HINDUSTAN AGRIGENETICS LIMITED

***Regd. Office**: C-1/5, Second Floor, Safdarjung Development Area, Hauz Khas, New Delhi-110016, India*
(Correspondence address: C 63, South Extension Part-II, New Delhi 110 049)
***CIN**-L01119DL1990PLC040979 I **Email**: hindustanagrigenetics@gmail.com, I **Tel**: +91 98102 73609*

Date: **01.09.2025**

To,
Department of Corporate Service,
BSE limited,
Phiroze Jeejeebhoy Tower
Dalal Street, Mumbai,
Maharashtra- 400001
corp.relations@bseindia.com

Subject: 35th Annual Report for the Financial Year ended 2024-25

Dear Sir/ Madam,

Pursuant to the Provisions of Regulation 34(1)(a) of the SEBI (Listing Obligations and Disclosure General Requirements) Regulations, 2015, we are pleased to submit herewith Annual Report for the Financial Year 2024-25 of the 35th Annual General Meeting of Members of the Company.

The Annual Report is also available on the website of the Company at http://hindustanagrigenetics.co.in/.

Kindly take the same on your record.

By the order of the Board of Directors

For HINDUSTAN AGRIGENTICS LIMITED
(ISIN No INE092301014)

Pritam
Kapur

Digitally signed by Pritam Kapur
DN: cn=Pritam Kapur, c=IN, st=Delhi,
o=Personal, title=3438,
serialNumber=881968cac86b385746d6
baed89b07724ca34269065be24ff1460
e970c79043a7
Date: 2025.09.01 11:28:15 +05'30'

PRITAM KAPUR
Director
DIN - 00461538
C-63, South Extension, Part –II
New Delhi – 110049

Hindustan Agrigenetics Limited

Hybrid Seeds | Tissue Culture | Floriculture

35th Annual Report 2024 - 2025

Board of Directors

Mr. Pranav Kapur - Chairman

Mr. Pritam Kapur - Director

Ms. Chandni Kapur - Director & CFO

Ms. Mannu Kohli - Director

Mr. Naren Parsai - Independent Director

Mr. Sunny Srivastava-Independant Director

Mr. Ravi Shankar Kolathur - Independent Director

Ms. Neha Mittal - Company Secretary and Compliance officer

AUDITORS - **M/s Anant Rao & Mallik**
Chartered Accountants
Hyderabad

BANKERS - RBL Bank Limited

REGISTRARS - KFin Technologies Limited
Selenium Building, Tower-B
Plot No 31 & 32, Financial District,
Nanakramguda, Serilingampally,
Hyderabad, Rangareddi,
Telangana, India - 500032.

REGISTERED OFFICE - C-1/5, Second Floor, Safdarjung Development Area, Hauz Khas, New Delhi-110016, India

CIN - L01119DL1990PLC040979

35th Annual General Meeting

Date	:	27th September, 2025
Day	:	Saturday
Time	:	11.00 AM
Via	:	Video Conferencing

Contents

Notice of Annual General Meeting

Notice is hereby given that the 35th Annual General Meeting of the Company will be held on Saturday, the 27th day of September, 2025 at 11.00 AM through Video Conferencing (VC) /Other Audio Visual Means (OAVM) to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited annual balance sheet of the Company as on 31st March, 2025 together with the reports of the Statutory Auditors, Secretarial Auditors and the Directors thereon.

2. To appoint a director in place of Mr. Pritam Kapur (DIN: 00461538), who retires by rotation and being eligible offers himself for re-appointment.

Special Business:

3. To appoint M/S. GR Gupta & Associates, Practicing Company Secretary, as Secretarial Auditors of the Company:
   To consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to provisions of Sections 204 and 179(3) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed thereunder, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), re-enactment thereof for time being in force) and circulars issued thereunder from time to time, and based on the recommendation of the Audit Committee and the Board of Directors, M/S. GR Gupta & Associates, Practicing Company Secretary, Certificate of Practice Number – 8554, be and is hereby appointed as the Secretarial Auditors for the Company, to hold office for a term of five consecutive years i.e. from financial year 2025-26 to financial year 2029-30, on such remuneration as may be mutually agreed between the Board of Directors and the Secretarial Auditors.

   RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."
   therewith or incidental thereto, to give effect to the foregoing resolution."

