

ANNUAL REPORT

2024-25

5th Annual General Meeting



Influx[®]

HEALTHTECH LTD.



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(5th) Fifth Annual General Meeting of the Company:

Date: September 9, 2025

Day: Tuesday

Time: 12:00 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") facility

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GENERAL INFORMATION

Board of Directors:

Sr. No.	Name	DIN	Category	Designation	Date of Appointment
1	Mr. Munir Abdul Ganee Chandniwala	08459582	Executive	Chairman & Managing Director	September 28, 2020
2	Mrs. Shirin Munir Ahmed Chandniwala	08459623	Executive	Whole-time Director	September 28, 2020
3	Mr. Abdul Ganee Abdul Rasul Chandniwala	09573672	Non-Executive	Director	April 18, 2022
4	Mr. Vipul Balubhai Patel	08091260	Non-Executive	Independent Director	June 11, 2024
5	Mr. Ashok Kumar Jain	00251096	Non-Executive	Independent Director	July 26, 2024

KEY MANAGERIAL PERSONNEL:

Company Secretary & Compliance Officer:

Mr. Atul Kumar Ashok Kumar Shukla
(Appointed w.e.f. May 2, 2024)

Chief Financial Officer:

Mr. Ashish Ghanshyam Shah
(Appointed w.e.f. May 2, 2024)

Statutory Auditors:

M/s V.B. Goel & Co.
Chartered Accountants
Mumbai
(Appointed w.e.f. September 30, 2024)

Banker:

HDFC Bank Limited

REGISTERED OFFICE:

109, Ghanshyam Enclave Premises Co-op Soc Plot
No. 856, Laljipada, Kandivali West, Mumbai -
400067 Maharashtra, India.

Email: cs@influxhealthtech.com

Website: www.influxhealthtech.com

CIN: L24299MH2020PLC346825

**REGISTRAR AND
SHARE TRANSFER AGENT:**

[Maashitla® Securities Private Limited](#)

451, Krishna Apra Business Square Netaji Subhash
Place, Pitampura, North west, New Delhi, Delhi -
110034, India

Email: contact@maashitla.com

Contact Number: 011-45121798

Website: www.maashitla.com

SEBI Registration No.: INR000004370

NOTICE OF 5th ANNUAL GENERAL MEETING

Notice is hereby given that the Fifth (5th) Annual General Meeting (AGM) of Influx Healthtech Limited to be held on **Tuesday, September 9, 2025, at 12:00 P.M.** IST through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") facility to transact the following businesses. to transact the following businesses:

ORDINARY BUSINESSES:

- 1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended on March 31, 2025, and the reports of the Board of Directors and Auditors thereon:**

*In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Ordinary Resolution**;*

"RESOLVED THAT the audited financial statement of the Company for the financial year ended on March 31, 2025, and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

- 2. To appoint Mr. Abdul Ganee Abdul Rasul Chandniwala (DIN 09573672) as a Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.**

*In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as **Ordinary Resolution**;*

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Abdul Ganee Abdul Rasul Chandniwala (DIN 09573672), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS:

- 3. To give approval for related party transaction for F.Y. 2025-26.**

*In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Special Resolution**;*

"RESOLVED THAT pursuant to the provisions of Section 2(76), Section 177 and Section 188 of the Companies Act, 2013, read with applicable rules the Members of the Company hereby approve the omnibus approval granted by the Audit Committee and the Board of Directors, for Related Party Transaction(s) to be entered into during the financial year 2025-26, as more particularly described in the Explanatory Statement annexed to this Notice."

“RESOLVED FURTHER THAT Board of Directors of the company be and are hereby authorized to approve such transactions on case-to-case basis within the approved limit and do all such acts, deed, matters and things as may be necessary to give effect to the foregoing resolution.”

4. To Approve Procurement of Machinery from Vendors Without Variation in Objects Stated in the Prospectus.

*In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Special Resolution**;*

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modifications or re-enactments thereof for the time being in force, the consent of the members be and is hereby accorded to enable the Company to procure the machinery as disclosed in the prospectus dated June 23, 2025, from vendors other than those originally named in the said prospectus, if such additional vendors offer more competitive pricing, better quality, or more favorable commercial terms, as detailed in the explanatory statement annexed hereto.”

“RESOLVED FURTHER THAT this resolution shall not result in any change in the nature, quantity, or specification of the machinery to be procured, and the procurement shall remain strictly in line with the objects and disclosures made in the prospectus, except for the change in vendors based on quotation evaluation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to evaluate, negotiate, and finalize procurement of the machinery from such additional vendors, and to do all such acts, deeds, matters and things as may be necessary or expedient, including execution of contracts, placement of purchase orders, filing of necessary forms with regulatory authorities, and intimation to stock exchange(s), for the purpose of giving effect to this resolution.”

Registered Office:

109, Ghanshyam Enclave Premises Co-op Soc Plot No.
856, Laljipada, Kandivali West, Mumbai - 400067
Maharashtra, India.

Date: August 14, 2025

Place: Mumbai

**By Order of the Board of Directors of
Influx Healthtech Limited**

Sd/-

**Munir Abdul Ganee Chandniwala
Chairman and Managing Director
DIN: 08459582**

IMPORTANT NOTES

1. In compliance with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 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, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") and SEBI/HO/CFD/CFDPoD- 2/P/CIR/2023/167 dated October 07, 2023 issued by Securities and Exchange Board of India (hereinafter collectively referred to as "Circulars"), the provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the 5th (Fifth) Annual General Meeting ("AGM") of the Company is being held through VC/OAVM without the physical presence of Members at a common venue. The deemed venue for the 5th (Fifth) AGM will be the Registered Office of the Company- 109, Ghanshyam Enclave Premises Co-op Soc Plot No. 856, Laljipada, Kandivali West, Mumbai - 400067 Maharashtra, India.
2. A Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 and additional information of the Directors seeking re-appointment as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('Secretarial Standard') are annexed.
3. In terms of the MCA Circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 113 of the Act, representatives of the Institutional/Corporate Members may be appointed for the purpose of voting through remote e-Voting, for participation in the AGM through VC/OAVM Facility and e-Voting during the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to info@csnayan.com with a copy marked to contact@maashitla.com.
4. The attendance of the Members participating in the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. 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.
5. In line with the MCA Circulars and SEBI Circular, the notice of the AGM along with the Annual Report are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may please note that this Notice and Annual Report will also be available on the Company's website www.influxhealthtech.com, website of the Stock Exchange i.e., National Stock Exchange of India Limited at www.nseindia.com and also on the website of the RTA at www.maashitla.com.
6. Since the AGM is being held through VC/OAVM Facility, the route map of the venue of the Meeting is not annexed hereto.

7. The Members may join the AGM in the VC/OAVM mode thirty (30) Minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in this Notice.
8. As no shares were held in Physical Form, closure of the Register of Members and Share Transfer Books of the Company will not be applicable pursuant to section 91 of the Companies Act, 2013 and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
9. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI circular no. SEBI/HO/ CFD/CMD/CIR/P/2020/242 dated December 09, 2020, the Company is providing remote e- Voting facility to its Members in respect of the business to be transacted at the AGM and facility for those Members participating in the AGM to cast vote through e-Voting system during the AGM.
10. The Company has availed the services of Central Depository Services (India) Limited, as the authorized agency for conducting of the AGM through VC/OAVM and providing e- Voting facility.
11. The e-voting period commences on Saturday, September 6, 2025 (9:00 A.M. IST) and ends on Monday, September 8, 2025 (5:00 P.M. IST). The e-voting module will be disabled by Central Depository Services (India) Limited thereafter. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. September 3, 2025.
12. Members joining the meeting through VC/OAVM, who have not already cast their vote by means of remote e-Voting, shall be able to exercise their right to vote through e-Voting at the AGM. The Members who have cast their vote by remote e-Voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
13. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
14. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. September 3, 2025 only shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM.
15. The Board of Directors have appointed M/s. Pitroda Nayan & Co., Practicing Company Secretaries (Membership No. FCS: 58473, COP: 23912) as Scrutinizer for the e-Voting process. The Scrutinizer shall, after the conclusion of AGM, unblock the votes in the presence of at least two witnesses who are not in employment of the Company and shall within a period of 2 (Two) working days from the

conclusion of the AGM, prepare a Scrutinizer's Report of the votes cast in favour or against, if any, and submit it to the Chairman of the meeting.

16. The results of the e-Voting will be declared within 2 (Two) working days from the conclusion of the AGM. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.influxhealthtech.com and on the website of Central Depository Services (India) Limited and shall be communicated to National Stock Exchange of India Limited (NSE).
17. The register of directors and key managerial personnel (KMP) and their shareholding, maintained under Section 170 of the Act, and the register of contracts or arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to the Notice will also be available for electronic inspection without any fee from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@influxhealthtech.com.

18. Procedure for Remote e-Voting:

Procedure for Login for e-Voting and Attending AGM through VC/OAVM for Individual Shareholders holding securities in Demat mode. In terms of SEBI circular dated December 09, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their Demat accounts to access e-Voting facility.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (i) The voting period begins on Saturday, September 6, 2025 (9:00 A.M. IST) and ends on Monday, September 8, 2025 (5:00 P.M. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, September 3, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, users will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS

	“Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will be opened. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on the company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

Step 2 : Access through CDSL e-Voting system in case of non-individual shareholders holding shares in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) Click on the EVSN for the Influx Healthtech Limited on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@influxhealthtech.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

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7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **2 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at cs@influxhealthtech.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **2 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at cs@influxhealthtech.com. These queries will be replied to by the company suitably by email.
 8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
 9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
 10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

11. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id i.e. cs@influxhealthtech.com** and contact@maashitla.com.
12. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
13. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

Item No.03: To give approval for related party transaction for F.Y. 2025-26.

Pursuant to Sections 2(76), 177 and 188 of the Companies Act, 2013 (“Act”), the Audit Committee and Board of Directors has granted omnibus approval for certain related-party transactions to be entered into by the Company during the financial year 2025-26. As required under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in terms of Section 188 of the Act, the details of such transactions are set out below for shareholders’ approval.

The omnibus approval will enable the Company to enter into transactions in the ordinary course of business and at arm’s length basis, thereby ensuring operational flexibility and reducing the need to seek fresh approval for each individual transaction, subject to the limits set out below and compliance with applicable law.

Name of the related party	Relation	Nature & Type of Transaction (in Rs.)	Maximum Value of transactions (in Rs.)	Period of Transaction	Basis
Mr. Munir Abdul Ganee Chandniwala	Chairman and Managing Director	Rent receivable on the premises of registered office of the Company	1,10,00,000/-	FY 2025-26	Based on the Leave and License agreement entered into between the company and Mr. Munir Abdul Ganee Chandniwala
Mr. Munir Abdul Ganee Chandniwala	Chairman and Managing Director	Purchase of Plot No. 59	1,50,00,000/-	FY 2025-26	As Per The MOU entered between the company and Mr. Munir Abdul Ganee Chandniwala and Mrs. Shirin Munir Ahmed Chandniwala
Mr. Munir Abdul Ganee Chandniwala	Chairman and	Purchase of Plot No. 28	69,00,000/-	FY 2025-26	As per the MOU entered between the

	Managing Director				company and Mr. Munir Abdul ganee Chandniwala and Mrs. Shirin Munir Ahmed Chandniwala
Mr. Munir Abdul Ganee Chandniwala	Chairman and Managing Director	Remuneration	96,00,000/-	FY 2025-26	As per Regulation 23 of the SEBI (Listing Obligation and Disclosure requirements) Regulations, 2015
Mrs. Shirin Munir Ahmed Chandniwala	Whole-time Director	Remuneration	24,00,000/-	FY 2025-26	As per Regulation 23 of the SEBI (Listing Obligation and Disclosure requirements) Regulations, 2015
Trusan Printpack Private Limited	Group Entity	Sales of Product	2,50,000/-	FY 2025-26	As per the order received by the Entity
Trusan Printpack Private	Group Entity	Purchase of Product	3,50,00,000/-	FY 2025-26	As per the requirement arise in the company
Trusan Printpack Private	Group Entity	Rent Income	3,60,000/-	FY 2025-26	As per the rent Agreement entered between the company and Trusan Printpack Private Limited

Nutrapharm India	Group Entity	Sales of Product	1,00,000/-	FY 2025-26	As per the order received by the Entity
Influx Foundation	Group Entity	Donation	2,00,000/-	FY 2025-26	

The transactions will be entered into in the ordinary course of business and on arm's length basis. The Audit Committee and the Board have reviewed and approved the transactions and are of the opinion that they are in the best interest of the Company.

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

ITEM No.04: To Approve Procurement of Machinery form Vendors Without Variation in Objects Stated in the Prospectus.

The Company, pursuant to its public issue and as disclosed in its prospectus dated June 23, 2025, had proposed to procure certain machinery from specified vendors for its expansion and operational enhancement plans. The procurement of the machinery was a part of the object of the issue and the vendors identified in the prospectus were based on then-available quotations and market analysis.

Subsequent to the filing of the prospectus, the Company has invited additional quotations from other reputed vendors for supply of the same machinery, with identical technical specifications and quality standards. Upon evaluation, it has been observed that certain vendors, not named in the prospectus, have submitted quotations that are more cost-effective. These revised quotations, along with the names of the additional vendors and machinery specifications, have been reviewed and are annexed to this statement for the information of the members.

The details of the additional vendors along with Quotations are as follows:

Sr. No.	Description	Quantity	Basic Cost (Estimated) (₹ in lakhs)	Name of Supplier	Date of Quotation
1	<u>Dog Food Making Plant</u> <u>Along with:</u> i. Boiler 1.5 TPH IBR ii. Chimney / Erection of Boiler iii. Transformer 600kva	1	348.34	M/s Unitech	July 9, 2025 The quotation is valid for 280 days from date of quotation.
2	<u>Detergent Soap Plant & Machinery</u> i. Mixer ii. Three Roll Mill iii. Single Screw Plodder iv. Soap Stamping and Cutting	1	25.00	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.

	Machine v. Conveyor vi. Flow rapping machine				
3	<u>Hydraulic Lifting Vacuum</u> Emulsifying Mixer i. 500L Hydraulic Lifting Vacuum Emulsifying Mixer ii. Stainless Steel Pipes and Fittings	1	39.90	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
4	<u>Ampoule Fill & Seal</u> <u>Machine</u> i. GGS-118(P2) Plastic Ampoule Fill & Seal Machine	1	20.60	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
5	<u>Sachet Machine</u> i. Card Sachet Packing Machine (3 Nozzle with One Horizontal Hopper) ii. Hard film with 1 color printing iii. Soft film with 3 colors printing iv. Cylinder cost for film printing	1	47.70	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
6	<u>Automatic Lipstick</u> <u>Production</u> <u>Line</u> i. 12 Nozzles Hot Filling Machine ii. Freezing Tunnel iii. Lipstick Demould Machine	1	38.80	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
7	<u>Automatic Nail Polish</u> <u>Filling and</u> <u>Capping Machine</u> B-YX2 Automatic Nail Polish Filling and Capping Machine	1	22.70	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
8	<u>High Speed</u> <u>Liquid/Viscous Multi</u> <u>Lane & Special</u> <u>Shape Auto</u>	1	67.30	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180

	<u>Machine</u> DC-680 High Speed Liquid / Viscous Multi Lane & Special Shape Auto Packaging Machine				days from date of quotation.
9	<u>Oral Dissolving Film</u> i. Oral Dissolving Film Making Machine with Slitting function ii. Automatic ODF Strips Pouch Packing Machine	1	181.60	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
10	<u>Beverage Mixing System</u> i. Sugar pasteurization melting system (Capacity 1T/H) ii. Beverage mixing system (Capacity 2T/H) iii. Homogenizing system (Capacity 2T/H) iv. Sterilizing system (Capacity 2T/H) v. CIP cleaning system vi. Auxiliaries	1	113.30	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
11	<u>Pet Bottle Filling and Packaging Line</u> i. Washing filling capping 3 in 1 ii. Empty cap feeding iii. Drink pasteurization and cooling (8 sq. m.) iv. Sleeve system	1	95.00	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
12	<u>Tetra Pack line</u> i. Tetra pack type machine ii. Straw applicator iii. Plate type UHT Capacity: 1T/h	1	124.60	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
13	<u>Jar Filling Line</u> i. Automatic bottles feeding device ii. Automatic 4 heads ions	1	83.00	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180

	air blow bottle washing machine iii. Spoons vibration feeder iv. Automatic powder filling machine v. Powder feeder vi. Dust removal device vii. Metal detector viii. Automatic servo capping machine ix. Extra flow track x. Aluminium foil sealing machine xi. Automatic round bottle labelling machine with ribbon printer xii. Collecting table 1.5m long				days from date of quotation.
14	<u>Powder Processing line</u> i. Vibro sifter ii. Multi Mill: 5 HP iii. Double cone bin blender	1	22.20	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
15	<u>Pouch Filling Line (VFFS)</u> i. Vibro sifter ii. Multi Mill: 3 HP iii. Double cone bin blender	1	15.70	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
16	<u>Powder Filling Line (downstream)</u> i. Powder Packing machine ii. Extra metering screw material contact part SS316 iii. Date printer iv. Screw auger conveyor (loading powder to hopper automatically) Metal detector	1	24.00	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.

