ind AS 12 when there is uncertainty over income tax treatments. The current and deferred tax asset or liability shall be recognized and measured by applying the requirements in Ind AS 12 based on the taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates determined by applying this appendix. The amendment is effective from April 1, 2019. The Company has evaluated the effect of this amendment on the financial statements and concluded that there is no significant impact.

Amendment to Ind AS 19 'Employee Benefits'

The Ministry of Corporate Affairs has notified limited amendments to Ind AS 19 'Employee Benefits' in connection with accounting for plan amendments, curtailments and settlements. The amendments require an entity to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement and to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognized because of the impact of the asset ceiling. The amendment is effective from April 1, 2019 the Company has evaluated the effect of this amendment on the financial statements and concluded that this amendment is currently not applicable.

Basis of Measurement

These financial statements have been prepared on the historical cost convention and on an accrual

basis, except for the following material items in the balance sheet:

- Certain financial assets are measured either at fair value or at amortized cost depending on the classification;
- Employee defined benefit assets/(liability) are recognized as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation and All assets and liabilities are classified into current and non-current based on the operating cycle of less than twelve months or based on the criteria of realisation / settlement within twelve months period from the balance sheet date.

C. Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on historical experiences and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, the areas involving critical estimates or Judgments are:

i) Depreciation and amortization

Depreciation and amortization is based on management estimates of the future useful lives of certain class of property, plant and equipment and intangible assets.

ii) Employee Benefits

The present value of the employee benefits obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) includes the discount rate, wage escalation and employee attrition. The discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.

iii) Provision and contingencies

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

iv) Fair valuation

Fair value is the market based measurement of observable market transaction or available market information. All financial instruments are measured at fair value as at the balance sheet date, as provided in Ind AS 109 and 113. Being a critical estimate, judgment is exercised to determine the carrying values. The fair value of financial instruments that are unlisted and not traded in an active market is determined at fair values assessed based on recent transactions entered into with third parties, based on valuation done by external appraisers etc.,

D. Functional and presentation currency

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

E. Current and noncurrent classification

All the assets and liabilities have been classified as current or noncurrent as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1, Presentation of financial statements.

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

- It is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;
- It is held primarily for the purpose of being traded;

- It is expected to be realized within twelve months after the reporting date; or
- • It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.
- Liabilities: A liability is classified as current when it satisfies any of the following criteria:
- It is expected to be settled in the Company's normal operating cycle;
- It is held primarily for the purpose of being traded;
- It is due to be settled within twelve months after the reporting date; or
- The Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.
- Current assets/ liabilities include the current portion of noncurrent assets/ liabilities respectively. All other assets/ liabilities are classified as noncurrent. Deferred tax assets and liabilities are always disclosed as non-current.

F. Foreign Currency Transaction

Transactions in foreign currencies are translated to the respective functional currencies of entities within the Company 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 recognized in the statement of profit and loss in the period in which they arise. Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction, if any.

Significant Accounting Policies

1) Property Plant & Equipment

Recognition and measurement

Property, Plant and Equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment loss, if any. Cost includes expenditures that are directly attributable to the acquisition of the asset i.e., freight, duties and taxes applicable and other expenses related to acquisition and installation. The cost of self-constructed assets includes the cost of materials and other costs directly attributable to bringing the asset to a working condition for its intended use. Borrowing costs that are directly attributable to the construction or production of a qualifying asset are capitalized as part of the cost of that asset.

Directly attributable costs include:

a. Cost of Employee Benefits arising directly from Construction or acquisition of PPE.

b. Cost of Site Preparation.

c. Initial Delivery & Handling costs.

d. Professional Fees and

e. Costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling any items produced while bringing the asset to that location and condition (such as samples produced when testing equipment).

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

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

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

Items of property, plant and equipment acquired through exchange of non-monetary assets are measured at fair value, unless the exchange transaction lacks commercial substance or the fair value of either the asset received or asset given up is not reliably measurable, in which case the asset exchanged is recorded at the carrying amount of the asset given up.

f. Costs of testing whether the asset is functioning properly, after deducting the net proceeds from selling any items produced while bringing the asset to that location and condition (such as samples produced when testing equipment).

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Items of property, plant and equipment acquired through exchange of non-monetary assets are measured at fair value, unless the exchange transaction lacks commercial substance or the fair value of either the asset received or asset given up is not reliably measurable, in which case the asset exchanged is recorded at the carrying amount of the asset given up.

Depreciation

Depreciation is recognized in the statement of profit and loss on a straight line basis over the estimated useful lives of property, plant and equipment based on Schedule II to the Companies Act, 2013 (“Schedule”), which prescribes the useful lives for various classes of tangible assets. For assets acquired or disposed of during the year, depreciation is provided on prorata basis. Land is not depreciated. Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted prospectively, if appropriate.

The estimated useful lives are as follows:

Type of Asset	Estimated useful life in years
Buildings	
i)Main Plant Building	30
ii) Other Building	60
Plant & Machinery	30
Lab Equipment 7.5	25
Material Handling	7.5
Fire fighting	7.5
Vehicles	8
Computers	3
Office Equipment	5
Furniture & Fixtures	10

Advances paid towards the acquisition of property, plant and equipment outstanding at each reporting date is disclosed as capital advances under other noncurrent assets. The cost of property, plant and equipment not ready to use before such date are disclosed under capital work-in-progress. Assets not ready for use are not depreciated.

The Company assesses at each balance sheet date, whether there is objective evidence that an asset or a group of assets is impaired. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Recoverable mount is higher of the value in use or fair value less cost to sell.

2) 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

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

Debt instrument at FVTPL

Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss. The Company has not designated any debt instrument as at FVTPL.