For Hindustan Agrigenetics Limited

PRITAM KAPUR
Director DIN-
00461538
C-63, South Ext., Part II,
New Delhi - 110049

Place: New Delhi
Date: 30.08.2025

Notes for Member's Attention

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 14/2020 dated 8th April, 2020; 17/2020 dated 13th April, 2020; 20/2020 dated 5th May, 2020; 02/2021 dated 13th January, 2021; 03/2022 dated 05th May, 2022, 10/2022 dated 28th December, 2022, 9/2023 dated 25th September 2023 and any amendment/ modification thereof issued by MCA and read with the Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/ HO/CFD/CMD2/ CIR/P/2022/62 dated 13th May, 2022 and Circular No. SEBI/ HO/CFD/PoD-2/P/ CIR/2023/4 dated 05th January, 2023 (hereinafter referred to as "Circulars"), and in compliance with the provisions of the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015 ("Listing Regulations") permitted the holding of the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM), without the physical presence of the members at a common venue.
2. Accordingly, in compliance with the provisions of the Act read with the Circulars, the AGM of the Company is being held through VC /OAVM only. Further, in accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification dated 15th April, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.
3. Since this AGM is being held pursuant to the Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
4. In compliance with the aforesaid MCA Circulars and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023, the Annual Report for the Financial Year 2024-25 including Notice of the 35th AGM of the Company, inter alia, indicating the process and manner of e-voting is being sent by Email, to all the Members whose Email IDs are registered with the Company/Registrar and Share Transfer Agent or with the respective Depository Participant(s) for communication purposes to the Members and to all other persons so entitled and the same will also be

available on the website of the Company at www.hindustanagrigenetics.co.in and can also be accessed from the websites of the Stock Exchanges i.e., Bombay Stock Exchange Limited at www.bseindia.com

5. The SEBI has mandated the submission of the Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are, therefore requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are requested to submit their PAN details to the Company's share transfer agent, M/s. KFIN Technologies Limited.

6. Those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated with their DP to enable servicing of notices/ documents/ Reports and other communications electronically to their e-mail address in future.

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

8. In compliance with the provisions of Sections 108 and other applicable provisions of the Act, read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company is offering only e-voting facility to all the Members of the Company and the business will be transacted only through the electronic voting system. The Company has engaged the services of M/s. KFIN Technologies Limited for facilitating e-voting to enable the Members to cast their votes electronically as well as for e-voting during the AGM. Resolution(s) passed by Members through e-voting are deemed to have been passed as if they have been passed at the AGM.

9. In terms of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 01st April 2019 except in case of transmission or transposition of securities. In view of the above, members holding shares in physical form are advised to dematerialize the shares with their Depository Participant. Members are provided with the facility for voting through Voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already casted their vote by remote e-voting, are eligible to exercise their right to vote at the AGM.

10. Members who have already casted their vote by remote e-voting prior to the AGM will be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolution(s) for which the Member has already casted

The vote through remote e-voting.

11. The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 21st of September 2025 to Saturday, 27th september 2025 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable clauses of the SEBI (Listing Obligations and Disclosures Requirements Regulations) 2015.

12. The Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date on Saturday, 20th Day of September 2025 may cast their vote by remote e-voting. The remote e-voting period commences on Tuesday,23rd September 2025 at 09:00 A.M. (IST) and ends on Friday, 26th September 2025 at 05:00 P.M. (IST). Once the vote on a resolution is casted by the Member, the Member shall not be allowed to change it subsequently.

13. The Explanatory Statement as required under Section 102(1) of the Companies Act, 2013 (‘the Act’) relating to the Special Business(es) to be transacted at the Annual General Meeting (AGM) is annexed hereto and forms part of this notice.

14. Facility of joining the AGM through VC/OAVM shall open 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

15. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate members intending to authorize their representatives to participate and vote at the meeting, are requested to send a certified copy of the Board Resolution/ authorization letter to the Company or upload on the VC/OAVM portal/e-voting portal.

16. The Register of Directors and Key Managerial Personnel 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.

17. All documents referred to in the Notice and Explanatory Statement will also be available for electronic inspection, during business hours, without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to hindustanagrigenetics@gmail.com. Members seeking any information with regard to the accounts or any matter to be considered at the AGM, are requested to write to the Company by sending e-mail on hindustanagrigenetics@gmail. com. The same will be replied by the Company suitably.

18. Members holding shares in demat form are hereby informed to ensure that updated bank particulars be registered with their respective Depository Participants, with whom they maintain their demat accounts. The Company or its Registrar and Transfer Agent (RTA) cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participant(s) of the Members. Members holding shares in demat form are requested to intimate any change in their address and/or bank mandate immediately to their Depository Participants.

19. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to M/s. KFIN Technologies Limited, Registrar and Transfer Agent of the Company or Investor Relations Department of the Company immediately.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

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

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

(i) The voting period begins on Tuesday, 23rd September 2025 at 09:00 A.M. (IST) and ends on Friday, 26th September 2025 at 05:00 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 on Saturday, 20th Day of September 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.