17	<u>Protein Bar Production Line</u> i. Syrup heater (200L) ii. Mixer iii. Elevator iv. Cereal bar forming, cooling, Slitting machine v. 180° turning machine vi. 600 Chocolate enrobing line with 14M cooling tunnel vii. 500L Chocolate melting tank (with heating pipes) viii. Chocolate transfer pump ix. Control System	1	141.50	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
18	<u>Puffed Food Production Line: Protein Snacking</u> i. Flour Mixer ii. Screw Conveyor iii. Double Screw Extruder iv. Driving & Extruding System v. Cutting System vi. Control System vii. Big Hoist viii. Three-Layer Roaster ix. Flavoring System x. Packaging Machine (Cup type)	1	68.10	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
19	<u>Popp rice cake production line</u> i. Rice Cake Machine ii. Belt Conveyor iii. Double Drum Flavoring Machine	1	45.90	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
20	<u>Tablet Section</u> i. Tablet press machine ii. Effervescent tube filling machine	1	113.80	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.

21	<u>Water System</u> i. Reverse Osmosis Water Purification System (Capacity 4T/Hour) ii. Pre-filter system (Capacity 8T/H): iii. RO system (Capacity 4T/H): iv. UV sterilizer v. Pure water Storage tank: 3000liter	1	36.10	Novus Nextech Private Limited	August 6, 2025 The quotation is valid for 180 days from date of quotation.
22	<u>Tablet Section</u> o Tablet press machine	1	68.52	Helios Concrew Private Limited	August 2, 2025 The quotation is valid for 90 days from date of quotation.
23	<u>Beverage Mixing System</u> i. Sugar pasteurization melting system (Capacity 1T/H) ii. Beverage mixing system (Capacity 2T/H) iii. Homogenizing system (Capacity 2T/H) iv. Sterilizing system (Capacity 2T/H) v. CIP cleaning system vi. Auxiliaries	1	76.70	M/s Ambica Engineers	July 23, 2025 The quotation is valid for a period of 6 months from date of this quotation.

The Board believes that considering alternate vendors for the same machinery where quotations are more competitive is in the best interest of the Company and its shareholders, as it results in optimal utilization of public issue proceeds.

In view of the above, the approval of the members is being sought to authorize the Company to procure machinery as stated in the prospectus from additional vendors not originally named, based on evaluation of quotations and commercial feasibility.

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

The Board of Directors recommends the resolution as set out in the Notice for approval of the shareholders as a Special Resolution.

ANNEXURE TO NOTICE

Details of Directors seeking appointment / re-appointment at the Annual General Meeting [In pursuance of Clause 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015]

Information about the directors who are proposed to be appointed/ re-appointed at the 5th Annual General Meeting as per regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 Secretarial Standard on general meetings issued by the Institute of Company Secretaries of India forming part of the notice convening the annual general meeting of the company.

Particulars	Mr. Abdul Ganee Abdul Rasul Chandniwala
Director Identification Number	09573672
Date of Birth	September 03, 1951
Age	73 years
Justification for Appointment	Mr. Abdul Ganee Abdul Rasul Chandniwala is proposed to be re-appointed by considering his leadership role in the business of the company.
Educational Qualification.	Diploma of Licentiate of the Court of Examiners of Homeopathic & and Biochemic Systems of Medicine from the Court of Examiners of Homeopathic and Biochemic Systems of Medicine
Experience (No. of Years)	21 Years
Business field in which Experience.	Pharmaceutical industry
Date of Initial Appointment	April 18, 2022
Directorship held in any other Company.	Nil
Member of any Committees of the Directors in the Company.	Nomination And Remuneration Committee
Member of any committees of the Directors in other Companies with names of the Company.	Nil
No. of Shares held as on August 8, 2025 in the company	726 Shares
Relationship with other Directors/KMPs	He is the Father of Mr. Munir Abdul Ganee Chandniwala, Chairman and Managing Director and Father-in-law of Mrs. Shirin Munir Ahmed Chandniwala, Whole Time Director of the Company.

Registered Office:

109, Ghanshyam Enclave Premises Co-op Soc Plot No.
856, Laljipada, Kandivali West, Mumbai - 400067
Maharashtra, India.

Date: August 14, 2025

Place: Mumbai

**By Order of the Board of Directors of
Influx Healthtech Limited**

Sd/-

**Munir Abdul Ganee Chandniwala
Chairman and Managing Director
DIN: 08459582**

DIRECTOR'S REPORT

To Members,
Influx Healthtech Limited

Your directors have pleasure to present the 5th (**Fifth**) Director's Report together with the Audited Statement of Accounts of Influx Healthtech Limited ("the Company") for the year ended March 31, 2025.

1. FINANCIAL PERFORMANCE

The financial results of the Company for the Financial Year 2024-25 as compared with the previous Financial Year are as under:

(Rs. in lakhs, unless otherwise stated)

Particulars	Financial Year ended 31/03/2025	Financial Year ended 31/03/2024
Revenue from Operations	10,485.36	9,996.51
Other Income	13.31	5.09
Total Income	10,498.68	10,001.60
Total Expenses	8,727.27	8,508.09
Profit/(loss) before Tax (EBT)	1,771.41	1,493.51
Provision for Income Tax		
(i) Current Tax	440.99	417.66
(ii) Deferred Tax	10.32	(29.96)
(iii) Short/Excess Provision for Income Tax	(7.22)	-
Net Profit/(Loss) After Tax	1,327.32	1,105.80
EPS	7.31	6.09

2. STATE OF THE COMPANY'S AFFAIRS

The Company is engaged in the development and manufacturing of a diverse range of healthcare products, including dietary and nutritional supplements (tablets, capsules, soft gels, liquid orals, oral powders, effervescent tablets, gummies), cosmetic and personal care formulations (creams, gels, external oils, soaps), Ayurvedic and herbal products, veterinary feed supplements, and homecare items, all produced in GMP, HACCP, ISO 22000, Halal and US FDA registered facilities to ensure stringent quality control and regulatory compliance. There has been no change in the nature of the Company's business during the financial year ended March 31, 2025.

The highlights of the Company's performance are as under:

- i. Revenue from operations for the year ended on March 31, 2025 and March 31, 2024 is INR 10,485.36 Lakhs and INR 9,996.51 Lakhs.
- ii. Other incomes for the year ended for the year ended on March 31, 2025 and March 31, 2024 is INR 13.31 Lakhs and INR 5.09 Lakhs.
- iii. Net profit for the year ended for the year ended on March 31, 2025 and March 31, 2024 is INR 1,327.32 Lakhs and INR 1,105.80 Lakhs.

3. RESERVES

The Board of Directors have decided to retain the entire amount of profit under Retained Earnings.

4. DIVIDEND

To conserve the resources for future growth of the company, your directors do not propose any dividend for the current year. Your Company's policy on Dividend Distribution is available at <https://influxhealthtech.com/investor-relations/>

5. HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

The Company does not have any Holding, Subsidiary, Joint Venture or Associate Company.

6. SHARE CAPITAL

The Authorised Share Capital as on March 31, 2025 was INR 25,00,00,000/- divided into 2,50,00,000 Equity Shares of INR 10/- each.

The Paid-up share capital as on March 31, 2025 was INR 18,15,00,000/- divided into 1,81,50,000 Equity Shares of INR 10/- each.

➤ Increase in Authorised Share Capital:

The Company has Increased the Authorised Share Capital of the company from INR 10,00,00,000/- to INR 25,00,00,000/- divided into 2,50,00,000 Equity shares of INR 10/- each vide Shareholder's resolution passed on April 04, 2024.

➤ Increase Paid Up Share Capital:

During the year, your company had issued bonus shares in the ratio of 725:1 i.e. Seven hundred and twenty-five new equity Shares of INR 10/- each for every one equity share of INR 10/- each fully paid up vide Allotment resolution dated July 31, 2024. Post Issuance of bonus Share, The Paid-up share capital of the company was INR 18,15,00,000/-.

INITIAL PUBLIC OFFER ("IPO") AND LISTING OF EQUITY SHARES

The Company conducted its initial public offering (IPO) of 61,00,800 Equity Shares, each with a face value of ₹ 10/- in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. The shares were offered at a price of ₹ 96/- per share, including a premium of ₹ 86/- per share.

The IPO was open for subscription from June 18, 2025, to June 20, 2025. The shares were allotted to applicants on June 23, 2025, at the offer price of ₹ 96/- per share. The Company's equity shares began trading on the SME Platform (EMERGE) of the National Stock Exchange of India Limited (NSE) from June 25, 2025.

The Company, vide its Prospectus dated June 23, 2025 ("Prospectus") raised ₹4800.38 Lakhs by issuing 50,00,400 Fresh Equity Shares and 11,00,400 Equity Shares by way of an Offer for Sale by the selling shareholder, Mr. Munir Abdul Ganee Chandniwala.

7. CHANGE IN NAME OF THE COMPANY

During the year under review, Company has not changed the Name.

8. CHANGE IN REGISTERED OFFICE

During the year under review, the Company has not changed its Registered Office.

9. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There have been no material changes and commitments, affecting the financial position of the Company which occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report except:

The Company did come up with Initial Public Offer and had raised ₹4800.38 Lakhs by issuing 50,00,400 Fresh Equity Shares and 11,00,400 Equity Shares by way of an Offer for Sale by the selling shareholder, Mr. Munir Abdul Ganee Chandniwala. The equity shares of the company got listed on NSE Emerge w.e.f. June 25, 2025.

10. DEPOSITS FROM PUBLIC

The Company, during the year, has not invited/ accepted any deposit other than the exempted deposit as prescribed under the provision of the Companies Act, 2013, and the rules framed there under, as amended from time to time. Hence there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (vi) of Companies (Accounts) Rules, 2014.

However, during the financial year:

- i. The Company has borrowed money(ies) from Directors of the Company in pursuant to Rule 2(c)(viii) of the Companies (Acceptance of Deposits) Rules, 2014, amended from time to time, and said amount is not being given out of funds acquired by him/them by borrowing or accepting loans or deposits from others.

- ii. The Company has repaid the loan borrowed from banking company in pursuant to Rule 2(c)(iii) of the Companies (Acceptance of Deposits) Rules, 2014, amended from time to time.
- iii. There is outstanding security deposit collected from customers for the performance of the contract for the supply of goods or the provision of services, in accordance with Rule 2(c)(xii)(c) of the Companies (Acceptance of Deposits) Rules, 2014, as amended from time to time.

11. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 ("the Act") form part of the Notes to the financial statements provided in this Integrated Annual Report.

12. CHANGE IN THE NATURE OF BUSINESS

During the financial year ended March 31, 2025, the Company's core business operations remained consistent. During the same period, the Company successfully expanded its product portfolio by launching of a new offering Ayurvedic Gummies, Oral Dissolving Powder, Pet Food for Dogs, Nutrition Toppers for Pets, Popped Chips, Pet Food for Cats & Nutritional Oral Gel in FY 2024-25.

13. MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis as required in terms of the Listing Regulations is annexed to the report as **Annexure I** and is incorporated herein by reference and forms an integral part of this report.

14. DETAILS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, are as follows:

a). Conservation of energy-

(i)	the steps taken or impact on conservation of energy	Continuous Monitoring on electricity uses to reduce the misuse or wastage of electricity at factory and office premise
(ii)	the steps taken by the company for utilizing alternate sources of energy	NIL
(iii)	the capital investment on energy conservation equipments	NIL

b). Technology absorption-

(i)	the efforts made by the Company towards technology absorption	NIL
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	NIL
(iii)	The information regarding imported technology (imported during the last three years)-	NIL
	(a) the details of technology imported	NIL
	(b) the year of import	NIL
	(c) whether the technology been fully absorbed	NIL
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	NIL
(iv)	the expenditure incurred on Research and Development	NIL

Foreign exchange earnings and Outgo-

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows are as follows:

(Rs. In Lakhs, unless otherwise stated)

Particulars	Current Year (2024-25) (INR)	Previous Year (2023-24) (INR)
Export of Goods on F.O.B Basis	61.03	25.58
C.I.F Value of Import	-	-
Remittance of Dividend in Foreign Currency	-	-
Expenditure in Foreign Currency	27.47	2.32

15. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

➤ Retirement by Rotation:

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Abdul Ganee Abdul Rasul Chandniwala, Non-Executive Director is liable to retire by rotation and is eligible to offer himself for re appointment. The Board recommends his re-appointment.

➤ Changes in Board of Directors & Key Managerial Personnel:

The following changes occurred during the year in the composition of the Board of Directors and Key Managerial Personnel:

Sr. No.	Name of Director & KMP	Effective Date of Change	Nature of Change	Designation
1.	Mr. Mohmad Saleh Mutvalli	June 11, 2024	Appointment	Additional Independent Director
2.	Mr. Vipul Balubhai Patel	June 11, 2024	Appointment	Additional Independent Director
3.	Mr. Mohmad Saleh Mutvalli	July 13, 2024	Change in designation	Independent Director
4.	Mr. Vipul Balubhai Patel	July 13, 2024	Change in designation	Independent Director
5.	Mr. Ashok Kumar Jain	July 26, 2024	Appointment	Additional Independent Director
6.	Mrs. Shirin Munir Ahmed Chandniwala	July 26, 2024	Change in designation	Executive Director
7.	Mr. Munir Abdul Ganee Chandniwala	July 30, 2024	Change in designation	Managing Director & Chairmen
8.	Mrs. Shirin Munir Ahmed Chandniwala	July 30, 2024	Change in designation	Whole Time Director
9.	Mr. Ashok Kumar Jain	July 30, 2024	Change in designation	Independent Director
10.	Mr. Mohmad Saleh Mutvalli	August 07, 2024	Resignation	Independent Director

➤ **Declaration by Independent Directors:**

Your Company has received declarations from all the Independent Directors, confirming that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013, along with the rules framed thereunder, and Regulation 16(1)(b) of the SEBI Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

The Independent Directors are familiarized with their roles, rights, and responsibilities, as well as with the nature of the industry and business model, through an induction program at the time of their appointment as Director. Additionally, they are kept informed through presentations on the economy and industry overview, key regulatory developments, strategy, and performance, which are made to the Directors from time to time.

➤ **Details of Board Meetings:**

During the Financial year 2024-25, **Twenty-three (23)** board meetings were held. The interval between any two meetings was well within the maximum allowed gap of 120 days.

The Composition of Board of directors and the details of meetings attended by the board of directors during the year are given below.