Investment in Preference Shares and Unquoted trade Investments

Investment in Preference Shares and Unquoted trade Investments are measured at amortized cost using Effective Rate of Return (EIR).

Investment in equity instruments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument by-instrument basis. The classification is made on initial recognition and is irrevocable. If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity instruments i.e., investments in equity shares within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

Derecognition

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

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

through' arrangement; and either (a) the Company has transferred 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.

Impairment of trade receivables

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18. Expected credit loss model takes into consideration the present value of all the cash shortfalls over the expected life of a financial instrument. In simple terms, it is weighted average of credit losses with the respective risks of default occurring as weights. The credit loss is the difference between all contractual cash flows that are due to an entity as per the contract and all the contractual cash flows that the entity expects to receive, discounted to the effective interest rate. The Standard presumes that entities would suffer credit loss even if the entity expects to be paid in full but later than when contractually due. In other words, it simply focuses on DELAYS in collection of receivables. For the purpose of identifying the days of delay, the Company took into consideration the weighted average number of delays taking into consideration the date of billing, the credit period and the collection days.

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

Subsequent measurement

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

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the 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.

Fair value measurement

The Company classifies the fair value of its financial instruments in the following hierarchy, based on the inputs used in their valuation:

i) Level 1: The fair value of financial instruments quoted in active markets is based on their quoted closing price at the balance sheet date.

ii) Level 2: The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques using observable market data. Such valuation techniques include discounted cash flows, standard valuation models based on market parameters for interest rates, yield curves or

foreign exchange rates, dealer quotes for similar instruments and use of comparable arm's length transactions.

iii) Level 3: The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs).

Derivative financial instruments and hedging activities

A derivative is a financial instrument which changes value in response to changes in an underlying asset and is settled at future date. Derivatives are recognised at fair value at the end of reporting period and are subsequently re-measured at their fair value at each reporting period. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Company designates certain derivatives as either:

a. hedges of the fair value of recognised assets or liabilities (fair value hedge); or

b. hedges of a particular risk associated with a firm commitment or a highly probable forecasted transaction (cash flow hedge);

The Company documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Company also documents its assessment, both at hedge inception and on an on-going basis, of whether the derivatives that are used in hedging transactions are effective in offsetting changes in cash flows of hedged items. Movements in the hedging reserve are accounted in other comprehensive income and are shown within the statement of changes in equity. The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of hedged item is more than 12 months and as a current asset or liability when the remaining maturity of the hedged item is less than 12 months. Trading derivatives are classified as a current asset or liability.

(a) Fair value hedge

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the Statement of Profit and Loss, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

(b) Cash flow hedge

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income. The ineffective portion of changes in the fair value of the derivative is recognised in the statement of profit and loss. Gains or losses accumulated in equity are reclassified to the statement of profit and loss in the periods when the hedged item affects the statement of profit and loss.

When a hedging instrument expires or swapped or unwound, or when a hedge no longer meets the criteria for hedge accounting, any accumulated gain or loss existing in statement of changes in equity is recognised in the Statement of Profit and Loss. When a forecasted transaction is no longer expected to occur, the cumulative gains/losses that were reported in equity are immediately transferred to the statement of profit and loss.

Fair value measurement

Fair value of financial assets and liabilities is normally determined by references to the transaction price or market price. If the fair value is not reliably determinable, the Company determines the fair value using valuation techniques that are appropriate in the circumstances and for which sufficient data are available, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

3) Inventories

Inventories consist of raw materials, work-in-progress and finished goods and are measured at the lower of cost and net realisable value. The cost of all categories of inventories is based on the weighted

average method. Cost includes expenditures incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of finished goods and work-in-progress, cost includes an appropriate share of overheads based on normal operating capacity. Stores and spares, that do not qualify to be recognised as property, plant and equipment, consists of packing materials, engineering spares (such as machinery spare parts) and consumables which are used in operating machines or consumed as indirect materials in the manufacturing process. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

4) Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite lives or that are not yet available for use, an impairment test is performed each year at March 31. The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell. 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 or the cash-generating unit. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

An impairment loss is recognized in the statement of profit and loss if the estimated recoverable amount of an asset or its cash-generating unit is lower than its carrying amount. Impairment losses recognized in respect of cash- generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit on a pro-rata basis. An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

5) Cash & Cash Equivalents

Cash and bank balances comprise of cash balance in hand, in current accounts with banks, demand deposit, short-term deposits, Margin Money deposits and unclaimed dividend accounts. For this purpose, "short-term" means investments having maturity of three months or less from the date of investment.

6) Employee Benefits

Short term employee benefits

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

Defined Contribution Plan

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

Defined Benefit Plans

The liability in respect of defined benefit plans and other post-employment benefits is calculated using the projected unit credit method consistent with the advice of qualified actuaries. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest

rates based on prevailing market yields of Indian Government Bonds and that have terms to maturity approximating to the terms of the related defined benefit obligation. The current service cost of the defined benefit plan, recognised in the statement of profit and loss in employee benefit expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements. Past service costs are recognised immediately in income. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

Termination benefits

Termination benefits are recognized as an expense when the Company is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognized as an expense if the Company has made an offer encouraging voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably.

Other long-term employee benefits

The Company's net obligation in respect of other long term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and previous periods. That benefit is discounted to determine its present value. Re-measurements are recognized in the statement of profit and loss in the period in which they arise.

7) Provisions, contingent liabilities and contingent assets

Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities

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

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.