20. 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 shareholder.

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.

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

(i) 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	1. Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.

	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 open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

(ii) Login method for e-Voting and joining virtual meetings for Physical shareholders and 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 Physical shareholders and 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 Depository Participant are requested to use the sequence number sent by RTA or contact 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, please enter the member id/folio number in the Dividend Bank details field.
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, 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 physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

ix. Click on the EVSN for the relevant I power solutions India Limited on which you choose to vote.

x. 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.

xi. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xii. 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.

xiii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xiv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xv. 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.

xvi. Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com 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.
- Aher receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at their email address, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For 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 Aadhaar Card) by cshag@kfintech.com.

2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)

For Individual Demat shareholders – Please update your email id & mobile

no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for 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/EGM.
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.
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 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at hindustanagrigenetics@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number hindustanagrigenetics@gmail.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 shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com.

xvii. The Company has appointed M/s. G R Gupta and Associates, Practicing Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast and she has communicated her willingness to be appointed.

The Scrutinizer, after scrutinising the votes cast during the AGM and through remote e-voting, will not later than three days of conclusion of the Meeting, make a consolidated scrutinizer’s report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer’s report shall be placed on the website of the Company www.hindustanagrigenetics.co.in and CDSL website. The results shall simultaneously be communicated to the Bombay Stock Exchange Limited.

For Hindustan Agrigenetics Limited

PRITAM KAPUR
Director
DIN- 00461538
C-63, South Ext., Part II,
New Delhi - 110049

Place : New Delhi
Date : 30.08.2025

Explanatory Statement

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

The following statements sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No 4: Appointment of M/s GR Gupta & Associates, Practicing Company Secretary, as Secretarial Auditors of the Company Pursuant to the recent amendment to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), effective from April 1, 2025, the appointment of Secretarial Auditors is now required to be approved by the shareholders at the Annual General Meeting (AGM). Under the amended regulations, an individual Company Secretary in Practice may be appointed for a maximum of one term of five consecutive years, while a Firm of Company Secretaries in Practice may serve for up to two terms of five consecutive years each. Prior association before March 31, 2025, shall not be counted towards these terms. GR Gupta & Associates, Company Secretaries led by Mr. Govind Ram Gupta (FCS No.: 8733; COP No.: 8554), has been serving as the Secretarial Auditors of the Company from 2024-25. The firm is peer-reviewed (Certificate No.: 6200/2024) and holds valid certification from the Institute of Company Secretaries of India. GR GUPTA & ASSOCIATES, with over 15 years of post qualification experience, specialises in secretarial audits, due diligence, and certifications under the Companies Act, 2013 and SEBI LODR. M/s GR GUPTA & ASSOCIATES meets all eligibility and independence criteria and has consented to act as the Secretarial Auditors in accordance with Section 204 of the Companies Act, 2013 and Regulation 24A of SEBI LODR. The Board of Directors, at its meeting based on the recommendation of the Audit Committee, approved the appointment of M/s. GR GUPTA & ASSOCIATES as the Secretarial Auditor for a term of five consecutive years commencing from April 1, 2025. It is proposed that the remuneration to be paid to the Secretarial Auditors for issuing the Secretarial Audit Report and other reports, certificates or opinions, and for other prescribed services rendered, shall be determined from time to time, by the Board based on the recommendation of the Audit Committee.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested (financially or otherwise) in the Resolution as set out in Item No. 4 of the Notice. The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for the approval of the Members. The consent letter and eligibility certificate of M/s.GR GUPTA & ASSOCIATES will be available for inspection by the Members at the registered Office of the Company between 10:00 a.m. and 5:00 p.m. on all working days up to and including the date of the AGM.

The Board recommends resolutions under Item No. 4 for adoption and to be passed as an ordinary resolution.

For Hindustan Agrigenetics Limited

PRITAM KAPUR
Director DIN-
00461538
C-63, South Ext., Part II,
New Delhi - 110049

Place : New Delhi
Date : 30.08.2025

Directors' Report

Dear Members,

Your Directors have pleasure in presenting the 35th ANNUAL REPORT on the business and operations of your Company along with the Audited annual Accounts for the financial year ended on 31st March, 2025.

1. **Financial Summary/Highlights**

The Financial of the Company as on 31st March, 2025 is as under:-

(Rs Lakhs)

	Current Year As on 31.3.2025	Previous Year As on 31.3.2024
Receipts/Income	83.70	103.31
Profit before Taxes	(31.10)	60.59
Less Current Tax	---	---
Less Mat credit Reversed	---	---
Less Deferred Tax	(0.27)	13.64
Profit/ (Loss) after Taxes	(30.50)	46.94
Share Capital	440.02	440.02

2. **Transfer To Reserves**

During the year under review, no amount has been transferred to reserves.