Sr. No.	Date of Board Meeting	Directors Present
1.	April 1, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala
2.	April 8, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala
3.	May 2, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala
4.	June 11, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala
5.	July 12, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala
6.	July 26, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala
7.	July 30, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain
8.	July 31, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain
9.	August 7, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain
10	August 9, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel
11.	August 20, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain

		Mr. Vipul Balubhai Patel
12.	September 2, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel
13.	September 16, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel
14.	October 4, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel
15.	October 30, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel
16.	December 16, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel
17.	December 18, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel
18.	December 23, 2024	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel
19.	January 3, 2025	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel

20.	January 20, 2025	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel
21.	January 31, 2025	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel
22.	February 4, 2025	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel
23.	March 25, 2025	Mr. Munir Abdul Ganee Chandniwala Mrs. Shirin Munir Ahmed Chandniwala Mr. Abdul Ganee Abdul Rasul Chandniwala Mr. Ashok Kumar Jain Mr. Vipul Balubhai Patel

16. Directors' Responsibility Statement

Pursuant to Section 134(3)(c) & 134(5) of the Companies Act, 2013, the Board of Directors of the Company hereby confirm that:

- a) In preparation of the annual accounts, the applicable Accounting Standards have been followed, along with proper explanation relating to material departures, if any;
- b) Such Accounting Policies have been selected and applied consistently, and judgements and estimates have been made that are reasonable and prudent to give a true and fair view of the Company's state of affairs as on March 31, 2025, and of the Company's profit or loss for the year ended on that date;
- c) Proper and sufficient care has been taken for the maintenance of adequate accounting records, in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The annual Financial Statements have been prepared on a Going Concern Basis.
- e) Internal financial controls have been laid down to be followed by the Company and that such internal financial controls were adequate and operating effectively.

- f) Proper systems were devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

17. Board Evaluation:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, had adopted a formal mechanism for evaluating its own performance and as well as that of its committee and individual Directors, including the chairperson of the Board. The Exercise was carried out through a structured evaluation process covering the various aspects of the Board's functioning such as composition of board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc.

The evaluation of the independent Directors was carried out by Board, except the independent Director being evaluated and the evaluation of chairperson and the non-independent Directors were carried out by the independent Director.

18. COMMITTEES OF THE BOARD

Matters of policy and other relevant and significant information are furnished regularly to the Board. To provide better Corporate Governance & transparency, currently, your Board has four (4) Committees viz., Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee and Stakeholder Relationship Committee to investigate various aspects for which they have been constituted. The Board fixes the terms of reference of Committees and delegate powers from time to time.

AUDIT COMMITTEE

The Audit Committee comprises of non-executive Independent Director and Executive Director as its Member. The Chairman of the committee is Independent Director.

During the Financial year 2024-25, Four (4) meeting of audit committee held on September 16, 2024, November 7, 2024, January 20, 2025 and March 27, 2025.

The Composition of Audit Committee and the details of meetings attended by members during the year are given below.

Name of the Director	Status in the Committee	Nature of Directorship	No. of committee Meetings Held & Entitled to Attend	No. of committee Meetings Attended
Mr. Ashok Kumar Jain	Chairman	Independent Director	4	4

Mr. Vipul Balubhai Patel	Member	Independent Director	4	4
Mrs. Shirin Munir Ahmed Chandniwala	Member	Whole Time Director	4	4

RECOMMENDATIONS BY THE AUDIT COMMITTEE WHICH WERE NOT ACCEPTED BY THE BOARD ALONG WITH REASONS

All the recommendations made by the Audit Committee are accepted and implemented by the Board of Directors.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee comprises of Independent Directors and non-executive Director as its member. The Chairman of the Committee is an Independent Director.

During the Financial year 2024-25, One (1) meeting of the Nomination and Remuneration Committee were held on September 16, 2024.

The Composition of Nomination and Remuneration Committee and the details of meetings attended by members during the year are given below.

Name of the Director	Status in the Committee	Nature of Directorship	No. of committee Meetings Held & Entitled to Attend	No. of committee Meetings Attended
Mr. Ashok Kumar Jain	Chairman	Independent Director	1	1
Mr. Vipul Balubhai Patel	Member	Independent Director	1	1
Mr. Abdul Ganee Abdul Rasul Chandniwala	Member	Non-Executive Director	1	1

STAKEHOLDER RELATIONSHIP COMMITTEE

The stakeholder relationship committee comprises of Managing Director, Whole-time Director and one Independent Director as its member. The Chairman of the Committee is an Independent Director.

During the Financial year 2024-25, One (1) meeting of Stakeholder Relationship Committee was held on March 31, 2025.

The Composition of Stakeholder and Relationship Committee and the details of meetings attended by the members during the year are given below:

Name of the Director	Status in the Committee	Nature of Directorship	No. of committee Meetings Held & Entitled to Attend	No. of committee Meetings Attended
Mr. Vipul Balubhai Patel	Chairman	Independent Director	1	1
Mr. Munir Abdul Ganee Chandniwala	Member	Chairman and Managing Director	1	1
Mrs. Shirin Munir Ahmed Chandniwala	Member	Whole Time Director	1	1

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility committee comprises of Managing Director, Whole Time Director and one Independent Director as its member. The Chairman of the Committee is Executive Director.

During the Financial year 2024-25, Two (2) meeting of Corporate Social Responsibility Committee were held on October 15, 2024 and February 24, 2025.

The Composition of Corporate Social Responsibility Committee and the details of meetings attended by the members during the year are given below:

Name of the Director	Status in the Committee	Nature of Directorship	No. of committee Meetings Held & Entitled to Attend	No. of committee Meetings Attended
Mr. Munir Abdul Ganee Chandniwala	Chairman	Chairman and Managing Director	2	2
Mr. Ashok Kumar Jain	Member	Independent Director	2	2
Mrs. Shirin Munir Ahmed Chandniwala	Member	Whole Time Director	2	2

19. PARTICULARS REGARDING EMPLOYEES' REMUNERATION

During the year under review, the details of employees drawing remuneration which is in excess of the limit as prescribed under Section 197 of the Companies Act, 2013 read with rule 5(2) of the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as **Annexure-II(a)**.

The information pertaining to section 197 read with rules 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel), 2014 is annexed herewith as **Annexure-II (b)**.

20. ANNUAL RETURN

The Annual return referred to in Sub Section (3) of Section 92 of the Companies Act, 2013, for the financial year ended March 31, 2025 will be placed on the website of the company at <https://influxhealthtech.com/investor-relations/>

21. STATUTORY AUDITORS' AND AUDITORS' REPORT

The Auditor, M/s V.B. Goel & Co., Chartered Accountants, (FRN: 115906W) were appointed as Statutory Auditor of the Company to hold office from September 30, 2024 for a term of five years in terms of Section 139 of the Companies Act, 2013.

Further the observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and do not call for any further comment.

There are no qualifications or adverse remarks in the Auditor's Report.

22. FRAUD'S REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT U/S 143(12)

There were no frauds reported by the auditors under section 143(12) of Companies Act, 2013 during their course of audit for the financial year 2024-2025.

23. INTERNAL AUDITOR

In terms of Section 138 of the Companies Act, 2013, an internal auditor is required to be appointed by every listed company and such other class of companies as prescribed by the Ministry of Corporate Affairs. During the financial year 2024-25, the Company did not meet the applicability thresholds specified under Section 138. Consequently, no internal auditor has been appointed for financial year 2024-25.

24. COST AUDITOR

Section 148 read with Companies (Audit & Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 are not applicable to the Company. Hence, the Board of Directors of your company had not appointed Cost Auditor for obtaining Cost Audit Report of the company for the financial year 2024-25.

25. DISCLOSURES AS MAINTENANCE OF COST RECORDS UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013

The Company falls within the ambit of Section 148(1) of the Companies Act, 2013, as it is required to maintain cost records, and it has duly prepared and maintained such cost records in compliance with the applicable statutory provisions.

26. SECRETARIAL AUDITOR

In terms of Section 204 of the Companies Act, 2013, every listed company and certain classes of public companies meeting prescribed thresholds are required to annex a secretarial audit report to their Board's report. For the financial year 2024-25, the Company did not meet the applicability criteria relating to listing status, paid-up share capital, turnover or borrowings as specified under Section 204. Consequently, no secretarial auditor has been appointed for financial year 2024-25.

Furthermore, pursuant to Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Regulation 24A concerning Secretarial Auditor and Secretarial Compliance Report is not applicable to companies listed on the SME Exchange. Consequently, the Company is not required to take approval of shareholders at the said Annual General Meeting.

However, The Audit Committee and the Board would consider the appointment of Secretarial auditor for FY 2025-26 in due course and the same would be intimated accordingly.

27. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company's internal control systems are adequate and commensurate with the nature and size of the Company, and it ensures:

- Timely and accurate financial reporting in accordance with applicable accounting standards.
- Optimum utilization, efficient monitoring, timely maintenance and safety of its assets.
- Compliance with applicable laws, regulations and management policies.

28. EMPLOYEES' STOCK OPTION PLAN

The Company has not provided stock options to any employee during the period.

29. RISK MANAGEMENT POLICY

The Company has laid down the procedure to inform the Board about the risk assessment and minimization procedures. These procedures are reviewed by the Board annually to ensure that there is timely identification and assessment of risks, measures to mitigate them, and mechanisms for their proper and timely monitoring and reporting.

The Company does not fall under the ambit of top 1000 listed entities, determined on the basis of market capitalization as at the end of the immediately preceding financial year. Hence, compliance under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable.

30. CORPORATE GOVERNANCE REPORT

As per regulation 15(2) of the Listing Regulation, the Compliance with the Corporate Governance provisions shall not apply in respect of the following class of the Companies:

- a. Listed entity having paid up equity share capital not exceeding INR 10 Crore and Net worth not exceeding INR 25 Crore, as on the last day of the previous financial year;
- b. Listed entity which has listed its specified securities on the SME Exchange.

Since, our Company falls in the ambit of aforesaid exemption (b); hence compliance with the provisions of Corporate Governance shall not apply to the Company and it does not form the part of the Annual Report for the financial year 2024-25.

31. RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the company with related parties which may have potential conflict with the interest of the company at large. Your directors draw your attention to notes to the financial statements for detailed related parties' transactions entered during the year.

Accordingly, as per third proviso to Section 188(1) of the Act, required approvals of the Board or Members / Shareholders has been obtained for such transactions. However, as part of good corporate governance, all related party transactions covered under Section 188 of the Act are approved by the Audit committee and Board of directors.

The form AOC- 2 is attached as **Annexure - III** with this report.

32. CORPORATE SOCIAL RESPONSIBILITY

In compliance with the provisions of section 135 of Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has adopted Corporate Social Responsibility Policy. In order to implement CSR Policy, the Company has constituted CSR Committee. The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company, Constitution Committee, the initiatives undertaken by the Company on CSR activities during the year and other disclosures are set out in **Annexure-IV** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The company, through its Corporate Social Responsibility (CSR) initiative, remains committed to developmental projects that focus on eradicating hunger, Promoting Education and healthcare for underprivileged sections of society and other stakeholders. By addressing the basic needs of local communities, the company continues to foster value creation within the society and the regions it serves. Through its services, conduct, and initiatives, it actively promotes sustained growth for the community and fulfills its role as a socially responsible corporate entity.

33. POLICIES OF THE COMPANY

➤ Nomination and Remuneration Policy

The Nomination and Remuneration Committee ('NRC') formulates and recommends to the Board the appropriate qualifications, positive attributes, characteristics, skills and experience required for the Board as a whole and its individual members with the objective of having a Board with diverse backgrounds and experience in business, government, education and public service. The Policy for Nomination and remuneration of Directors and determining Directors' independence is available on our website at <https://influxhealthtech.com/wp-content/uploads/2024/08/Nomination-and-Remuneration-Policy-1.pdf>

The committee inter alia ensures that:

- a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors and key managerial personnel of the quality required to run the company successfully.
- b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks and relationship of remuneration to performance is clear and meets appropriate performance benchmarks and
- c. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

➤ Policy on Materiality of Related Party Transaction

Your Company has adopted the policy on Materiality of Related Party Transaction to set out the dealing with the transaction between the Company and its related parties. The Policy on Materiality of Related Party Transaction has been available on the website of the Company at <https://influxhealthtech.com/wp-content/uploads/2024/08/Policy-on-Materiality-of-Related-Party-Transactions.pdf>

➤ Policy of Code of Conduct for Director and Senior Management

Your Company has adopted the policy of code of Conduct to maintain standard of business conduct and ensure compliance with legal requirements. The Policy on Code of Conduct for Director and Senior Management has been available on the website of the Company at <https://influxhealthtech.com/wp-content/uploads/2024/08/Code-of-Conduct-of-Board-Senior-Management.pdf>

➤ **Prohibition of Insider Trading**

Pursuant to provisions of the regulations, the Board has formulated and implemented a Code of Conduct to regulate, monitor and report trading by employees and other connected persons and code of practices and procedure for fair disclosure of unpublished price Sensitive Information. The same has been available on the website of the Company at <https://influxhealthtech.com/wp-content/uploads/2024/08/Prohibition-of-Insider-Trading-Policy.pdf>

➤ **Policy On the Preservation of Documents and Archive Policy**

Pursuant to provision of the regulations, the board has formulated the policy on the Preservation of Documents & Archive policy. The same has been available at the website of company at <https://influxhealthtech.com/wp-content/uploads/2024/08/Policy-for-Preservation-of-Documents.pdf>

➤ **Dividend Distribution Policy**

Pursuant to Provisions of Regulations, the Company has adopted the Dividend Distribution Policy, which covers various parameters based on which the Board may recommend or declare Dividend. The same has been available at the website of company at <https://influxhealthtech.com/wp-content/uploads/2024/08/Dividend-Distribution-Policy.pdf>

➤ **Vigil Mechanism/Whistle Blower Mechanism**

Your Company has framed a Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. The Vigil Mechanism has been available on the website of the Company at <https://influxhealthtech.com/wp-content/uploads/2024/08/Whistle-Blower-Policy.pdf>

➤ **Policy On Determination and Disclosure of Materiality of Events and Information**

Your Company has adopted a Policy on Determination and Disclosure of Materiality of Events and Information. The Policy on Determination and Disclosure of Materiality of Events and Information has been available on the website of the Company at <https://influxhealthtech.com/wp-content/uploads/2024/08/Policy-for-Disclosure-Determination-of-Materiality-of-Events-or-Information.pdf>

➤ **Policy On Identification of Group Companies & Material Creditors and material litigations**

Your Company has adopted a Policy on Identification of Group Companies & Material Creditors and material litigations. Policy On Identification of Group Companies & Material Creditors and material litigations has been available on the website of the Company at <https://influxhealthtech.com/wp-content/uploads/2024/08/Policy-for-Identification-of-Group-Companies-&-Material-Creditors-and-material-litigations.pdf>

[content/uploads/2024/08/Policy-on-Identification-of-Group-Companies-Material-Creditors-and-Material-Litigations.pdf](https://influxhealthtech.com/wp-content/uploads/2024/08/Policy-on-Identification-of-Group-Companies-Material-Creditors-and-Material-Litigations.pdf)

➤ **Policy of making Payments to Non-Executive Directors**

Your Company has adopted a Policy of making Payments to Non-Executive Directors. Policy of making Payments to Non-Executive Directors has been available on the website of the Company at <https://influxhealthtech.com/wp-content/uploads/2024/08/Policy-of-Making-Payments-to-Non-Executive-Directors.pdf>

➤ **Code of Conduct of Board & Senior Management**

Your Company has adopted code of conduct of Board & Senior Management. The Code of Conduct of Board & Senior Management has been available on the website of the company at <https://influxhealthtech.com/wp-content/uploads/2024/08/Code-of-Conduct-of-Board-Senior-Management.pdf>

34. SECRETARIAL STANDARD

Your directors' states that they have devised proper systems to ensure compliance with the Secretarial Standards and that such system are adequate and operating effectively.

35. OTHER REGULATORY REQUIREMENT

The Company has been complied with all regulatory requirements of central government and state government and there were no significant and material orders passed by the Regulators or Courts or Tribunals during the year impacting the going concern status and the Company's operations in future.