8) Revenue Recognition

Sale of goods and trade license

Revenue is recognized, when the company Substantially satisfies its performance obligation While transferring a promised good or service to its customers. The company considers the terms of the contract and its customary business practices to determine the transaction price. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset. Revenue is

measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and value added tax. Transaction price is recognised based on the price specified in the contract, net of the estimated sales incentives/ discounts. Accumulated experience is used to estimate and provide for the discounts/ right of return, using the expected value method.

Other Income

Interest Income

Interest Income mainly comprises of interest on Margin money deposit with banks relating to bank guarantee. Interest income should be recorded using the effective interest rate (EIR). However, the amount of margin money deposits relating to bank guarantee are purely current in nature, hence effective interest rate has not been applied. Interest is recognized using the time-proportion method, based on rates implicit in the transactions.

9) Borrowing Costs

Borrowing costs consist of interest, ancillary and other costs that the Company incurs in connection with the borrowing of funds and interest relating to other financial liabilities. Borrowing costs also include exchange differences to the extent regarded as an adjustment to the 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.

10) Tax Expenses

Tax expense consists of current and deferred tax.

Income Tax

Income tax expense is recognized in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred Tax

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously. A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Dividend distribution tax

Tax on Dividends declared by the Company are recognised as an appropriation of Profit.

Dividend Distribution Tax is not applicable from April 1, 2020.

11) Earnings Per Share

The Company presents basic and diluted earnings per share (“EPS”) data for its ordinary shares. Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit

after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

12) Trade receivables

Trade receivables are initially recognized at fair value and subsequently measured at amortized cost using effective interest method, less provision for impairment.

13) Trade and other payables

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

Determination of fair values

The Company's accounting policies and disclosures require the determination of fair value, for certain financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability. 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.

(i) Property, plant and equipment

Property, plant and equipment, if acquired in a business combination or through an exchange of non-monetary assets, is measured at fair value on the acquisition date. For this purpose, fair value is based on appraised market values and replacement cost.

(ii) Intangible assets

The fair value of brands, technology related intangibles, and patents and trademarks acquired in a business combination is based on the discounted estimated royalty payments that have been avoided as a result of these brands, technology related intangibles, patents or trademarks being owned (the "relief of royalty method"). The fair value of customer related, product related and other intangibles acquired in a business combination has been determined using the multi-period excess earnings method after deduction of a fair return on other assets that are part of creating the related cash flows.

(iii) Inventories

The fair value of inventories acquired in a business combination is determined based on its estimated selling price in the ordinary course of business less the estimated costs of completion and sale, and a reasonable profit margin based on the effort required to complete and sell the inventories.

(iv) Investments in equity and debt securities and units of mutual funds

The fair value of marketable equity and debt securities is determined by reference to their quoted market price at the reporting date. For debt securities where quoted market prices are not available, fair value is determined using pricing techniques such as discounted cash flow analysis. In respect of investments in mutual funds, the fair values represent net asset value as stated by the issuers of these mutual fund units in the published statements. Net asset values represent the price at which the issuer will issue further units in the mutual fund and the price at which issuers will redeem such units from the investors. Accordingly, such net asset values are analogous to fair market value with respect to these investments, as transactions of these mutual funds are carried out at such prices between investors and the issuers of these units of mutual funds.

(v) Derivatives

The fair value of foreign exchange forward contracts is estimated by discounting the difference between the contractual forward price and the current forward price for the residual maturity of the contract using a risk-free interest rate (based on government bonds). The fair value of foreign currency option and swap contracts and interest rate swap contracts is determined based on the appropriate valuation techniques, considering the terms of the contract.

(vi) Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date. For finance leases the market rate of interest is determined by reference to similar lease agreements. In respect of the Company's borrowings that have floating rates of interest, their fair value approximates carrying value.

14) Impact of COVID – 19 Key Accounting Judgements, Estimates and Assumptions

The threats posed by the corona virus outbreak are multifold. In many countries, businesses have been forced to cease or limit their operations for long or indefinite periods of time. Even in India the outbreak has been declared epidemic and on March 24, 2020, the Government of India ordered a nationwide lockdown, limiting movement of the population of India as a preventive measure against the COVID-19 pandemic. As a result, most businesses throughout the world are dealing with lost revenue and disrupted supply chains. The disruption to global supply chains due to factory shutdowns has already exposed the vulnerabilities of many organizations.

However, as the Company operates in an industry that is considered essential in India and other countries, its operations were continuing during lockdown by ensuring appropriate safety measures.

The Company considered the uncertainty relating to the COVID-19 pandemic in assessing the recoverability of receivables, goodwill, intangible assets, investments and other assets. For this purpose, the Company considered internal and external sources of information up to the date of approval of these financial statements. The Company has alsoused the principles of prudence in applying judgments, estimates and assumptions including sensitivity analysis. Based on its current estimates, the Company expects to fully recover the carrying amount of receivables, goodwill, intangible assets, investments and other assets.

As the outbreak continues to evolve, the Company will continue to closely monitor any material changes to future economic conditions.