3. **Dividend**

The Board of Directors of your Company do not recommend the declaration of any Dividend for the financial year.

4. **State of Company's Affairs**

On annual basis, revenue from operations for the financial year 2024-25 at Rs. 7.71 lakhs was slightly higher than last year (Rs. 7.20 lakhs in 2023-24).

5. **Change in the nature of Business**

During the year, the Company continues to engage in the business of Hybrid seeds, Tissue culture, Floriculture and no significant changes have taken place, during the year, in the nature of business carried on by the Company.

Share Capital

The Authorized Share Capital of the Company as on March 31, 2025 was Rs 10,00,00,000/- divided into 1,00,00,000 shares of Rs 10/- each.

The Paid up Share Capital of the Company as on March 31, 2025 was Rs 4,40,02,000/- divided into 44,00,200 shares of Rs 10/- each.

During the year, the authorized share capital was increased from Rs 5,00,00,000/- to Rs 10,00,00,000/-.

6. **Subsidiaries, Joint Ventures or Associate Companies**

The Company does not have any Subsidiary, Joint Venture or an Associate Company. During the year, no Company have become or ceased to be a subsidiary, joint venture or associate of the Company. Therefore, the provisions relating to performance reports of Subsidiary, Joint Venture or an Associate Company, as required under Rule 8(1) of the Companies (Accounts) Rules, 2014, are not applicable to the Company.

7. **Adequate Internal Financial Control with reference to Financial Statements**

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2024-25.

8. **Order of Authority**

As specified in Rule 8 (vii) of Companies (Accounts) Rules, 2014, no significant and material orders have been passed by any regulators or courts or tribunals etc which have the impact on the going concern status and Company's operations in future.

9. INFORMATION UNDER SECTION 197 READ WITH RULE 5 OF COMPANIES (APPOINTMENT AND REMUNERATION), RULES, 2014 WITH RESPECT TO REMUNERATION

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

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

Non – Executive Directors	Ratio to median remuneration
Ms. Mannu Kohli	NA
Mr. Pranav Kapur	NA
Mr. Sunny Srivastava	NA
Mr. Naren Parsai	NA
Mr. Ravi Shankar Kolathur	NA

Executive Directors	Ratio to median remuneration
Mr. Pranav Kapur	NA
Ms. Chandni Kapur	Nil

(b) The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
None	NA

(c) The percentage increase in the median remuneration of employees in the financial year : NIL

(d) The number of permanent employees on the rolls of Company : Two

(e) The explanation on the relationship between average increase in remuneration and company performance : NA

(f) Comparison of the remuneration of Key Managerial Personnel against the performance of the Company:

Aggregate remuneration of Key Managerial Personnel (KMP) in FY 2024-25	2.16 Lakhs
Total Revenue	83.70 Lakhs
Remuneration of KMPs (as % of total revenue)	2.58%
Profit Before Tax (PBT)	(30.77) Lakhs
Remuneration of KMP (as % of PBT)	(7.02%)

(g) Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year:

Particulars	March 31, 2025	March 31, 2024	% change
Market Capitalisation	Rs. 440 Lakhs	Rs. 440 Lakhs	Nil
Price Earnings ratio	Rs 67.15/share	Rs 51.10/share	31.40%

(h) Percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer :

Particulars	March 31, 2025	(Public issue Price)	% change
Market Price (BSE)	67.15	10.00	670%

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

(j) Comparison of each remuneration of the key managerial personnel against the performance

Particulars	Pritam Kapur Executive Director	Chandni Kapur Chief Financial Officer	Neha Mittal Company Secretary
Remuneration in FY 2024-25 (Rs Lakhs)	NIL	NA	Rs. 2.16 Lakhs
Total Revenue (Rs Lakhs)	Rs. 83.70 Lakhs		
Remuneration as % of Revenue	NA	NA	2.58%
Profit before tax (PBT) (Rs Lakhs)	Rs. (31.10) Lakhs		
Remuneration as % of PBT	NA	NA	(7.02%)

(k) The key parameters for any variable component of remuneration availed by the directors: None.

(l) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: None.

(m) Affirmation that the remuneration is as per the remuneration policy of the Company: NA

- The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:
- No person, employed throughout the financial year, was in receipt of remuneration for that year of Rs. 102,00,000/- or more, nor was any of them, employed for a part of the financial year, was in receipt of remuneration of Rs. 8,50,000/- or more per month during any part of the year under consideration. Thus, the provisions of Rule 5(2) of Companies (Appointment and Remuneration) Rules, 2014 are not applicable.