36. GENERAL SHAREHOLDER INFORMATION

A	AGM: Day, Date, Time and Venue	Tuesday, September 9, 2025, at 12:00 P.M through V.C
B	Financial Year	2024-25
C	Cut-off date for the purpose of determining shareholders for voting	September 3, 2025
D	Listing on Stock Exchanges	NSE-Emerge
E	Scrip Code/Symbol	INFLUX
F	ISIN	INE0MYZ01012
G	Payment of Listing Fees	The Company confirms that it has paid Annual Listing fees due to the stock exchange.
H	Market Price Data (High, Low during each month in last financial year 2024-25)	Not Applicable as the Company is listed on June 25, 2025.
I	Registrar and Share Transfer Agents	Maashitla Securities Private Limited

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

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at workplace of any women employee.

The Company is committed to provide a safe and conducive work environment to its employees during the year under review. The Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment. Policy on Prevention of Sexual Harassment has been available on the website of the Company at <https://influxhealthtech.com/wp-content/uploads/2024/08/Prevention-of-Sexual-Harassment-Policy.pdf>

Details of Complaints of Sexual Harassment Received During Year:

Number of Complaints of Sexual Harassment Received During the Year	Number of complaints disposed off during the year	Number of Cases Pending for More than Ninety Days
0	0	0

The Company has not received any complaints of workplace complaints, including complaints on sexual harassment during the year under review.

38. MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961

The Board of Directors recognizes the importance of maternity benefits in fostering a supportive and inclusive workplace. In accordance with the provisions of the Maternity Benefit Act, 1961, and the company's commitment to employee welfare, we continue to ensure that all eligible female employees receive maternity benefits as prescribed under the law.

39. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of the Companies Act, 2013 read with The Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, ('Rules'), the dividends, unclaimed for a consecutive period of seven years from the date of transfer to the Unpaid Dividend Account of the Company are liable to be transferred to IEPF. Further, the shares (excluding the disputed cases having specific orders of the Court, Tribunal or any Statutory Authority restraining such transfer) pertaining to which dividend remains unclaimed for a period of continuous seven years from the date of transfer of the dividend to the unpaid dividend account are also mandatorily required to be transferred to the IEPF established by the Central Government.

Any person whose unclaimed dividend and shares pertaining thereto, matured deposits, matured debentures, application money due for refund, or interest thereon, sale proceeds of fractional shares, redemption proceeds of preference shares, amongst others has been transferred to the IEPF Fund can claim their due amount from the IEPF Authority by making an electronic application in e-form IEPF-5. Upon submitting a duly completed form, Shareholders are required to take a print of the same and send physical copy duly signed along with requisite documents as specified in the form to the attention of the Nodal Officer, at the Registered Office of the Company. The e-form can be downloaded from the website of Ministry of Corporate Affairs www.iepf.gov.in.

Shareholders are requested to get in touch with the RTA for encashing the unclaimed dividend/interest/principal amount, if any, standing to the credit of their account.

During the year, no amount of unclaimed dividend has been transferred to IEPF.

40. THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 AND THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

There were no applications which are made by or against the company under The Insolvency and Bankruptcy Code, 2016 during the year.

41. AUDIT TRAIL APPLICABILITY (AUDIT AND AUDITORS) RULES 2014 - RULE 11 OF THE COMPANIES ACT 2013

The Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares.

42. SIGNIFICANT AND MATERIAL LITIGATIONS AND ORDER

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

43. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THERE OF

As Company has not done any one-time settlement during the year under review hence no disclosure is required.

44. ACKNOWLEDGEMENT

Your directors thank the various Central and State Government Departments, Organizations and Agencies for the continued help and co-operation extended by them. The Directors also gratefully acknowledge all stakeholders of the Company viz. members, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

Registered Office:

109, Ghanshyam Enclave
Premises Co-op Soc Plot No.
856, Laljipada, Kandivali
West, Mumbai - 400067
Maharashtra, India.

**By Order of the Board of Directors of
Influx Healthtech Limited**

Sd/-

Mrs. Shirin Munir Ahmed Chandniwala
Whole-time Director
DIN: 08459623

Sd/-

Mr. Munir Abdul Ganee Chandniwala
Chairman and Managing Director
DIN: 08459582

Date: August 14, 2025

Place: Mumbai

ANNEXURE-I

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

(a) Industry Structure and Developments

India's healthcare and wellness industry is evolving rapidly, with growing demand for certified, innovation led manufacturing across nutraceuticals, cosmetics, ayurvedic, veterinary, and homecare products. Influx Healthtech Limited, operating in the contract development and manufacturing (CDMO) space, is well positioned to capitalize on this trend, leveraging its globally certified facilities, strong R&D capabilities, and presence across four continents. Industry shifts toward clean-label formulations, functional cosmetics, and AYUSH-backed herbal products offer significant growth opportunities, while Influx's investments in automation, capacity expansion, and sustainability ensure it remains a competitive leader in this dynamic sector.

(b) Opportunities and Threats

Opportunities:

1. **Growing Consumer Demand for Innovation:** Consumer demand for new, innovative products continues to grow, particularly in the dietary/nutritional and cosmetics segments. The Company is well-positioned to capitalize on this trend by focusing on R&D and product innovation.
2. **Rising Demand in Emerging Markets:** The Company has identified emerging markets, particularly covered all Indian market and then in Asia and Africa, as areas for significant growth. These markets are experiencing an increase in disposable income and consumer demand for health-related and wellness products.
3. **Geographic and Market Expansion:** The Company plans to expand its footprint in international markets. As part of its strategy, it is exploring entry into additional countries, where demand for the Company's products is expected to rise.
4. **Innovation and New Product Development:** Continuous innovation and new product launches represent a major growth opportunity. The Company has a robust pipeline of products slated for release in the coming fiscal years, which are gaining traction.

Threats:

1. **Low Consumer Awareness:** In certain markets, especially emerging economies, consumer awareness of the Company's products is still developing. This could pose a challenge to sales growth, especially in new geographic regions.

2. **Government Scheme Delays:** The Company's business in certain segments, such as veterinary feeds, may be impacted by delays in the implementation of government schemes and regulations, which could affect the timely release of new products.
3. **Professional Skill Shortage:** The Company's ability to innovate and maintain high operational standards is challenged by the shortage of skilled professionals in certain markets. This can potentially slow down product development and impact growth.

(c) Segment-wise or Product-wise Performance

- **Nutraceuticals**
 - Contributed approximately 89.7% of total revenue
 - Growth driven by rising demand for functional supplements, gummies, protein bars, and wellness products
 - Strong export traction due to clean-label and certified formulations
- **Cosmetics**
 - Accounted for 6.1% of revenue
 - Increased sales of skincare creams, personal care items, and cosmetic jellies
 - Benefited from rising interest in premium, herbal, and vegan beauty products
- **Ayurvedic & Herbal Products**
 - Contributed 3.1% of revenue
 - Boosted by government AYUSH initiatives and consumer preference for natural remedies
 - Includes herbal tablets, oils, and traditional formulations
- **Veterinary Feed Supplements**
 - Represented 1.05% of revenue
 - Steady growth in animal health solutions, especially for poultry and livestock
 - Includes mineral mixtures and nutritional additives
- **Homecare Products**
 - Minimal but emerging segment at 0.06% of revenue
 - Includes eco-friendly cleaning solutions and personal hygiene items
 - Niche formulations with potential for strategic expansion

(d) Outlook

Influx Healthtech Limited enters the upcoming fiscal year with a strong foundation and a clear growth trajectory. The company aims to expand its manufacturing capacity across nutraceuticals, veterinary feed supplements, cosmetics, and homecare products, supported by proceeds from its successful IPO. With increasing global demand for certified, clean-label wellness products and rising interest in preventive healthcare, Influx is well-positioned to deepen its international footprint and diversify its client base. Strategic investments in automation, R&D, and sustainable packaging will further enhance operational efficiency and product innovation. Backed by robust financials and a scalable business model, the company

anticipates continued momentum in revenue growth and margin improvement, reinforcing its role as a leading CDMO in the wellness sector.

(e) Risk and Concerns

Influx Healthtech Limited faces competition and pricing pressure in the fragmented CDMO market, with revenue heavily concentrated in nutraceuticals and a limited client base. Margin volatility from raw-material, supply-chain and forex swings, evolving FSSAI, AYUSH and US FDA regulations, plus execution risks in capacity expansion, automation and ESG compliance, underscore the need for agile innovation and robust quality controls.

(f) Internal Control Systems and Their Adequacy

The company has implemented robust internal control systems that ensure efficient operations, compliance with laws and regulations, and the reliability of financial reporting. Regular audits and reviews are conducted to assess the adequacy of these systems, with improvements made as necessary to address any identified weaknesses. The internal control framework is deemed adequate and effective in mitigating risks.

(g) Discussion on Financial Performance with Respect to Operational Performance

The company's financial performance has been strong, with revenue growth driven by increased sales across key product segments. Operational efficiency initiatives have resulted in improved margins, despite fluctuations in raw material prices. Investment in technology and production capacity has also contributed to better operational performance, enabling the company to meet growing demand.

(h) Material Developments in Human Resources / Industrial Relations Front, Including Number of People Employed

During the financial year, the company has made significant strides in strengthening its human resources. New training programs have been introduced to enhance employee skills, particularly in areas of quality control and production efficiency. Industrial relations have remained stable, with no major disruptions. The total number of employees as of the end of the financial year stands at 2024-25.

(i) Details of Significant Changes in Key Financial Ratios

Sr No.	Ratios	Numerator	Denominator	As at 31st March, 2025	As at 31st March, 2024	% change in Ratio
i.	Current Ratio (in Times)	Current Assets	Current Liabilities	1.44	1.44	0.67%
ii.	Debt-Equity Ratio (In Times)	Total Debt	Shareholder's Equity	0.006	0.014	-57.30%
iii.	Debt Service Coverage Ratio	Earnings available for	Total Debt service	22,523.99	322.22	6890.32%

	(in Times)	Debt Servicing				
iv.	Return on Equity Ratio (in %)	Profit After Taxes	Average Equity	36.72	48.35	-24.05%
v.	Inventory turnover ratio (in Times)	Cost of Goods Sold	Average Inventory	11.23	26.95	-58.33%
vi.	Trade Receivables turnover ratio (In Times)	Revenue from Operations	Average Trade Receivables	4.34	6.72	-35.49%
vii.	Trade payables turnover ratio (In Times)	Purchase of Goods & services and other expense	Average Trade Payables	3.84	4.99	-23.10%
viii.	Net Capital Turnover Ratio (In Times)	Revenue from Operations	Working Capital	2.15	3.49	-38.51%
ix.	Net Profit Ratio (in %)	Net Profit After Taxes	Revenue from Operations	12.76%	11.15%	14.35%
x.	Return on Capital Employed (in %)	Earnings Before Interest and Tax	Capital Employed	49.17%	64.62%	-23.91%

❖ **Remark - Any change in the ratio by more than 25% as compared to the preceding year.**

Sr. No. of Ratio	Reason of Variance
ii.	The Company has repaid its debts in the current year and has achieved a better debt-equity ratio.
iii.	The Company has repaid its interest-bearing loans and earnings in the current year have increased, consequently the debt service ratio has improved
v.	The Inventory Turnover ratio has decreased as the company is expecting drastic increase in order for the FY 2025-26 and hence the company has manufactured the goods in March 2025 accordingly
vi.	The average accounts receivable of the company has increased due to change in credit policies to boost revenue
viii.	The working capital of the company has increased but revenue has organically grown by 5% only since the company is operating at maximum capacity

ANNEXURE-II (a)

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(2)(a) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

A. Names of top 10 employees in terms of remuneration drawn during the FY24-25:

Name of Employees	Designation	Remuneration Received	Qualification	Experience in Years	Age in years	Date of commencement of employment	Last employment held	% of shareholding
Moiz Palgharwala	Chief Operating Officer	1175800	B-PHARM	-	36	01-06-2021	NA	0.003136%
Anshul Morya	Quality Control Head	944600	MSC	-	34	01-06-2021	NA	-
Mushir Khan	Production - Employee	692691	BSC	-	43	01-10-2022	NA	-
Nafisa Palgharwala	Accounts - Employee	630000	BCOM	-	33	01-04-2023	NA	-
Mangesh Mohite	Production - Employee	629666	BSC	-	51	01-06-2023	NA	-
Rachana Parab	Business Development - Employee	627951	BCOM	-	32	01-06-2021	NA	-
Prashant Tare	Business Development - Employee	626656	BCOM	-	49	01-02-2023	NA	-
Nafisa Chandniwala	Accounts - Employee	602500	M-COM PART-1	-	46	01-11-2022	NA	0.003136%
Ramdas Nair	Accounts - Employee	532150	BCOM	-	49	09-04-2024	NA	-
Vrunda Bhokare	Production - Employee	503533	HSC	-	46	01-06-2021	NA	-

B. None of the employees is related to the directors of the Company.

C. Names of other employees who are in receipt of aggregate remuneration of not less than rupees one crore and two lakhs during the FY24-25 or not less than rupees eight lakh and fifty thousand per month (if employed for part of the FY24-25): NA

D. If employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company: NA

ANNEXURE-II (b)

PARTICULARS OF EMPLOYEE

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

- i. **The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2024-25 and**
- ii. **The percentage Increase in remuneration of each Director, Managing Director, Chief Financial Officer and Company Secretary of the Company in the financial year 2024-25.**

(Rs. In Lakhs, unless otherwise Stated)

Name & Designation	Remuneration of each Director & KMP for Financial 2024-25	% increase / decrease in remuneration each Financial Year 2024-25	Ratio of remuneration of each Directors to median remuneration employees
Mr. Munir Abdul Ganee Chandniwala (MD)	84.00	40.00%	409.76
Mrs. Shirin Munir Ahmed Chandniwala (WTD)	16.00	-	78.05
Mr. Ashish Shah (CFO)	10.03	11.57%	48.93
Mr. Atul Shukla (CS)	4.60	-	22.44

MD - Managing Director, WTD – Whole-time Director, CFO – Chief Financial Officer; CS – Company Secretary.

- iii. **The percentage increase / decrease in the median remuneration of employees in the financial year 2024-25.**

Particular	Financial year 2024-25	Financial year 2023-24	Increase /(Decrease)
Median remuneration of all employees	20,500	18,000	13.89%

Note: The calculation of % Increase/decrease in the median remuneration has been done based on comparable employees.

- iv. **The number of permanent employees on the rolls of Company.**

There were 178 permanent employees on the rolls of Company as on March 31, 2025.

-
- v. Average percentiles increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.**

Average percentiles increase already made in the salaries of employees other than the managerial personnel in the last financial year: 15.00%

Average increase in remuneration of KMPs: 66.15%.

Comparison with the percentile increase in the managerial remuneration: 48.075%

- vi. Affirmation that the remuneration is as per the Remuneration Policy of the Company**

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, KMPs, Senior Management and other employees of the Company is as per the Remuneration Policy of the Company.