The preparation of the Financial Statements required the Management to exercise judgements and to make estimates and assumptions. The Management has considered the possible effects, if any, that may result from the pandemic relating to COVID-19 on the carrying amounts of its assets. In developing the assumptions and estimates relating to the uncertainties as at the Balance Sheet date in relation to the recoverable amounts of these assets, the Management has considered the global economic conditions prevailing as at the date of approval of these financial statements and has used internal and external sources of information to the extent determined by it. The actual outcome of these assumptions and estimates may vary in future due to the impact of the pandemic.

i. Depreciation and amortisation

Depreciation and amortisation are based on management estimates of the future useful lives of the property, plant and equipment and intangible assets. Estimates may change due to technological developments, competition, changes in market conditions and other factors and may result in changes in the estimated useful life and in the depreciation and amortisation charges.

ii. Employee Benefits

The present value of the defined benefit obligations depends on a number of factors that are determined on an actuarial basis using various assumptions. The assumptions used in determining the net

cost/(income) includes the discount rate, wage escalation and employee attrition. Any changes in these assumptions will impact the carrying amount of obligations. The discount rate is based on the prevailing market yields of Indian Government securities as at the Balance Sheet date for the estimated term of the obligations.

iii. Inventories

The method of valuation of Inventories has been stated in Significant Accounting Policies. The Company has considered the possible impact relating to COVID-19 while determining the net realisable value of inventory. Based on the available internal and external information as determined by the Management, the Company does not expect the carrying values of such inventories to be significantly impacted.

iv. Trade Receivables

The credit worthiness of Trade Receivables and the credit terms set are determined on a case to case basis and the Management has factored in the uncertainties arising out of COVID-19, as applicable. Based on other internal and external sources of information as determined by the Management, the Company expects to fully recover the carrying amount of Trade Receivables. The fair values of Trade Receivables are not considered to be significantly different from their carrying values, given their generally short period to maturity, with impairment reviews considered on an individual basis rather than when these become overdue.

NOTE NO. 3
PROPERTY, PLANT & EQUIPMENT

Rupees in Lakhs

S. No.	PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		Cost as on 01.04.2022	Additions	Deletions	Cost as on 31.03.2023	Upto 01.04.2022	For the Year	Deletions	Upto 31.03.2023	As on 31.03.2023	As on 31.03.2022
1	Land.	1,121.70	-	-	1,121.70	-	-	-	-	1,121.70	1,121.70
2	Factory building.	353.20	-	-	353.20	165.13	11.76	-	176.90	176.30	188.06
4	Plant & machinery	245.99	-	-	245.99	151.11	8.49	-	159.60	86.39	94.88
5	Testing equipment.	20.26	-	-	20.26	13.03	0.88	-	13.91	6.35	7.24
6	Furniture & fixtures.	23.50	-	-	23.50	23.65	-	0.16	23.50	-	(0.16)
7	Electrical fittings	14.02	-	-	14.02	14.02	-	-	14.02	-	-
8	Vehicles.	46.96	-	25.66	21.30	41.24	2.48	25.54	18.18	3.11	5.71
9	Other assets.	20.74	-	-	20.74	19.75	0.99	-	20.74	-	0.99
10	Computer.	35.66	0.20	-	35.86	35.26	0.05	-	35.31	0.55	0.40
11	Modixerox.	2.05	-	-	2.05	2.05	-	-	2.05	-	-
12	Generator Set	3.12	-	-	3.12	3.12	-	-	3.12	-	-
13	Air conditioner.	16.63	-	-	16.63	14.64	0.36	-	15.00	1.63	2.00
TOTAL		**1,903.83**	**0.20**	**25.66**	**1,878.37**	**483.00**	**25.01**	**25.70**	**482.33**	**1,396.03**	**1,420.82**

Notes to financial statements for the period ended 31st March, 2023
(All amounts in Lakhs of Indian Rupees except as otherwise stated)

4 Capital Work in Progress:

Particulars	As at 31-March-2023	As at 31-March-2022
Capital Work in Progress	42.96	42.96
	42.96	**42.96**

5 Investments

Particulars	As at 31-March-2023	As at 31-March-2022
Investment in Equity Instruments (at Fair value)	-	-
Investment in Mutual Funds (at Fair value)	-	-
	-	-

6 Other Financial Assets:

Particulars	As at 31-March-2023	As at 31-March-2022
Unsecured, Considered Good:		
Trade and other deposit	27.07	31.73
	27.07	**31.73**

7 Inventories:

Particulars	As at 31-March-2023	As at 31-March-2022
Raw material	121.47	86.00
Finshed Goods & work in progress	138.37	88.10
	259.84	**174.10**

NOTE No. 8
TRADE RECEIVABLES As at 31 March, 2023

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	118.26	23.83	160.23	39.42	0.00	341.74
Undisputed Trade Receivables - Considered Doubt	0.00	0.00	0.00	0.00	0.00	0.00
Disputed Trade Receivables - Considered Good	0.00	0.00	0.00	0.00	0.00	0.00
Disputed Trade Receivables - Considered Doubt	0.00	0.00	0.00	0.00	0.00	0.00
Total	**118.26**	**23.83**	**160.23**	**39.42**	0.00	**341.74**

NOTE No. 8
TRADE RECEIVABLES As at 31 March, 2022

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables - Considered Good	230.00	11.70	81.91	0.00	0.00	323.61
Undisputed Trade Receivables - Considered Doubt	0.00	0.00	0.00	0.00	0.00	0.00
Disputed Trade Receivables - Considered Good	0.00	0.00	0.00	0.00	0.00	0.00
Disputed Trade Receivables - Considered Doubt	0.00	0.00	0.00	0.00	0.00	0.00
Total	**230.00**	**11.70**	**81.91**	**0.00**	**0.00**	**323.61**

9 Cash and Cash Equivalents:

Particulars	As at 31-March-2023	As at 31-March-2022
Cash in hand	20.59	13.44
Balances with banks	1.39	35.75
	21.98	**49.19**

10 Bank Balances (Other than above)

Particulars	As at 31-March-2023	As at 31-March-2022
Other Bank Balances:		
Margin money deposits against Letter of Credit and BG	3.61	10.32
	3.61	**10.32**

11 Other Current Assets:

Particulars	As at 31-March-2023	As at 31-March-2022
Advances - Others	14.54	8.41
Accrued Interest	1.36	1.36
Prepaid Expenses	0.75	1.08
GST ITC	0.98	-
IT Refund AY 2022-23	3.61	-
TDS Receivable	5.24	6.90
	26.48	**17.75**

12 Share Capital:

	As on 31-03-2023		As on 31-03-2022	
	Number of shares	Amount in Lakhs	Number of shares	Amount in Lakhs
Authorised:				
Equity shares of Rs.10 each with voting rights	96,00,000	960.00	96,00,000	960.00
	96,00,000	**960.00**	**96,00,000**	**960.00**
Issued, Subscribed and Fully Paid-up:				
81,31,392 equity shares of Rs.10/- each fully paid-up	81,31,392	813.14	81,31,392	813.14
Total issued, subscribed and fully paid up share capital	**81,31,392**	**813.14**	**81,31,392**	**813.14**

(a) Reconciliation of the shares outstanding at the beginning and at the end of the year

	As on 31-03-2023		As on 31-03-2022	
	Number of shares	Amount in Lakhs	Number of shares	Amount in Lakhs
Equity shares of Rs. 10/-each fully paid				
At the beginning of the year	81,31,392	813.14	81,31,392	813.14
Issued during the year	-	-	-	-
Less: Transferred in demerger process	-	-	-	-
Outstanding at the end of the year	81,31,392	813.14	81,31,392	813.14

(b) Details of share holders holding more than 5% shares in the Company

Name of the shareholder	As on 31-03-2023		As on 31-03-2022	
	Number of shares	% Share holding	Number of shares	% Share holding
NIL				

(c) Details of shares held by promoters at the end of the year along with % of change

Name of the Promoter	As on 31-03-2023		As on 31-03-2022		% of change during the year
	Number of shares	% Share holding	Number of shares	% Share holding	
SANKA SATYA PRAVEEN KUMAR	78071	0.96%	78071	0.96%	0.00%
S PANDARI KRISHNA MURTHY	48	0.00%	48	0.00%	0.00%
A SRINIVASA RAJU	2000	0.02%	45162	0.56%	-95.57%
S MURALI KRISHNA MURTHY	384	0.00%	384	0.00%	0.00%
LAKSHMI SRAVANI DASARI	87000	1.07%	87000	1.07%	0.00%
SANKA NAGA JYOTHI	114339	1.41%	43339	0.53%	163.82%
VENKATA RAMANA GADDAM	85	0.00%	1246	0.02%	-93.18%
VENKATA RAMA GADDAM	29	0.00%	11	0.00%	163.64%
SANKA RAVI SANKAR	84800	1.04%	40800	0.50%	107.84%
SATYANARAYANA RAJU BHUPATHIRAJU	142	0.00%	13142	0.16%	-98.92%
GADDAM BALAJI	0	0.00%	686	0.01%	-100.00%
KRISHNA KARTHIK SANKA	0	0.00%	28800	0.35%	-100.00%
ALLURI MAITHILI	0	0.00%	80188	0.99%	-100.00%
ALLURI ANANTHA LAXMI	0	0.00%	108130	1.33%	-100.00%

13 Other Equity:

Particulars	As at 31-March-2023	As at 31-March-2022
Reserves and Surplus:		
Share Forfeiture Reserve:		
Balance, at the beginning of the year	64.53	64.53
Add: Amount received during the year	-	-
Balance, at the end of the year	**64.53**	**64.53**
Surplus in the Statement of Profit and Loss:		
Balance at the beginning of the year	218.02	257.89
Add: Excess provision written back	0.16	-
Add: Additions during the year	(9.36)	(39.87)
Net surplus in the statement of profit and loss	**208.82**	**218.02**
Total	**273.35**	**282.55**

14 Borrowings (Non-Current):

Particulars	As at 31-March-2023	As at 31-March-2022
Secured:		
Vehicle Loans	0.29	2.38
Unsecured:		
From Directors & their relatives	284.81	159.39
Sales Tax Loan from Govt. of A.P	11.16	11.16
	296.26	**172.93**

Security Details

Vehicle Loan is secured by hypothecation of vehicle financed.

15. Provisions:Non-current)

Particulars	As at 31-March-2023	As at 31-March-2022
Provision for employee benefits (Gratuity)	13.54	13.54
	13.54	**13.54**

16. Deferred Tax Liabilities (net):

Particulars	As at 31-March-2023	As at 31-March-2022
Opening Balance	27.09	40.21
Add: Adjustment / Credit During the year	(1.69)	(13.12)
Total	**25.40**	**27.09**

17. Other Non Current liabilites

Particulars	As at 31-March-2022	As at 31-March-2021
Security Deposit	-	0.21
	-	**0.21**

18 Borrowings (Current):

Particulars	As at 31-March-2023	As at 31-March-2022
Secured:		
Cash Credit from Banks (Secured)	348.41	345.96
Bills Payable	-	95.55
	348.41	**441.51**

Cash Credit form Karnataka Bank Limited is secured by present and future raw materials, semi finished goods, finished goods, stores and secured second charge on Fixed Assets of the Company and further secured by personal guarantee of promoter Directors.