ANNEXURE-III
FORM NO. AOC-2

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

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

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

All contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 are at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis

All the transactions were entered by the Company in ordinary course of business and were in arm's length basis:

(Rs. in Lakhs, unless otherwise stated)

Name of Related Party	Nature of relationship	Nature of Contract / agreement / transactions	Duration of contracts / agreements / transactions	Salient terms of contracts or agreements, or transactions including the value	Date(s) of approval by the Board, if any:	Amount paid as advances (Rs. In Lakhs)
Mr. Munir Abdul Ganee Chandniwala	Managing Director	Remuneration of Rs. 84.00	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Mr. Munir Abdul Ganee Chandniwala	Managing Director	Loan Taken of Rs. 15.16	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Mr. Munir Abdul Ganee Chandniwala	Managing Director	Loan Repaid of Rs. 20.44	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Mr. Munir Abdul Ganee Chandniwala	Managing Director	Rent Paid of Rs. 90.00	April 1, 2024 to March 31, 2025	-	April 1, 2024	-

Mr. Munir Abdul Ganee Chandniwala	Managing Director	Advance for Plot No. 59 of Rs. 11.00	-	-	April 1, 2024	11.00
Mr. Munir Abdul Ganee Chandniwala	Managing Director	Advance for Plot No. 28 of Rs. 10.00	-	-	April 1, 2024	10.00
Mrs. Shirin Munir Ahmed Chandniwala	Whole – Time Director	Remuneration of Rs. 16.00	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Mrs. Shirin Munir Ahmed Chandniwala	Whole – Time Director	Loan Repaid of Rs. 2.00	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Mrs. Shirin Munir Ahmed Chandniwala	Whole – Time Director	Rent Paid of Rs. 12.00	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Mr. Ashish Shah	Chief Financial officer	Remuneration of Rs. 10.03	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Mr. Ashish Shah	Chief Financial officer	Loan Given of Rs. 2.00	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Mr. Ashish Shah	Chief Financial officer	Loan Recovered of Rs. 2.00	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Mr. Atul Shukla	Company Secretary	Remuneration of Rs. 4.60	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Trusan Printpack Private Limited	Other Related Party	Sale of Product of Rs. 1.70	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Trusan Printpack Private Limited	Other Related Party	Purchase of Product of Rs. 220.21	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Trusan Printpack Private Limited	Other Related Party	Rent Income of Rs. 3.60	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Trusan Printpack	Other Related Party	Reimbursement of Expense of Rs. 0.09	April 1, 2024 to March 31, 2025	-	April 1, 2024	-

Private Limited						
Influx Foundation	Other Related Party	Donation of Rs. 0.85	April 1, 2024 to March 31, 2025	-	April 1, 2024	-
Nutrapharm India	Other Related Party	Sale of Product of Rs. 0.02	April 1, 2024 to March 31, 2025	-	April 1, 2024	-

The Company has entered into contracts or arrangements with related parties as referred to in Section 188(1) of the Companies Act, 2013. However, all such transactions are entered into in the ordinary course of business and in the option of the Board all such transaction are at arm's length. Accordingly, by virtue of third proviso to Section 188(1) of the Act, no approval of the Board or General Meeting as referred to in Section 188(1) and its first proviso is required for such transactions. However, as part of good corporate governance, all related party transactions covered under section 188 of the Act are approved by the Audit committee.

Annexure - IV
Annual Report on Corporate Social Responsibility (CSR) Activities
[Pursuant to Section 135 of the Companies Act, 2013]

1. Brief Outline of CSR Policy of the Company:

Corporate Social Responsibility (CSR) is a significant part of our overall sustainability policy, encompassing social, economic, and environmental actions. The policy aims to demonstrate care for the community through its focus on education, healthcare, community development projects/programs, etc., and to support local institutions/NGOs in addressing the needs of marginalized and underserved communities to help them become self-reliant. These efforts are preferably undertaken in the local area and around our work centers/project sites, or in other areas if public needs so demand.

The Company approaches CSR strategically to ensure a sustainable future for people and the planet. By focusing our talent, technology, and capital on social welfare, healthcare issues, and educational concerns, we strive to enact positive social change in society.

The Company demonstrate Its commitment to social development by dedicating resources and efforts to meaningful CSR programs. The initiatives are aligned with Indian legal requirements and focus on the fields of education and healthcare, executed through our implementing agencies:

- Bombay NW Rotary PUB Cha Trust
- Hasaniya Healthcare Sarvajanic Trust
- Womb Foundation
- Jeevan Jyoti Educational Society

The projects/programmes/activities undertaken or to be undertaken will be within the broad framework of Schedule VII of the Companies Act, 2013.

2. Composition of CSR Committee:

The CSR Committee is responsible for overseeing the execution of the Company's CSR Policy. Pursuant to the provisions of Section 135(1) of the Act, the Board has set up the CSR Committee. The details of the CSR Committee members and meetings held during the financial year 2024-25 are as follows:

Name of the Director	Status in the Committee	Nature of Directorship	No. of committee Meetings Held & Entitled to Attend	No. of committee Meetings Attended
Mr. Munir Abdul Ganee Chandniwala	Chairman	Chairman and Managing Director	2	2

Mr. Ashok Kumar Jain	Member	Independent Director	2	2
Mrs. Shirin Munir Ahmed Chandniwala	Member	Whole Time Director	2	2

3. Web-Link for CSR Disclosure:

The Composition of CSR Committee, CSR Policy, and CSR projects approved by the Board are disclosed on the company's website at: <https://influxhealthtech.com/wp-content/uploads/2024/08/Corporate-Social-Responsibility-Policy.pdf>

4. Impact Assessment of CSR Projects:

Details of the impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): **Not Applicable**

5. Details of Amount Available for Set-off:

Not Applicable

6. Average Net Profit of the Company:

Average net profit of the company as per Section 135(5): Rs. 10,28,00,196/-

7. CSR Obligation for the Financial Year:

Sr. No.	Particulars	Amount
a.	Two percent of average net profit of the company as per Section 135(5)	Rs. 20,56,000/-
b.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	Nil
c.	Amount required to be set off for the financial year, if any	Nil
d.	Total CSR obligation for the financial year (a+b-c)	Rs. 20,56,000/-

8. CSR Amount Spent:

(a) CSR Amount Spent or Unspent for the Financial Year:

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of fund	Amount	Date of transfer
21,71,500	N.A.				

(b) Details of CSR Amount Spent Against Ongoing Projects for the Financial Year: There are no ongoing projects of the company for the financial year.

No.	Name of the Project	Item from the List of Activities in Schedule VII to the Act	Local Area (Yes/No)	Location of the Project	Project Duration	Amount allocated for the Project (in Rs.)	Amount Spent in the Current Financial Year (in Rs.)	Amount Transferred to Unspent CSR Account for the Project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	State	District	Name	CSR Registration Number
N.A.														

(c) Details of CSR Amount Spent Against Other than Ongoing Projects for the Financial Year:

S. No.	Name of the Project	Item from the List of Activities in Schedule VII to the Act	Local Area (Yes/No)	Location of the Project	Amount Spent for the Project (In Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
							Name	CSR Registration Number
1.	Eradicating Hunger and Promoting Education	Item No. (i) and (ii)	Yes	Mumbai	12,50,000	No	Jeevan Jyoti Educational Society	CSR00068384
2.	Promoting Education	Item No. (ii)	Yes	Mumbai	1,71,500	No	WOMB Foundation	CSR00031098
3.	Promoting Education	Item No. (ii)	Yes	Mumbai	2,50,000	No	Bombay NW Rotary PUB Cha Trust	CSR00060705
4.	Promoting healthcare	Item No. (i)	No	Himatnagar, Gujarat	5,00,000	No	Hasaniya Healthcare Sarvajanic Trust	CSR00007825

- (d) Amount Spent in Administrative Overheads: Nil
 (e) Amount Spent on Impact Assessment, if Applicable: Nil
 (f) Total Amount Spent for the Financial Year (8b+8c+8d+8e): Rs. 21,71,500/-
 (g) Excess Amount for Set-off, if Any: Rs. 1,15,500/-

S. No.	Particulars	Amount (In Rs.)
	Two percent of average net profit of the company as per Section 135(5)	Rs. 20,56,000/-
	Total amount spent for the Financial Year (Amount available for set-off from preceding financial years is Rs. 5,00,000)	Rs. 21,71,500/-
	Excess amount spent for the financial year [(ii) - (i)]	Rs. 1,15,500/-
	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
	Amount available for set-off in succeeding financial years [(iii) - (iv)]	Rs. 1,15,500/-

9. Details of Unspent CSR Amount:

- (a) Details of Unspent CSR Amount for the Preceding Three Financial Years: Nil
 (b) Details of CSR Amount Spent in the Financial Year for Ongoing Projects of the Preceding Financial Year(s): Nil

10. Creation or Acquisition of Capital Assets:

- (a) Date of creation or acquisition of the capital asset(s): Not Applicable
 (b) Amount of CSR Spent for Creation or Acquisition of Capital Asset: Nil
 (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: Not Applicable
 (d) Details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not Applicable

Specify the reason(s), if the company has failed to spend two percent of the average net profit as per

Section 135(5): Not Applicable

FINACIAL INFORMATION

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INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF INFLUX HEALTHTECH LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **INFLUX HEALTHTECH LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss Account and the 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, of the state of affairs of the Company as at March 31, 2025, its profit and its cash flows for the year ended on that date.

Basis for Opinion

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

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's annual report but does not include the financial statements and our auditors' report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.



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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available 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.

When we read the Company's annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 "The Auditor's responsibilities Relating to Other Information."

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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 financial statements.

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

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



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

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

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) The Balance Sheet, the Statement of Profit & Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;



- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls with reference to the financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
- g) According to the information and explanations given to us and verification of the records of the company, the company has paid/provided managerial remuneration in accordance with the provisions of section 197 read with Schedule V to the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv) (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or



indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (iv) (1) and (iv) (2) contain any material mis-statement.
- v) The company has not paid neither declared any dividend during the year.
- vi) Based on our examination which included test checks, the company has used accounting softwares for maintaining its books of account for the period ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the period for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.



FOR V. B. GOEL & CO.
Chartered Accountants
Firm Reg. No. 115906 W

WZ

(Vikas Goel)
Partner
Membership No. : 39287
UDIN: 25039287BHJHZ6611

Place: Mumbai
Date: 28-05-2025

‘ANNEXURE A’ TO THE INDEPENDENT AUDITOR’S REPORT

Report on Companies (Auditor’s Report) Order, 2020 (‘the Order’) issued by the Central Government in terms of Sub-section 11 of Section 143 of the Companies Act, 2013

- (i) In respect of the Company’s Property, Plant and Equipment and Intangible Assets:
- a) (A) The company has maintained proper records to show full particulars including quantitative details and the situation of its property, plant and equipment.
 - (B) The company has maintained proper records to show full particulars of its intangible assets.
 - b) The Company has a program of physical verification of property, plant and equipment whereby all the items of property, plant and equipment are verified once in three years. The property, plant and equipment were not physically verified during the year by the Management as it was not due. In our opinion, the periodicity of the physical verification is reasonable having regard to the size of the Company and the nature of its assets.
 - c) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company does not hold any immovable property during the year and accordingly clause (i)(c) of the Order is not applicable to the company.
 - d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
 - e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated during the year or are pending against the Company as at March 31, 2025 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.



- b) The Company has not been sanctioned working capital limits in excess of five crore rupees in aggregate from banks or financial institutions during the year on the basis of security of current assets of the Company. Accordingly, there is no requirement of filing quarterly returns or statements by the company to the banks or financial institutions.
- (iii) According to the information and explanation given to us and based on the basis of our examination of the records of the Company, the Company has not made any investment in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year. Accordingly, the reporting under clauses 3(iii) (a) to (f) of the Order are not applicable to the company.
- (iv) The company has not granted any loans or made investments or provided any guarantees or security to the parties covered under section 185 and 186 of the Act. Accordingly, the reporting under clauses 3(iv) of the Order are not applicable to the company.
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Act and the rules framed thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under section 148 of the Act, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained.
- (vii) a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective July 1, 2017, these statutory dues have been subsumed into Goods and Services Tax.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident fund, Employees' State Insurance, Income-Tax, Cess and other statutory dues have not been regularly deposited by the Company with the appropriate authorities.



According to the information and explanations given to us, there were no undisputed amounts payable in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-Tax, Cess and other statutory dues were in arrears as at March 31, 2025 for a period of more than six months from the date they became payable except for the details mentioned below :

Name of the Statute	Nature of the dues	Amount (Rs.)	Period to which the amount relates	Due date	Date of payment
Income Tax Act, 1961(IT Act)	Tax deducted at source	21,000.00	August, 2024	07.09.2024	NA

- (b) There were no dues referred in sub clause (a) above which have not been deposited on account of disputes as at March 31, 2025.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.
- (ix) a) According to the information and explanation given to us and based on examination of records of the company, the company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.
- c) According to the information and explanation given to us on the basis of our examination of the Company, the Company has not availed any term loan from any lender. Accordingly, clause 3(ix)(c) of the Order is not applicable to the Company.
- d) On an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.



- e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended March 31, 2025. Accordingly, clause 3(ix)(e) of the Order is not applicable to the Company.
- f) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended March 31, 2025. Accordingly, clause 3(ix)(f) of the Order is not applicable to the Company.
- (x)
 - a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable to the Company.
 - b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi)
 - a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality as outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
 - b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - c) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company is not mandated to establish whistle blower mechanism. Hence reporting under clause 3(ix)(c) of the Order is not applicable.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) (a) to (c) of the Order is not applicable to the Company.



- (xiii) According to the information and explanations given to us and based on examination of records of the company, the provisions of section 177 are not applicable and transactions with related parties are in compliance of section 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) a) In our opinion and based on our examination, the company does not have an internal audit system and is not required to have an internal audit system as per the provisions of section 138 of the Companies Act 2013.
- b) As mentioned above in clause 3(xiv)(a) of the Order, the company is not required to have an internal audit system and hence, the company did not have an internal audit report for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the order is not applicable.
- b) The company has not conducted any Non-Banking Financial or Housing Finance activities during the year. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
- c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable to the Company.
- d) According to the information and explanations provided to us during the course of audit, the Group does not have any CICs. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.



- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) In our opinion and according to the information and explanations given to us, in respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub-section (5) of Section 135 of the Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable.
- (b) In our opinion and according to the information and explanations given to us, in respect of ongoing projects, there are no on-going projects and hence transferring unspent amount to a special account in compliance with provisions of sub-section (6) of section 135 of the Act is not applicable to the company. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable.



FOR V. B. GOEL & CO.
Chartered Accountants
Firm Reg. No. 115906 W

WZ

(Vikas Goel)
Partner

Membership No. : 39287

UDIN : 250392870M1JHZ6611

Place : Mumbai
Date : 28-05-2025

‘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 **INFLUX HEALTHTECH LIMITED** (“the Company”) as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control 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 Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the 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 Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial 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 March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.



FOR V. B. GOEL & CO.
Chartered Accountants
Firm Reg. No. 115906 W



(Vikas Goel)
Partner

Membership No. : 39287

UDIN: 25039287BHIJHZ6611

Place : Mumbai

Date : 28-05-2025

(Rs. in lakhs, unless otherwise stated)

Particulars	Note No.	As at 31 March, 2025	As at 31 March, 2024
EQUITY AND LIABILITIES			
1. Shareholders' fund			
(a) Share Capital	2	1,815.00	2.50
(b) Reserves and Surplus	3	1,799.55	2,284.72
2. Non-Current Liabilities			
(a) Other Long-Term Liabilities	4	5.26	5.26
(b) Long Term Provision	5	17.73	28.66
3. Current Liabilities			
(a) Short Term Borrowing	6	21.92	32.48
(b) Trade Payables	7		
- Dues to Micro, Small and Medium Enterprises ('MSME')		2,140.80	387.07
- Dues to Creditors Other than MSMEs		801.15	1,010.96
(c) Other Current Liabilities	8	271.03	207.28
(d) Short-term Provisions	9	157.48	151.38
TOTAL		7,029.91	4,110.31
ASSETS			
1. Non-Current Assets			
(a) Property, Plant & Equipment and Intangible Assets	10		
- Property, plant & Equipment		1,872.50	1,370.60
- Intangible assets		3.81	2.39
(b) Deferred Tax Asset (Net)	11	18.25	28.56
(c) Long term loans and advances	12	183.39	140.58
(d) Other non current assets	13	50.00	-
2. Current Assets			
(a) Inventories	14	1,321.73	545.62
(b) Trade receivables	15	3,244.09	1,591.60
(c) Cash and Bank balance	16	191.06	360.56
(d) Short-term loans and advances	17	76.56	68.31
(e) Other current assets	18	68.52	2.09
TOTAL		7,029.91	4,110.31

Notes to Accounts forming integral part of financial statements

01-40

As per our attached report of even date.