NOTE No. 19
Trade Payables As at 31 March, 2023

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Dues - MSME	0.00	0.00	0.00	0.00	0.00
Undisputed Dues - Others	142.90	11.82	0.00	0.00	154.72
Disputed Dues - MSME	0.00	0.00	0.00	0.00	0.00
Disputed Dues - Others	0.00	0.00	0.00	0.00	0.00
Total	**142.90**	**11.82**	0.00	0.00	**154.72**

NOTE No. 19
Trade Payables As at 31 March, 2022

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Dues - MSME	0.00	0.00	0.00	0.00	0.00
Undisputed Dues - Others	78.74	0.00	0.00	0.00	78.74
Disputed Dues - MSME	0.00	0.00	0.00	0.00	0.00
Disputed Dues - Others	0.00	0.00	0.00	0.00	0.00
Total	**78.74**	0.00	0.00	0.00	**78.74**

20 Other Current Liabilities:

Particulars	As at 31-March-2023	As at 31-March-2022
Other Payables	121.91	157.52
Advances from Debtors	-	3.56
Directors Remuneration Payable	46.04	45.77
Outstanding Liability for Expenses	16.86	15.90
GST Payable	-	7.94
	184.81	**230.69**

21 Provisions (Current):

Particulars	As at 31-March-2023	As at 31-March-2022
Provision for Gratuity	10.08	10.08
	10.08	**10.08**

22 Revenue from Operations:

Particulars	For the year ended 31-03-2023	For the year ended 31-03-2022
Sales(Net):	-	-
Domestic sales	602.03	823.08
	602.03	823.08

23 Other Income:

Particulars	For the year ended 31-03-2023	For the year ended 31-03-2022
Interest Recceived	1.96	0.33
Discount on Purchase	-	0.02
Profit on Sale of Assets	0.88	-
Miscellaneous Income	1.36	2.74
Reversal of Excess Provision	-	16.35
	4.20	**19.44**

24 Cost of Materials Consumed:

Particulars	For the year ended 31-03-2023	For the year ended 31-03-2022
Inventory at the beginning of the year	86.00	90.48
Add: Purchases	424.71	456.09
	510.71	**546.57**
Less: Inventory at the end of the year	121.47	86.00
	389.24	**460.57**

25 Change in Inventory:

Particulars	For the year ended 31-03-2023	For the year ended 31-03-2022
Opening Stock of Inventories:	-	-
Work-in-Progress/Finished goods	88.10	92.69
	88.10	**92.69**
Closing Stock of Inventories:		
Work-in-Progress/Finished goods	138.37	88.10
	138.37	88.10
	(50.27)	**4.59**

26 Employee Benefit Expenses:

Particulars	For the year ended 31-03-2023	For the year ended 31-03-2022
Salaries, Wages and Allowances	65.15	67.73
Directors Remuneration	16.23	21.26
Contribution to Provident and Other Funds	2.64	5.36
Staff Welfare Expenses	0.64	0.68
	84.66	**95.03**

27 Finance Costs:

Particulars	For the year ended 31-03-2023	For the year ended 31-03-2022
Interest on Fixed Period Loans	0.08	1.39
Interest on Cash Credit	32.35	76.99
Interest on Late Payment of Taxes	0.21	0.24
Interest - Others	1.87	-
Bank Charges (Including Loan Processing Charges)	5.13	1.98
	39.64	**80.60**

28. Other Expenses

Particulars	For the year ended 31-03-2023	For the year ended 31-03-2022
Rates and Taxes	0.84	4.56
Penalties	0.24	0.46
Insurance	1.85	1.29
Legal and Professional Charges	12.62	8.94
ROC Expenses	0.17	0.07
Listing Fee	6.87	7.15
Communication Expenses	0.82	1.47
Travel & Conveyance Expenses	4.45	2.08
Rent Office & Godown	5.24	5.66
Power & Fuel	23.63	22.01
Sales & Business Promotion	3.21	1.20
Commission on Sales	0.30	39.88
Office Maintenance	5.29	2.62
Postage and Courier	0.96	1.44
Membership and Subscription	0.19	0.10
Late Supply Charges	3.72	17.82
Income Tax Paid	0.06	7.36
Printing & Stationery	1.43	-
Payment to Auditors		
Statutory Audit	1.50	1.00
Repairs & Maintanance Expenses	9.16	9.19
Discount & Rebate	2.33	0.46
Freight & Tranportation	8.78	17.68
Labour Wages	10.80	15.81
Advertisement	0.64	2.30
Miscellaneous Expenses	17.00	40.76
Consumables	0.47	1.75
Shortage and Spoiled Goods	3.76	12.28
	126.33	**225.34**

Note No. 29: FINANCIAL RATIOS

S. No.	Ratio	Numerator	Denominator	2023	2022	% Variance	Reasons for variance of above 25%
1	Current Ratio (in times)	Current Assets	Current Liabilities	0.94	0.76	23.94	-
2	Debt - Equity Ratio (in times)	Total Debt	Total Equity	0.59	0.56	5.81	-
3	Debt Service Coverage Ratio (in times)	Earnings available for Debt Service	Debt Service	6.25	-3.36	-285.61	Variance is primarily on account of decrease in loss compared to the previous year.
4	Return on Equity Ratio (in %)	Profit After Tax	Average Equity	-1.15	-4.90	-76.52	Variance is primarily on account of decrease in loss compared to the previous year.
5	Inventory Turnover Ratio (in times)	Net Sales	Average Inventory	2.32	4.73	-50.99	Variance is primarily on account of decrease in sales and increase in inventory.
6	Trade Receivables Turnover Ratio (in times)	Revenue from Operations	Average Trade Receivables	1.76	2.54	-30.74	Variance is primarily on account of decrease in sales and increase in trade receivables.
7	Trade Payables Turnover Ratio (in times)	Adjusted Expenses	Average Payables	3.04	6.51	-53.34	Variance is primarily on account of increase in trade payables
8	Net Capital Turnover Ratio (in times)	Revenue from Operations	Average Working Capital (i.e. Total current assets less Total current liabilities)	-13.57	-4.42	206.70	Variance is primarily on account of variation in working capital compared to the previous year
9	Net Profit Ratio (in %)	Profit After Tax	Revenue from Operations	-1.55	-4.84	-67.90	Variance is primarily on account of decrease in loss compared to the previous year.
10	Return on Investment (in %)	Income generated from Investments	Average Investments	NA	NA	NA	-
11	Return on Capital Employed (in %)	Profit before tax and finance costs	Capital Employed = Net Worth + Lease Liabilities + Deferred Tax Liabilities	2.57	2.46	4.56	-

30. SECURED LOANS:

a) Cash Credit form Karnataka Bank Limited is secured by present and future raw materials, semi finished goods, finished goods, stores and secured second charge on Fixed Assets of the Company and further secured by personal guarantee of promoter Directors.

b) Vehicle Loans are secured by hypothecation of specified vehicles.