For V.B.GOEL & CO

Chartered Accountants

Firm Registration No.: 115906W

V.B. Goel

Vikas Goel

Partner

Membership. No. 39287

Place: Mumbai

Date: 28-05-2025



For and on behalf of the Board of Directors of Influx Healthtech Limited

M.A. Chandniwala

Munir Chandniwala
(Managing Director)

DIN: 08459582

Place: Mumbai

Date: 28-05-2025

Ashish Shah

Ashish Shah
(Chief Financial Officer)

Place: Mumbai

Date: 28-05-2025

Shirin Chandniwala

Shirin Chandniwala
(Whole - Time Director)

DIN: 08459623

Place: Mumbai

Date: 28-05-2025

Atul Shukla

Atul Shukla
(Company Secretary)

Membership Number :

ACS46854

Place: Mumbai

Date: 28-05-2025

Statement of Profit and Loss account for the year ended 31st March, 2025

(Rs. in lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31 March, 2025	For the year ended 31 March, 2024
I. INCOME			
Revenue from Operations	20	10,485.36	9,996.51
Other Income	21	13.31	5.09
TOTAL INCOME		10,498.68	10,001.60
II. EXPENDITURE			
Cost of Materials Consumed	22	6,340.78	6,526.94
Changes in inventories of Finished Goods	23	1.16	(37.01)
Employee Benefit Expenses	24	879.45	720.47
Finance Cost	25	16.60	5.43
Depreciation & Amortization	13	282.45	185.43
Other Expenses	26	1,206.83	1,106.82
TOTAL EXPENSES		8,727.27	8,508.09
III. Net Profit before tax		1,771.41	1,493.51
IV. Tax Expenses			
Current Tax		440.99	417.66
Deferred Tax		10.32	(29.96)
Short/(Excess) Provision for Income tax		(7.22)	-
V. Net Profit after tax		1,327.32	1,105.80
VI. Earning per Equity Share	28		
Basic (in Rs.)		7.31	6.09
Diluted (in Rs.)		7.31	6.09

Notes to Accounts forming integral part of financial statements

01-40

As per our attached report of even date

For V.B.GOEL & CO

Chartered Accountants

Firm Registration No.: 115906W

WS
Vikas Goel
Partner
Membership. No. 39287
Place: Mumbai
Date : 28-05-2025



For and on behalf of the Board of Directors of Influx Healthtech Limited

M.A. Chandniwala
Munir Chandniwala
(Managing Director)
DIN: 08459582
Place: Mumbai
Date : 28-05-2025

Ashish Shah
Ashish Shah
(Chief Financial Officer)

Place: Mumbai
Date : 28-05-2025

Shirin Chandniwala
Shirin Chandniwala
(Whole - Time Director)
DIN: 08459623
Place: Mumbai
Date : 28-05-2025

Atul Shukla
Atul Shukla
(Company Secretary)
Membership Number :
ACS46854
Place: Mumbai
Date : 28-05-2025

Statement of Cash flows for the year ended 31st March, 2025

(Rs. in lakhs, unless otherwise stated)

Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
A) Cash Flow from Operating Activities		
Net Profit before tax & extraordinary items	1,771.41	1,493.51
Adjustment For:		
Depreciation & Amortization Expenses	282.45	185.43
Bad Debts Written Off	8.49	4.56
Provision for bad and doubtful debts	-	18.53
Reversal of Doubtful Debts (net of provision)	(4.00)	-
Interest Expenses & other finance cost	16.60	5.43
Interest Income	(5.62)	(2.32)
Unrealised foreign exchange loss / (gain) (net)	-	(0.07)
Operating Profit Before Working Capital Changes	2,069.32	1,705.07
Adjusted for:		
Increase/(Decrease) in Trade payables	1,543.92	54.23
Increase/(Decrease) in Other Current Liabilities	59.69	(19.22)
Increase/(Decrease) in Provision	(10.94)	28.66
(Increase)/Decrease in Trade Receivables	(1,656.99)	(232.18)
(Increase)/Decrease in Inventories	(776.11)	(349.43)
(Increase)/Decrease in Loans and Advances	(11.64)	2.57
(Increase)/Decrease in Other Current and Non-current Assets	(67.45)	-
Net Cash generated from Operating activities (before tax)	1,149.80	1,189.70
(Tax Paid)/ Tax Refund - Net	(444.18)	(295.45)
Net Cash Generated from Operating Activities (A)	705.62	894.25
B) Cash Flow from Investing Activities		
Purchase of Property, Plant and Equipment and Intangible Assets	(821.11)	(835.96)
Increase in fixed deposit	(50.00)	-
Interest Income	6.64	0.23
Net Cash used in Investment Activities (B)	(864.47)	(835.73)
C) Cash Flow from Financing Activities		
Interest Expenses & other finance cost	(0.09)	(5.30)
(Repayment)/ Proceeds of Long Term Borrowings	-	(3.29)
(Repayment)/ Proceeds of Short Term Borrowings	(10.56)	(44.08)
Net cash generated from / (used in) Financing Activities (C)	(10.66)	(52.67)
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	(169.50)	5.86
Cash and Cash Equivalents at the beginning of the Year		
Cash and cash equivalents	290.56	354.71
Short term bank deposits	70.00	-
Cash and Cash Equivalents at the end of the Year	191.06	360.57
Cash and cash equivalents comprise of:		
Cash on Hand	0.94	2.41
Bank Balances:		
In Current Accounts	190.13	288.16
Short Term Bank Deposit	-	70.00
Cash and cash equivalents at the end of the Year	191.06	360.56

Note:

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard - 3 on Cash Flow Statement issued by ICAI.
- Previous year's figures have been regrouped where ever necessary to align with the current year's classification.

As per our attached report of even date.

For V.B.GOEL & CO

Chartered Accountants

Firm Registration No.: 115906W

Vikas Goel

Partner

Membership. No. 39287

Place : Mumbai

Date : 28-05-2025



For and on behalf of the Board of Directors of Influx Healthtech Limited

Munir Chandniwala

(Managing Director)

DIN: 08459582

Place : Mumbai

Date : 28-05-2025

Ashish Shah

(Chief Financial Officer)

Place: Mumbai

Date : 28-05-2025

Shirin Chandniwala

(Whole - Time Director)

DIN: 08459623

Place : Mumbai

Date : 28-05-2025

Atul Shukla

(Company Secretary)

Membership Number :

ACS46854

Place: Mumbai

Date : 28-05-2025

SUMMARY STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES & NOTES TO FINANCIAL INFORMATION
COMPANY OVERVIEW

Influx Healthtech Limited is a limited company incorporated on 28th September, 2020 under The Companies Act, 2013. The Company was converted From Private Limited Company to Public limited w.e.f. 23.05.2022. It has its registered office situated at 109, Ghanshyam Enclave Premises Co-op Society Plot no. 856, Laljipada, Kandivali West, Mumbai 400067. The company is engaged in the business of manufacturing and trading of Nutra Products and other related business activities.

The Company has its manufacturing unit at Plot no. 1,9,10 and 57, at Genesis Industrial Compound, Kolgaon, Palghar, Maharashtra - 401404

1 SIGNIFICANT ACCOUNTING POLICIES & NOTES TO ACCOUNTS
A Basis of Preparation of Financial statements

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. These financial statements have been prepared to comply in all material aspects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended), specified under section 133 and other relevant provisions of the Companies Act, 2013.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III (Division I) to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non-current classification of assets and liabilities.

B Use of Estimates

The preparation of Financial Statements in conformity with Generally Accepted Accounting Principles in India requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses and disclosure of contingent assets and liabilities at the end of the reporting period. The estimates and assumptions used in the accompanying Financial Statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the Financial Statements. Actual results may differ from the estimates and assumptions used in preparing the accompanying Financial Statements. Any revisions to accounting estimates are recognized prospectively in current and future periods.

C Accounting Convention

The Company follows the mercantile system of accounting, recognizing income and expenditure on accrual basis. The accounts are prepared on historical cost basis and as a going concern.

Accounting policies not referred to specifically otherwise, are consistent with the generally accepted accounting principles.

The following significant accounting policies are adopted in the preparation and presentation of these financial statements:

D Current versus non-current classification

The assets and liabilities in the balance sheet are presented based on current and non-current classification:

An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle, or
- Held primarily for the purpose of trading, or
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

A liability is current when it is:

- Expected to be settled in normal operating cycle, or
- Held primarily for the purpose of trading, or
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are treated as non-current. Deferred tax assets / liabilities are classified as non-current assets and liabilities respectively.

E Property, Plant & Equipment and Intangible Assets

(a) Tangible Assets

Property, Plant and Equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises of the purchase price including import duties and non-refundable taxes, and directly attributable expenses incurred to bring the asset to the location and condition necessary for it to be capable of being operated in the manner intended by management. Subsequent costs related to an item of Property, Plant and Equipment are recognised in the carrying amount of the item if the recognition criteria are met.

Items of Property, Plant and Equipment that have been retired from active use and are held for disposal are stated at the lower of their net carrying amount and net realisable value and are shown separately in the financial statements under the head 'Other current assets'. Any write-down in this regard is recognised immediately in the Statement of Profit and Loss.

An item of Property, Plant and Equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising on derecognition is recognised in the Statement of Profit and Loss.

(b) Intangible Assets

(i) Acquired Intangible Assets

Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss.

(ii) Impairment of Assets

Assessment is done at each balance sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For the purpose of assessing impairment, the recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. The smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit (CGU). An asset or CGU whose carrying value exceeds its recoverable amount is considered impaired and is written down to its recoverable amount. Assessment is also done at each balance sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. An impairment loss is reversed to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

(c) Depreciation

Depreciation on tangible assets is provided to the extent depreciable amount on the Written Down Value(WDV) Method. Depreciation is provided based on useful life of assets as prescribed in Schedule II to the Companies Act, 2013.

Intangible assets are amortised on a straight line basis over their estimated useful lives. A rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use is considered by the management. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

The estimates of useful lives of property plant and equipment are as follows :

Types Of Asset	Useful life as per Schedule II
Building	30
Plant and Machinery	15
Furniture and Fixtures	10
Office Equipment	5
Motor Vehicles	8
Computer Software	3 to 10

F Inventories

Inventories of Raw Materials are valued at lower of cost or net realizable value. The method used for valuation or determination of cost is as per First-in-First-Out (FIFO) basis.

Inventories of stores, regular spares, fuel and packing material are valued at cost or net realizable value whichever is lower. First-in-First-Out (FIFO) method is used for valuation purpose. Inventories of finished goods are valued at lower of factory cost (including material, labour and related overheads and depreciation) and net realizable value.

Goods and Service Tax ('GST') Input, being tax which is set-off against GST output, does not form a part of cost of inventory as prescribed in AS – 2 on "Valuation of Inventories".

G Cash and Cash Equivalents

In the cash flow statement, cash and cash equivalents include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

H Provisions and Contingent Liabilities

(a) Provisions

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

(b) Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

I Revenue Recognition

Sales are recognised when the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, which coincides with the delivery of goods and are recognised net of trade discounts, rebates, Goods and Service tax.

Service income is accounted as and when services are rendered and are net of Goods and Service tax.

J Other Income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Export benefits, incentives and licenses: Export incentives are recognized as income when the right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.

Rental income is recognised in the statement of profit and loss on the straight line basis over the period of lease term.

K Borrowing costs

Borrowing costs include interest, other costs incurred in connection with borrowing and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to the interest cost. General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

L Employees Benefits

(a) Provident Fund

Contribution towards provident fund for employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

(b) Gratuity

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

(c) Termination Benefits

Termination benefits in the nature of voluntary retirement benefits are recognised in the Statement of Profit and Loss as and when incurred.

M Current and Deferred Tax

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. In situations, where the Company has unabsorbed depreciation or carry forward losses under tax laws, all deferred tax assets are recognised only to the extent that there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits. At each Balance Sheet date, the Company re-assesses unrecognised deferred tax assets, if any.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

N Foreign Currency Transaction**(a) Initial Recognition**

On initial recognition, all foreign currency transactions are recorded by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(b) Subsequent Recognition

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

All monetary assets and liabilities in foreign currency are restated at the end of accounting period. With respect to long-term foreign currency monetary items, the Company has adopted the following policy:

- Foreign exchange difference on account of a depreciable asset, is adjusted in the cost of the depreciable asset, which would be depreciated over the balance life of the asset.

- In other cases, the foreign exchange difference is accumulated in a Foreign Currency Monetary Item Translation Difference Account, and amortised over the balance period of such long term asset/ liability

A monetary asset or liability is termed as a long-term foreign currency monetary item, if the asset or liability is expressed in a foreign currency and has a term of 12 months or more at the date of origination of the asset or liability.

Exchange differences on restatement of all other monetary items are recognised in the Statement of Profit and Loss.

O Earning / (loss) Per Share

Basic earnings / (loss) per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

(Rs. in lakhs, unless otherwise stated)

Note No.	Particulars	As at 31 March, 2025		As at 31 March, 2024	
		Number	Amount	Number	Amount
2	SHARE CAPITAL				
(a)	Authorised Capital				
	Equity Shares Of Rs. 10 Each	2,50,00,000	2,500.00	1,00,00,000	1,000.00
(b)	Issued, Subscribed & Fully Paid Up Capital				
	Equity Shares of Rs. 10 each fully Paid	1,81,50,000	1,815.00	25,000	2.50
	Total		1,815.00		2.50

(c) **Par value per share:**

The Company has only one class of Equity Shares having a par value Rs. 10 per share.

(d) **A reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

Particulars	31 March, 2025		As at 31 March, 2024	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares at the beginning of the year	25,000	2,50,000	25,000	2,50,000
Add: Share issued during the year	1,81,25,000	18,12,50,000	-	-
Less: Shares bought back during the year	-	-	-	-
Equity Shares at the end of the year	1,81,50,000	18,15,00,000	25,000	2,50,000

(e) **The rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital:**

The Company has issued only one class of equity shares having a par value of Rs. 10 each. Each equity shareholders is entitled to one vote per share. Dividend, if any, is declared and paid in Indian Rupees. Dividend, if any, proposed by the Board of Director is subject to the approval of the share holders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be proportion to the number of equity shares held by the shareholders.

(f) **Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by or by subsidiaries or associates of the holding company or the ultimate holding company in aggregate:**

There are no holding, subsidiary or associate companies. Accordingly repoting to that extent under this clause is not applicable.

(g) **Shares in the company held by each shareholder holding more than 5 per cent. shares specifying the number of shares held:**

Name of Shareholders	31 March, 2025		As at 31 March, 2024	
	No. of Shares	% Held	No. of Shares	% Held
Munir Chandniwala	1,72,42,500	95.00%	23,750	95.00%

- (h) Aggregate number of bonus shares issued or shares issued for consideration other than cash and shares bought back during the period of five years immediately preceeding the reporting date.