31. FOREIGN EXCHANGE TRANSACTIONS:

There were no foreign exchange earnings and out go during the year.

32. MANAGERIAL REMUNERATION:

		31 March 2023 Amount in Lakhs
1.	S. Murali Krishna Murthy	6.60
2.	S. Srinivas Kumar	6.08
3.	S. Balaji Venkateshwarlu	3.55

The above figures do not include Sitting fee paid and provision for gratuity and leave encashment.

33. REMUNERATION TO AUDITORS:

	31 March 2023 Amount in Lakhs
Audit fee	1.50
TOTAL	**1.50**

34. CONTINGENT LIABILITIES:

Estimated amount of contracts remaining to be executed on Capital Accounts and not provided for – NIL.

35. DEFERRED TAX :

	31 March 2023 Amount in Lakhs
During the year the Company has provided for the Net Deferred Tax Liability/ Assets in the books of account.	
Net Block as per Companies Act	274.33
Net Block as per Income Tax Act	173.42
Timing Difference	100.91
Net Tax Liability as on 31-03-2023	25.40
Less: Deferred Tax Liability as on 31-03-2022	27.09
Effect on Profit and Loss Account (Deferred Tax Income for the year)	1.69

Deferred tax Asset represents timing differences in depreciation on fixed assets.

36. EARNINGS PER SHARE

(A) BASIC EARNING PER SHARE

Amount in Lakhs

i.	Number of equity shares outstanding at the beginning of the year.	81,31,392
ii.	Number of equity shares issued during the year.	Nil
iii.	Total number of equity shares outstanding at the end of the year. (used for denominator for calculating EPS)	81,31,392
iv.	Profit available to share holders.	(9.36)
v.	Basic Earnings per Share. (Face Value Rs. 10/-) in Rupees	(0.12)

(B) DILUTED EARNING PER SHARE

Amount in Lakhs

i.	Number of equity shares outstanding as per Point No. iii above.	81,31,392
ii.	Weighted average number of potential equity shares outstanding	Nil
iii.	Weighted average number of shares outstanding (used for denominator for calculating EPS)	81,31,392
iv.	Profit available to share holders	(9.36)
v.	Diluted Earnings per Share. (Face Value Rs. 10/-) in Rupees	(0.12)

37. RELATED PARTY TRANSACTIONS:

Related party disclosures in the Form AOC-2 of Companies Act 2013 is as follows**:**

A. Details of contracts or arrangements or transactions not at arm's length basis: NIL
B. Details of contracts or arrangements or transactions at arm's length basis:

i)	Name of the transacting relating party	:	S. Murali Krishna Murthy
ii)	Description of Relationship between the parties	:	Managing Director of the Company
iii)	Description of the nature of transactions	:	Director Remuneration, Unsecured Loan taken and repaid by the Company
iv)	Duration of Contract / agreement / transaction	:	Not Applicable
v)	Terms of Contract / Transaction and Volume of the transactions	:	Rs. 6.60 Lakhs, Rs. 85.27 Lakhs & Rs. 31.43 Lakhs respectively
vi)	Justification for entering in to such contract / transactions	:	Not Applicable
vii)	Date of approval by board	:	30.05.2022
viii)	Amount paid as advances, if any	:	Nil
ix)	Date on which the resolution was passed in general meeting	:	Not Applicable

i)	Name of the transacting relating party	:	S. Balaji Venkateshwarlu
ii)	Description of Relationship between the parties	:	Director of the Company
iii)	Description of the nature of transactions	:	Director Remuneration
iv)	Duration of Contract / agreement / transaction	:	Not Applicable
v)	Terms of Contract / Transaction and Volume of the transactions	:	Rs. 3.55 Lakhs
vi)	Justification for entering in to such contract / transactions	:	Not Applicable
vii)	Date of approval by board	:	30.05.2022
viii)	Amount paid as advances, if any	:	Nil
ix)	Date on which the resolution was passed in general meeting	:	Not Applicable

i)	Name of the transacting relating party	:	S. Srinivas Kumar
ii)	Description of Relationship between the parties	:	Director of the Company
iii)	Description of the nature of transactions	:	Director Remuneration & Unsecured Loan taken by the Company
iv)	Duration of Contract / agreement / transaction	:	Not Applicable
v)	Terms of Contract / Transaction and Volume of the transactions	:	Rs. 6.08 Lakhs & Rs. 15.90 Lakhs respectively
vi)	Justification for entering in to such contract / transactions	:	Not Applicable
vii)	Date of approval by board	:	30.05.2022
viii)	Amount paid as advances, if any	:	Nil
ix)	Date on which the resolution was passed in general meeting	:	Not Applicable