Particulars	As at 31.03.2025 (No. of Shares)	As at 31.03.2024 (No. of Shares)
a) Equity shares allotted as fully paid up pursuant to contracts for consideration other than cash	Nil	Nil
b) Subscription amount is adjusted against a bona fide debt payable in money at once by the company.	Nil	Nil
c) Conversion of loan into shares in the event of default in repayment.	Nil	Nil
d) Conversion of loan into shares in the event of default in repayment.	Nil	Nil
e) Equity Shares allotted as fully paid bonus shares by capitalisation of reserves.	1,81,25,000	Nil

- (i) Shareholding of Promoters

The details of the shares held by promoters as at March 31, 2025 are as follows :

Promoter Name	No. of Shares	% of Total Shares	% change during the year
Munir Chandniwala	1,72,42,500	95.00%	0.00%
Shirin Chandniwala	8,80,638	4.85%	-0.13%
Abdul Chandniwala	726	0.00%	0.00%
Total	1,81,23,864	99.86%	

The details of the shares held by promoters as at March 31, 2024 are as follows :

Promoter Name	No. of Shares	% of Total Shares	% change during the year
Munir Chandniwala	23,750	95.00%	0.00%
Shirin Chandniwala	1,245	4.98%	0.00%
Abdul Chandniwala	1	0.00%	0.00%
Total	24,996	99.98%	

Note No.	Particulars	As at 31 March, 2025	As at 31 March, 2024
3	RESERVES & SURPLUS		
	General Reserve		
	Opening Balance	650.00	650.00
	Less: Transferred on account of bonus issue of shares	(650.00)	-
	Total(A)	-	650.00
	Profit & Loss Account		
	Opening Balance	1,634.72	528.92
	Add: Profit/(Loss) for the year	1,327.32	1,105.80
	Less: Transferred on account of bonus issue of shares	(1,162.50)	-
	Total(B)	1,799.55	1,634.72
	Total(A+B)	1,799.55	2,284.72
4	OTHER LONG TERM LIABILITIES		
	<u>Security Deposits</u>		
	From Customer	5.26	5.26
	Total	5.26	5.26
5	LONG TERM PROVISION		
	<u>Provision for Employee Benefits</u>		
	- Gratuity	17.73	28.66
	Total	17.73	28.66
6	SHORT TERM BORROWINGS		
	<u>Secured</u>		
	Current Maturities of Long Term Borrowings	-	3.29
	<u>Unsecured</u>		
	<u>Repayable on demand - interest free</u>		
	<u>From Directors</u>		
	Munir Chandniwala	21.92	27.19
	Shirin Munir Chandniwala	-	2.00
	Total	21.92	32.48

Note No.	Particulars	As at 31 March, 2025	As at 31 March, 2024
7	TRADE PAYABLES		
	(a) Total outstanding dues of micro enterprises and small enterprises*	2,140.80	387.07
	(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	801.15	1,010.96
	Total	2,941.95	1,398.03

* The information regarding Micro and Small enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company.

(a) Trade payable ageing schedule

Figures for Reporting Period ended 31 March, 2025

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
Undisputed Dues-MSME	12.46	2,127.85	0.49	-	-	2,140.80
Undisputed Dues-Other than MSME	14.69	758.98	26.96	0.52	-	801.15
Disputed Dues-MSME	-	-	-	-	-	-
Disputed Dues-Others	-	-	-	-	-	-
Total	27.15	2,886.83	27.45	0.52	-	2,941.95

Figures for Reporting Period ended 31 March, 2024

Particulars	Outstanding for following periods from due date of payment					Total
	Unbilled Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	
Undisputed Dues-MSME	2.25	384.82	-	-	-	387.07
Undisputed Dues-Other than MSME	13.09	977.74	20.13	-	-	1,010.96
Disputed Dues-MSME	-	-	-	-	-	-
Disputed Dues-Others	-	-	-	-	-	-
Total	15.34	1,362.56	20.13	-	-	1,398.03

(b) Dues to Micro and Small Enterprises

The disclosure pursuant to the said Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act') are as follows: -

Particulars	As at 31 March, 2025	As at March 31, 2024
i) Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end.	2,128.34	384.82
ii) Interest due thereon to suppliers registered under the MSMED Act and remaining unpaid as at year end.	-	-
iii) Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
iv) Interest paid under Section 16 of MSMED Act to suppliers registered under the MSMED Act, beyond the appointed day during the year.	-	-
v) Amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
vi) Interest accrued and remaining unpaid at the end of each accounting year	-	-

Note No.	Particulars	As at 31 March, 2025	As at 31 March, 2024
8	OTHER CURRENT LIABILITIES		
	Statutory dues Payable	59.62	17.43
	Income received in advance	110.18	102.04
	Employee Dues Payable	58.65	49.29
	Payable for Capital Goods	42.58	38.51
	Total	271.03	207.28
9	SHORT TERM PROVISIONS		
	Provision for Tax (Net of advances)	157.48	151.38
	Total	157.48	151.38

10 PROPERTY, PLANT AND EQUIPMENT

(All Amounts in Rs. Lakhs, unless otherwise stated)

SR. No.	DESCRIPTION OF ASSET	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		AS AT 01/04/2024	ADDITION DURING THE PERIOD	DEDUCTION DURING THE PERIOD	AS AT 30/11/2024	UP TO 31/03/2024	ADDITION DURING THE PERIOD	DEDUCTIONS DURING THE PERIOD	AS AT 30/11/2024	AS AT 30/11/2024	
a)	TANGIBLE ASSETS										
	Premises <i>(the above asset is Capital cost on Rented Property)</i>	406.54	344.00	-	750.54	29.60	52.80	-	82.40	668.14	
	Plant & Machinery	1,080.01	334.15	-	1,414.16	207.96	179.39	-	387.35	1,026.82	
	Office Equipment	29.19	11.10	-	40.29	15.16	9.56	-	24.72	15.57	
	Furniture & Fixtures	117.21	80.86	-	198.07	23.16	31.22	-	54.38	143.69	
	Motor Vehicle	18.87	11.83	-	30.71	9.05	5.55	-	14.59	16.11	
	Computer Hardware	8.85	1.65	-	10.50	5.15	3.18	-	8.33	2.17	
		1,660.67	783.59	-	2,444.27	290.08	281.69	-	571.77	1,872.50	
b)	INTANGIBLE ASSETS										
	Computer Software	3.68	2.18	-	5.86	1.29	0.75	-	2.05	3.81	
		3.68	2.18	-	5.86	1.29	0.75	-	2.05	3.81	
	Total	1,664.35	785.78	-	2,450.13	291.37	282.45	-	573.81	1,876.31	

* The Company has not revalued its Property, Plant and Equipment since the Company has adopted cost model as its accounting policy to an entire class of Property, Plant and Equipment in accordance with AS 10.

Previous Year

(All Amounts in Rs. Lakhs, unless otherwise stated)

(All Amounts in Rs. Lakhs, unless otherwise stated)

SR. No.	DESCRIPTION OF ASSET	GROSS BLOCK				D E P R E C I A T I O N				N E T B L O C K	
		AS AT 01/04/2023	ADDITION DURING THE YEAR	DEDUCTION DURING THE YEAR	AS AT 31/03/2024	UP TO 31/03/2023	ADDITION DURING THE YEAR	DEDUCTIONS DURING THE YEAR	AS AT 31/03/2024	AS AT 31/03/2024	
a)	<u>TANGIBLE ASSETS</u>										
	Premises	121.39	285.15	-	406.54	6.08	23.52	-	29.60	376.93	
	(the above asset is Capital cost on Rented Property)										
	Plant & Machinery	524.89	555.12	-	1,080.01	77.95	130.01	-	207.96	872.06	
	Office Equipment	22.42	6.77	-	29.19	5.84	9.33	-	15.16	14.02	
	Furniture & Fixtures	43.92	73.28	-	117.21	8.82	14.33	-	23.16	94.05	
	Motor Vehicle	16.17	2.70	-	18.87	5.66	3.39	-	9.05	9.83	
	Computer Hardware	6.31	2.54	-	8.85	1.13	4.02	-	5.15	3.70	
		735.11	925.56	-	1,660.67	105.47	184.60	-	290.08	1,370.60	
b)	<u>INTANGIBLE ASSETS</u>										
	Computer Software	3.68	-	-	3.68	0.46	0.83	-	1.29	2.39	
		3.68	-	-	3.68	0.46	0.83	-	1.29	2.39	
	Total	738.79	925.56	-	1,664.35	105.94	185.43	-	291.37	1,372.98	

* The Company has not revalued its Property, Plant and Equipment since the Company has adopted cost model as its accounting policy to an entire class of Property, Plant and Equipment in accordance with AS 10.

Note No.	Particulars	As at 31 March, 2025	As at 31 March, 2024
11	DEFERRED TAX ASSET (NET)		
	<u>Deferred Tax Asset</u>		
	- On account of disallowance u/s 43B	6.52	28.61
	- On account of Depreciation	8.07	-
	- On account of provision for doubtful debts	3.65	-
	<u>Deferred Tax Liabilities</u>		
	- On account of Depreciation	-	(0.04)
	Total	18.25	28.56
12	LONG TERM LOANS AND ADVANCES		
	Unsecured & Considered Good		
	Rental Deposits	118.49	117.08
	Capital Advances	62.81	23.40
	Deposit with others	2.08	0.10
	Total	183.39	140.58
	<i>(a) Loans and Advances due by directors or other officers of the company</i>	136.00	115.00
	<i>(b) Loans and Advances due by firm or private companies in which director is a partner or director or member</i>	Nil	Nil
	<i>(c) Loans or advances in the nature of loans granted to Promoters, Directors, Kmps and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:</i>		
	<i>(i) repayable on demand; or</i>	Nil	Nil
	<i>(ii) without specifying any terms or period of repayment</i>	Nil	Nil
	<i>(d) In line with Circular No. 04/2015 issued by the Ministry of Corporate Affairs dated March 10, 2015, loans given to employees as per the Company's policy are not considered for the purpose of disclosure under section 186(4) of the Companies Act, 2013.</i>	Nil	Nil
13	OTHER NON CURRENT ASSETS		
	Bank Deposits with maturity more than 12 months	50.00	-
	Total	50.00	-
14	INVENTORIES		
	Raw Materials	1,048.87	307.82
	Packing Materials	195.18	158.95
	Finished Goods	77.69	78.85
	Total	1,321.73	545.62

Note No.	Particulars	As at 31 March, 2025	As at 31 March, 2024
15	TRADE RECEIVABLES		
	Secured, Considered Good	5.26	5.26
	Unsecured, Considered Good	3,238.84	1,586.34
	Doubtful	14.52	18.53
	Less: Allowance for Bad and Doubtful Debts	(14.52)	(18.53)
	Total	3,244.09	1,591.60

Debts Due by firm or private companies in which director is partner, director or member
Debts Due by directors or other officers of the company

4.99
Nil

4.85
Nil

Figures for Reporting Period ended 31 March, 2025

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables						
considered good	2,877.20	351.89	15.00	-	-	3,244.09
considered doubtful	-	-	14.52	-	-	14.52
Disputed Trade						
considered good	-	-	-	-	-	-
considered doubtful	-	-	-	-	-	-
Less: Allowance for Bad and Doubtful Debts	-	-	(14.52)			(14.52)
Total	2,877.20	351.89	15.00	-	-	3,244.09

Figures for Reporting Period ended 31 March, 2024

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables						
considered good	1,496.28	95.32		-	-	1,591.60
considered doubtful	-	-	18.53	-	-	18.53
Disputed Trade Receivables						
considered good	-	-	-	-	-	-
considered doubtful	-	-	-	-	-	-
Less: Allowance for Bad and Doubtful Debts	-	-	(18.53)	-	-	(18.53)
Total	1,496.28	95.32	-	-	-	1,591.60

Note No.	Particulars	As at 31 March, 2025	As at 31 March, 2024
16	CASH AND BANK BALANCES		
	Balances with banks		
	In Current Account	190.13	288.16
	Cash and Cash equivalents		
	Cash on Hand	0.94	2.41
	Other Bank Balances		
	Deposits with maturity more than 3 months but less than 12 months	-	70.00
	Total	191.06	360.56
17	SHORT TERM LOANS AND ADVANCES		
	(Unsecured-Considered Good)		
	Advance paid against supply of goods & services	34.18	28.07
	Loans and advances to Employees	23.52	18.48
	Prepaid Expenses	11.32	4.52
	Input tax credit available for utilisation	7.54	17.24
	Total	76.56	68.31
	<i>Loans and Advances due by directors or other officers of the company</i>	<i>Nil</i>	<i>Nil</i>
	<i>Loans and Advances due by firm or private companies in which director is a partner or director or member</i>	<i>Nil</i>	<i>Nil</i>
	<i>Loans or advances in the nature of loans granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:</i>		
	<i>(i) repayable on demand; or</i>	<i>Nil</i>	<i>Nil</i>
	<i>(ii) without specifying any terms or period of repayment</i>	<i>Nil</i>	<i>Nil</i>
	<i>In line with Circular No. 04/2015 issued by the Ministry of Corporate Affairs dated March 10, 2015, loans given to employees as per the Company's policy are not considered for the purpose of disclosure under section 186(4) of the Companies Act, 2013.</i>	<i>Nil</i>	<i>Nil</i>
18	OTHER CURRENT ASSETS		
	Deferred Share Issue expenses	67.45	-
	Interest accrued on fixed deposits	0.81	2.09
	Interest accrued on security deposits	0.26	-
	Total	68.52	2.09
19	CONTINGENT LIABILITIES & COMMITMENTS		
	Contingent Liabilities & Commitments as on the reporting date	<i>Nil</i>	<i>Nil</i>

(Rs. in lakhs, unless otherwise stated)

Note No.	Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
20	REVENUE FROM OPERATION		
	Sale of products	10,405.84	9,913.24
	Other Operating revenues	79.53	83.27
	Total	10,485.36	9,996.51
21	OTHER INCOME		
	Reversal of Doubtful Debts (net of provision)	4.00	-
	Interest received on Fixed Deposit	5.30	2.32
	Interest received on Security Deposit	0.33	-
	Rent Received	3.60	2.70
	Duty Drawback Income Received	0.09	-
	Gain on variation in foreign exchange rate	-	0.07
	Total	13.31	5.09
22	COST OF MATERIAL CONSUMED		
	Opening Stock		
	Raw Material	307.82	78.85
	Packing Material	158.95	75.49
		466.77	154.34
	Add: Purchases		
	Raw Material	5,062.18	5,087.87
	Packing Material	2,055.88	1,751.50
		7,118.06	6,839.37
	Less: Closing Stock		
	Raw Material	(1,048.87)	(307.82)
	Packing Material	(195.18)	(158.95)
		(1,244.04)	(466.77)
	Total	6,340.78	6,526.94
23	CHANGES IN INVENTORIES OF FINISHED GOODS		
	Opening Stock of Goods		
	Finished Goods	78.85	41.85
	Total (I)	78.85	41.85
	Closing Stock of Goods		
	Finished Goods	77.69	78.85
	Total (II)	77.69	78.85
	Net Impact (I-II)	1.16	(37.01)
24	EMPLOYEE BENEFIT EXPENSES		
	Salaries, Wages & Allowances	699.73	571.09
	Directors Remuneration	100.00	60.00
	Contribution to Provident fund and other fund	40.84	38.80
	Group Insurance for Staff	4.98	1.72
	Staff Welfare Expenses	16.18	20.20
	Contribution to Gratuity fund	17.73	28.66
	Total	879.45	720.47
25	FINANCE COSTS		
	Interest Expenses		
	Secured Loan	0.09	0.50
	Interest on statutory dues	16.50	0.13
	Other borrowing costs		
	Bill Discount Charges	-	4.80
	Total	16.60	5.43

(Rs. in lakhs, unless otherwise stated)

Note No.	Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
26	OTHER EXPENSES		
	<u>Manufacturing Expenses</u>		
	Labour Charges	404.93	319.26
	Power & Fuel Charges	123.58	96.06
	Transportation Expenses	107.59	96.33
	Factory Rent	84.96	84.00
	Factory Expenses	75.00	64.19
	Cartridge Filling Expenses	16.25	18.36
	Packing & Forwarding	14.88	15.94
	Laboratory Expenses	13.16	6.71
	Other Production Expenses	-	3.07
		840.35	703.91
	<u>Administrative & Other Expenses</u>		
	Legal, Professional and License Fees	64.65	67.41
	Repair & Maintenance	52.89	70.13
	Office Rent	36.57	31.88
	Travelling & Conveyance Expenses	31.65	33.64
	Corporate Social Responsibility Expenses	21.72	11.46
	Provision for Doubtful Debts (net of reversal)	-	18.53
	Vehicle Expenses	9.63	9.22
	Courier Charges	6.94	5.80
	Bad Debts	8.49	4.56
	Printing & Stationery	3.98	2.48
	Insurance Expenses	3.38	4.32
	Electricity Expenses	3.32	3.14
	Donation	2.57	5.44
	Society Maintenance Charges	2.82	2.81
	<u>Auditor's Remuneration</u>		
	Audit Fees	2.50	2.50
	Other Matters	0.15	-
	Computer & Internet Expenses	2.58	2.37
	Loss on variation in foreign exchange rate	2.22	-
	Mobile & Telephone charges	1.64	1.33
	Rates & Taxes	1.06	0.32
	Office Expenses	0.97	0.36
	Membership & Subscription Fees	0.77	0.62
	Advertisement Expense	0.60	0.30
	Bank Charges	0.41	0.46
	Software Expenses	0.37	3.30
	Security Charges	-	0.68
		261.89	283.07
	<u>Selling & Marketing Expenses</u>		
	Exhibition Expenses	68.59	71.35
	Commission	31.61	42.65
	Website Expenses	3.05	4.11
	Sales Promotion Expenses	1.34	1.73
		104.59	119.84
	Total	1,206.83	1,106.82