i)	Name of the transacting relating party	:	N.Vijaya Durga
ii)	Description of Relationship between the parties	:	Relative of Director of the Company
iii)	Description of the nature of transactions	:	Unsecured Loan taken by the Company and Interest on Unsecured Loan taken by the Company
iv)	Duration of Contract / agreement / transaction	:	Not Applicable
v)	Terms of Contract / Transaction and Volume of the transactions	:	Rs. 10.00 Lakhs & Rs. 0.40 Lakhs respectively
vi)	Justification for entering in to such contract / transactions	:	Not Applicable
vii)	Date of approval by board	:	30.05.2022
viii)	Amount paid as advances, if any	:	Nil
ix)	Date on which the resolution was passed in general meeting	:	Not Applicable
i)	Name of the transacting relating party	:	S. Parvathi
ii)	Description of Relationship between the parties	:	Relative of Director of the Company
iii)	Description of the nature of transactions	:	Unsecured Loan taken by the Company an Interest on Unsecured Loan taken by the Company
iv)	Duration of Contract / agreement / transaction	:	Not Applicable

v)	Terms of Contract / Transaction and Volume of the transactions	:	Rs. 5.00 Lakhs & Rs. 0.12 Lakhs respectively
vi)	Justification for entering in to such contract / transactions	:	Not Applicable
vii)	Date of approval by board	:	30.05.2022
viii)	Amount paid as advances, if any	:	Nil
ix)	Date on which the resolution was passed in general meeting	:	Not Applicable
i)	Name of the transacting relating party	:	S. Sarath Kumar
ii)	Description of Relationship between the parties	:	Relative of Director of the Company
iii)	Description of the nature of transactions	:	Unsecured Loan taken by the Company an Interest on Unsecured Loan taken by the Company
iv)	Duration of Contract / agreement / transaction	:	Not Applicable
v)	Terms of Contract / Transaction and Volume of the transactions	:	Rs. 39.00 Lakhs & Rs. 1.35 Lakhs respectively
vi)	Justification for entering in to such contract / transactions	:	Not Applicable
vii)	Date of approval by board	:	30.05.2022
viii)	Amount paid as advances, if any	:	Nil
ix)	Date on which the resolution was passed in general meeting	:	Not Applicable

i)	Name of the transacting relating party	:	Sri Sai Krishna Marketing Associates
ii)	Description of Relationship between the parties	:	Director of the Company is interested in the firm
iii)	Description of the nature of transactions	:	Purchases & Sales
iv)	Duration of Contract / agreement / transaction	:	Not Applicable
v)	Terms of Contract / Transaction and Volume of the transactions	:	Rs. 5.12 Lakhs & Rs. 187.48 Lakhs
vi)	Justification for entering in to such contract / transactions	:	Not Applicable
vii)	Date of approval by board	:	30.05.2022
viii)	Amount paid as advances, if any	:	Nil
ix)	Date on which the resolution was passed in general meeting	:	Not Applicable

i)	Name of the transacting relating party	:	Nithesh Kumar Sharma
ii)	Description of Relationship between the parties	:	Company Secretary
iii)	Description of the nature of transactions	:	Remuneration
iv)	Duration of Contract / agreement / transaction	:	Not Applicable
v)	Terms of Contract / Transaction and Volume of the transactions	:	Rs. 2.76 Lakhs
vi)	Justification for entering in to such contract / transactions	:	Not Applicable
vii)	Date of approval by board	:	30.05.2022
viii)	Amount paid as advances, if any	:	Nil
ix)	Date on which the resolution was passed in general meeting	:	Not Applicable

38. In the opinion of the Board the Current assets, Loans and advances are approximately of the value stated if realized in the ordinary course of the business. The provision for depreciation and all known liabilities are adequate and not in excess of the amount considered reasonably necessary.

39. The Company is yet to file Satisfaction of Charges to an extent of Rs. 21.25 Crores.

40. Confirmation of balances has not been received from any of the Creditors, Debtors and for Loans & Advances, which are subject to reconciliation. Provision for doubtful debts, if any, in respect of the above and the consequential adjustment, if any, whether of revenue nature or otherwise, will be dealt accordingly.

41. ADDITIONAL INFORMATION PURSUANT TO PARAGRAPHS 3 & 4 OF PART II OF SCHEDULE III TO THE COMPANIES ACT 2013, (AS CERTIFIED BY A DIRECTOR): NIL.

42. DISCLOSURE UNDER MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006:

As regards to the compliance of provisions relating to the dues to Micro, Small and Medium Enterprises in terms of Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006, the Company has sent letters to the Creditors to confirm whether they are Micro, Small and Medium Enterprises. The Company is yet to receive the confirmations from them. Hence, the Company could not quantify the dues, if any to the Micro, Small and Medium Enterprises.

43. During the year the following provisions were made:

Particulars	Rupees in Lakhs
Current Tax	Nil
Interest on Income Tax	Nil

44. SHARE CAPITAL:

The paid up capital of the company as on 31st March 2023 is Rs. 8,13,13,920/- divided into 81,31,392 equity share of Rs. 10/- each.

45. All the amounts are rounded off to the nearest lakhs.

46. Previous year figures have been regrouped and restructured wherever necessary.

As per our report of even date annexed.
For MATHESH & RAMANA
CHARTERED ACCOUNTANTS

B. V. RAMANA REDDY
Partner
M No: 026967

Place: Hyderabad
Date: 30.05.2023

For and on behalf of Board
ORTIN LABORATORIES LIMITED

Sd/-
S. Murali Krishna Murthy
Managing Director
DIN: 00540632

Sd/-
S. Srinivas Kumar
Whole Time Director & CFO
DIN: 02010272

Sd/-
Nithesh Kumar Sharma
Company Secretary & Compliance Officer

Book Post

If undelivered, please return to :

ORTIN LABORATORIES LIMITED
D. No. 1-8-B4, Ground Floor, F3 HIG,
Block-4, Street no. 3, Baghlingampally
Hyderabad -500044 Telangana