27 Disclosures as required by AS 18 "Related Parties" issued by the ICAI
List of Related Parties

Sr.No	Name of Related Party	Relationship
1	Munir Chandniwala	Managing Director
2	Shirin Chandniwala	Whole Time Director
3	Abdul Ganee Chandniwala	Director
4	Ashish Shah	Chief Financial Officer (appointed on 2nd May 2024)
5	Atul Shukla	Company Secretary (appointed on 2nd May 2024)
6	ESLP Digital LLP	Other Related Party
7	Influx Healthcare	Other Related Party
8	Trusan Printpack Private Limited	Other Related Party
9	Chandniwala Clinic	Other Related Party
10	Influx Foundation	Other Related Party
11	Nutraceutical India	Other Related Party
12	Shina Enterprise	Other Related Party

Summary of significant related party transactions carried out in the ordinary course of business are as under :

(Rs. in lakhs, unless otherwise stated)

Sl.	Nature of Transaction	Year Ended March 31, 2025	Year Ended March 31, 2024
I	Key Management Personnel		
(i)	Munir Chandniwala		
	Remuneration	84.00	60.00
	Loan taken	15.16	44.70
	Loan Repaid	20.44	82.51
	Rent Paid	90.00	90.00
	Advance for Plot No. 59	11.00	-
	Advance for Plot No. 28	10.00	-
(ii)	Shirin Chandniwala		
	Remuneration	16.00	-
	Loan Repaid	2.00	5.00
	Rent Paid	12.00	12.00
(iii)	Ashish Shah		
	Remuneration	10.03	8.99
	Loan Given	2.00	-
	Loan Recovered	2.00	-
(iv)	Atul Shukla		
	Remuneration	4.60	-
II	Other Related Party		
(i)	Trusan Printpack Private Limited		
	Sale of product	1.70	2.52
	Purchase of product	220.21	38.48
	Rent Income	3.60	2.70
	Reimbursement of Expense	0.09	-
(ii)	Influx Healthcare		
	License & Registration Fees	-	6.74
(iii)	Influx Foundation		
	Donation	0.85	-
(iv)	Nutraceutical India		
	Sale of product	0.02	4.69

Balance at the Year End

Sr.No	Name	Nature of Transaction	As at 31 March, 2025	As at 31 March, 2024
1	Munir Chandniwala	Remuneration	1.35	1.30
3	Munir Chandniwala	Unsecured Loan	21.92	27.19
4	Munir Chandniwala	Security Deposit	115.00	115.00
5	Munir Chandniwala	Advance for Plot No. 59	11.00	-
6	Munir Chandniwala	Advance for Plot No. 28	10.00	-
7	Shirin Chandniwala	Remuneration	1.62	-
8	Shirin Chandniwala	Unsecured Loan	-	2.00
10	Trusan Printpack Private Limited	Purchase of product	44.03	1.63
11	Nutraceutical India	Sale of product	4.99	4.85

28 Disclosure as required by AS 20 "Earnings Per Share" issued by the ICAI
Earning Per Share (EPS)

The earning considered in ascertaining the Company's EPS comprises the net profit after tax the number of shares used in Computation of Basic EPS is the weighted average number of share outstanding during the year which is calculated as below:

(Rs. in lakhs, unless otherwise stated)

Particular	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Calculation of weighted average no. equity shares :		
No. of Shares at the beginning of the year fully paid	25,000	25,000
No. of Shares to issued fully paid	1,81,25,000	Nil
Total Equity Shares outstanding at the end of the year	1,81,50,000	25,000
Total Equity Shares outstanding at the end of the year (considering the impact of bonus issue for all periods)	1,81,50,000	1,81,50,000
Net Profit after tax / (loss) available for equity share holder (Rs. in Lakhs)	1,327.32	1,105.80
Basic / Diluted earnings per share of Rs. 10 (Rs.) (without considering the impact of bonus issue for all periods)	7.31	4,423.21
Basic / Diluted earnings per share of Rs. 10 (Rs.) (considering the impact of bonus issue for all periods)	7.31	6.09

29 Disclosure related to Corporate Social Responsibility (as per Section 135 of the Act)

(Rs. in lakhs, unless otherwise stated)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
(a) Gross amount required to be spent by the Company during the year	20.56	10.60
(b) Amount of expenditure incurred on :		
(i) Construction/Acquisition of asset	-	-
(ii) On purposes other than (i) above	21.72	11.46
(c) Shortfall at the end of the year	N.A	N.A
(d) Total amount of previous years shortfall	N.A	N.A
(e) Reason for shortfall	N.A	N.A
(f) Contribution to a trust controlled by the company in relation to CSR Expenditure	N.A	N.A
(g) Where a provision is made with respect to a liability incurred by entering into a contractual obligation	N.A	N.A

The Company undertakes the following activities in Corporate social responsibility (CSR):

(i) Promoting of education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects.

(ii) eradicating hunger, poverty and malnutrition, promoting health care including preventive health and sanitation including contribution to the Swatch Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.

Note No.	Particulars	(Rs. in lakhs, unless otherwise stated)	
		For the year ended March 31, 2025	For the year ended March 31, 2024

30 Employee Benefit Expenses

(a) Defined Contribution Plans

Amount recognised in the Statement of Profit and Loss			
(i)	Employers' Contribution to Provident Fund *	31.75	30.26
[Includes Employers' Contribution to Employee's Pension Scheme 1995]			
(ii)	Employers' Contribution to Employee's State Insurance Commission*	8.76	8.50
		40.51	38.75

* Included in Contribution to Provident and Other Funds(Refer Note 24)

(b) Defined Benefit Plan

Gratuity

The Gratuity scheme is funded through Group Gratuity Cum Life Insurance Policy from the LIC. The adequacy of accumulated fund balance available with LIC has been compared with actuarial valuation carried out by an independent actuary as at the Balance Sheet date and shortfall/ excess, if any, has been provided for/ considered as prepaid. Every employee is entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service in line with the Payment of Gratuity Act, 1972. The same is payable at the time of separation from the Company or retirement, which ever is earlier. The benefits vest after five years of continuous service.

(i) Change in Defined Benefit Obligation

Sr No.	Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1	DBO at the beginning of the period	16.27	28.66
2	Acquisition adjustment	-	-
3	Interest cost	1.17	2.00
4	Past Service Cost/(credit) – vested benefits	-	-
5	Past Service Cost/(credit) – Non vested benefits	-	-
6	Current Service Cost	8.36	9.70
7	Curtailment Cost/ (credit)	-	-
8	Settlement Cost/ (credit)	-	-
9	Plan Amendments	-	-
10	Benefit payments from Company	-	-
11	Benefit payments from fund	-	-
12	Actuarial (gains) loss on Obligation	2.86	6.03
13	DBO at the end of the period	28.66	46.39

(ii) Fair Value of Plan Assets

S.No	Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1	Fair value of plan assets (beginning)	-	-
2	Acquisition Adjustment	-	-
3	Charges and Taxes	-	-
4	Expected return on plan assets	-	-
5	Employer's contributions	28.66	-
6	Employee's contributions	-	-
7	Benefit payments	-	-
8	Actuarial Gain/ (Loss) on Plan Assets	-	-
9	Fair value of plan assets (end)	28.66	-

(Rs. in lakhs, unless otherwise stated)
(iii) Change in Fair Value of Plan Assets

S.No	Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1	Fair value of plan assets (beginning)	-	-
2	Acquisition Adjustment	-	-
3	Charges and Taxes	-	-
4	Expected return on plan assets	-	-
5	Employer's contributions	28.66	-
6	Employee's contributions	-	-
7	Benefit payments	-	-
8	Actuarial Gain/ (Loss) on Plan Assets	-	-
9	Fair value of plan assets (end)	28.66	-

(iv) Amount Recognition in the Statement of Profit and Loss

S.No	Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1	Current Service Cost	9.70	8.36
2	Interest Cost	2.00	1.17
3	Past Service Cost	-	-
4	Expected Return on Plan Assets	-	-
5	Curtailment Cost	-	-
6	Settlement Cost	-	-
7	Amortisation of Past Service Cost	-	-
8	Net Actuarial (Gains)/ Losses	6.03	2.86
9	Total Employer Expense in P&L	17.73	12.39

(v) Recognition of Actuarial Gain/ Loss

S.No	Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1	Unrecognized Actuarial Loss/(Gain) start	6.03	2.86
2	Actuarial loss/(gain) – Plan Assets	-	-
3	Total Actuarial Loss/(Gain)	6.03	2.86
4	(Gain)/Loss recognized	6.03	2.86
5	Unrecognized Loss/(Gain) end	-	-

(vi) Actuarial (Gain)/ Loss on Obligation

S.No	Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1	Experience Adjustment	5.51	1.95
2	Financial Change	0.52	0.91
3	Assumption Change	-	-

(vii) Recognition of Past Service Cost

S.No	Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1	Unrecognized Past Service Cost (start)	-	-
2	Past Service Cost (Credit)	-	-
3	Recognized Past Service Cost	-	-
4	Unrecognized Past Service Cost (end)	-	-

(Rs. in lakhs, unless otherwise stated)

(viii) Balance Sheet Reconciliation

S.No	Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1	Net (Asset)/Liability (beginning)	28.66	16.27
2	Employer Expense	17.73	12.39
3	Employer Contributions	(28.66)	-
4	Net (Asset)/Liability (end)	17.73	28.66

(ix) P&L Reconciliation

S.No	Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1	DBO at end of year	46.39	28.66
2	DBO at beginning of year	(28.66)	(16.27)
3	Benefits Paid	-	-
4	Actual Return on Plan Assets	-	-
5	Expenses deducted by the Insurer	-	-
6	Expense Recognized in P&L	17.73	12.39

(x) Major Categories of Plan Assets

S.No	Asset Categories	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
1	Government of India Securities	0.00%	0.00%
2	State Government Securities	0.00%	0.00%
3	High Quality Corporate Bonds	0.00%	0.00%
4	Equity shares (listed)	0.00%	0.00%
5	Property	0.00%	0.00%
6	Special Deposit Scheme	0.00%	0.00%
7	Funds managed by Insurer	100.00%	0.00%
8	Others	0.00%	0.00%
9	Total	0.00%	0.00%

(xi) Contribution Estimate

Description	Estimate
Company's Best Estimate of Contribution (Next Year)	17.73

31 Impairment of Assets

There is no such impairable asset for the year as ended on 31.03.2025 in terms of AS-28. Hence company has not made any provision for impairment loss.

32 Segment Reporting

The company is engaged in single segment and there are no separate reportable segments as defined in Accounting standard – 17 “Segment Reporting”.

33 Foreign Exchange transactions :

(Rs. in lakhs, unless otherwise stated)

Particular	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Export of goods on F.O.B Basis	61.03	25.58
CIF Value of Import	-	-
Remittance of Dividend in Foreign Currency	-	-
Expenditure in Foreign Currency	27.47	2.32

34 Additional Information required to be disclosed as per Schedule III.

i) Details of Raw Materials Consumed

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Powder	4,046.19	4,746.11
Capsule	184.47	66.47
Oil	90.46	7.71
Others	-	38.60
TOTAL	4,321.13	4,858.89

35 Disclosure of transactions with struck off companies :

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

36 Registration of Charges or Satisfaction with Registrar of Companies(ROC)

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

37 Compliance with number of layers of Companies

The Company has complied with the requirements of the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.

38 Disclosure in relation to undisclosed income

During the year, the Company has not surrendered or disclosed any income in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961). Accordingly, there are no transactions which are not recorded in the books of accounts.

(Formerly known as Influx Healthtech Private Limited)

Notes forming part of Restated Financial Statements

39 Financial Ratio

Sr no.	Particulars	Numerator	Denominator	March 31,2025	March 31,2024	Variance
I	Current Ratio (in times)	Total Current Asset	Total Current Liabilities	1.44	1.44	0.67%
II	Debt - Equity Ratio (in times)	Total Debt	Shareholders' Equity	0.006	0.014	-57.30%
III	Debt - Service Coverage Ratio (in times)	Earnings available for debt service	Debt Service	22,523.99	322.22	6890.32%
IV	Return on equity ratio (in %)	Net Profits after taxes	Shareholder's Equity	36.72	48.35	-24.05%
V	Inventory turnover ratio (in times)	Revenue from operations	Average Inventory	11.23	26.95	-58.33%
VI	Trade receivable turnover ratio (in times)	Total Sales	Average Accounts Receivable	4.34	6.72	-35.49%
VII	Trade payables turnover ratio (in times)	Total Purchases+Other Expenses	Average Trade Payables	3.84	4.99	-23.10%
VIII	Net Capital Turnover ratio (in times)	Revenue from operations	Average Working Capital	2.15	3.49	-38.51%
IX	Net Profit Ratio (in %)	Net Profit	Net Sales	12.76%	11.15%	14.35%
X	Return on capital employed (in %)	Earning before interest and taxes	Capital Employed	49.17%	64.62%	-23.91%

Notes :

- (i) Earnings available for debt service = Net Profit before taxes + non-cash operating expenses + interest + other non-cash adjustments
- (ii) Debt Service = Finance cost + Principal repayments (only term loans and not demand loans)
- (iv) Working Capital = Current Asset less Current liabilities
- (v) Capital employed = Shareholders' funds + deferred tax liability, if any

Reason for variance (where variance is more than 25% compared to the ratio of preceding year)

Variance for the Financial Year ended March 31, 2025

Sr.No of Ratio	Reason of variance
II	The company has repaid its debts in the current year and has achieved a better debt-equity ratio.
III	The company has repaid its interest bearing loans and earnings in the current year have increased, consequently the debt service ratio has improved.
V	The inventory turnover ratio has decreased as the company is expecting drastic increase in orders for the FY 25-26 and hence the company has manufactured the goods in March 2025 accordingly.
VI	The average accounts receivable of the company has increased due to change in credit policies to boost revenue.
VIII	The working capital of the company has increased but revenue has organically grown by 5% only since the company is operating at maximum capacity.

40 Additional Disclosure Requirements

No transactions or disclosures to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III of the Act:

- (a) Title deeds of immovable property not held in the name of the company
- (b) CWIP and Intangible under development ageing / completion schedule
- (c) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
- (d) Wilful Defaulter
- (e) Scheme of arrangements in terms of section 230 to 237 of the Act
- (f) Utilisation of borrowed funds or share premium
- (g) Crypto Currency or Virtual Currency
- (h) Borrowings from banks or financial institutions on the basis of security of current assets

41 Previous year figures have been re-grouped, re-classified where ever necessary

As per our attached report of even date.

For and on behalf of the Board of Directors of
Influx Healthtech Limited

For V.B.GOEL & CO
Chartered Accountants
Firm Registration No.: 115906W


Vikas Goel
Partner
Membership. No.39287
Place : Mumbai
Date : 28-05-2025




Munir Chandniwala
(Managing Director)
DIN: 08459582
Place : Mumbai
Date : 28-05-2025


Shirin Chandniwala
(Whole - Time Director)
DIN: 08459623
Place : Mumbai
Date : 28-05-2025


Ashish Shah
(Chief Financial Officer)
Place: Mumbai
Date : 28-05-2025


Atul Shukla
(Company Secretary)
Membership Number :
ACS46854
Place: Mumbai
Date : 28-05-2025