10. Directors

a. Change in the Directors/ Key Managerial Person

During the financial year, Mr. RAVI SHANKAR KOLATHUR (DIN: 03595161) was appointed as non executive Independent Director on the Board of Directors of the Company.

In pursuance of the provisions of Section 152 of the Act, Mr. Pritam Kapur, retires at the forthcoming Annual General Meeting and being eligible offer himself for reappointment.

The Board of Directors recommends for the reappointment of Mr. Pritam Kapur at the forthcoming Annual General Meeting.

Mr.Pranav Kapur,also retires by rotation at this AGM but has expresses his inability to offer himself for reappointment due to his other commitments.The Board places on record their appreciation for the guidance provided by Mr.Pranav Kapur during his tenure as a director and also as Chairman.

The present Composition of the Board of Directors and Key Managerial Personnel is as on 31.03.2025 as follows:

Mr. Pranav Kapur, Chairman

Mr. Pritam Kapur, Director

Ms. Chandni Kapur, Director and Chief Financial Officer

Ms. Mannu Kohli, Director

Mr. Sunny Srivastava, Independent Director

Mr. Naren Parsai, Independent Director

Mr. Ravi Shankar Kolathur, Independent Director

Ms. Neha Mittal, Company Secretary & Compliance Officer

b. Declaration of Independence

As per the Section 149(7) of the Act, the Board of Directors have received a Declaration of Independence from each of the Independent Director(s) to the effect that he/she meets the criteria of independence as provided in Section 149(6).

c. Formal Annual Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (“SEBI”) under Regulation 17 of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (“Regulation 17”). The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc. The Board and the Nomination and Remuneration Committee (“NRC”) reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

11. Committees of the Board and Vigil Mechanism

The details pertaining to composition of Various Committees as prescribed in the Companies Act, 2013 are included in the Corporate Governance Report which forms part of this report.

12. Vigil Mechanism

The Company has neither expected the public deposits nor borrowed money from banks and public financial institutions in excess of fifty crore rupees. Therefore, the Company is not required to establish a Vigil Mechanism in pursuance of Section 177(9) of the Act.

13. Number of Board and Committee Meetings

During the year under review, 6 (*Six*) meetings of the Board of Directors of the Company were held. For details on the Board and Committee meetings, please refer to the Corporate Governance report, which forms part of this report.

14. Statutory Auditors

M/s Anant Rao & Mallik, Chartered Accountants were appointed as statutory auditors of the Company in the 34th Annual General Meeting held on 24th September 2024 for five financial years from the date of that Meeting to till 39th Annual General Meeting.

15. Auditors' Report and its Explanation

The comments made by the Auditors in their report have been duly explained in the attached Notes to Accounts and do not require any further explanation.

16. Secretarial Auditors and Secretarial Audit Report

As per the provisions of Section 204 of the Act, the Board of Directors of the Company appointed M/s. GR Gupta & Associates, Company Secretaries to conduct the Secretarial audit of the Company for the year 2024-25.

M/s. GR Gupta & Associates, Company Secretaries conducted the Secretarial Audit and have submitted their Report to the Board of Directors, which is annexed to and forms part and parcel of this report. The comments made by the Auditors in their report are self explanatory and do not require any further explanation.

17. Inter - Corporate Loans, Guarantee's and Investments

There were no outstanding loans or investments or guarantees covered under the provisions of Section 186 of the Act.

18. Related Party Transactions

During the year under review, the Company has not entered into any contract or arrangement with any Related Party. Therefore, the provisions of Section 134(3)(h) read with Rule 8 of the Companies (Accounts) Rules, 2014 requiring justification entering into such contract and arrangement and other details in specified form AOC-2 are not applicable.

19. Public Deposits

The Company has neither invited or accepted any Public Deposits as per the provisions of the Companies Act, 2013 during the financial year under review neither any such deposits are unpaid or unclaimed during the year. Therefore, the provisions of Rule 8(v) and 8(vi) of the Companies (Accounts) Rules, 2014 are not applicable.

20. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE

The information and details as per the provisions of Rule 8(3) of the Companies (Accounts) Rules, 2014 are as follows:

CONSERVATION OF ENERGY

During the year under review adequate energy conservation measures have been put in place. The officers of the Company are made aware, from time to time, the various methods to conserve energy including the utilizing the alternate sources of energy. No capital investment on energy conversation equipment's was made by the Company during the year under review.

TECHNOLOGY ABSORPTION

The Company, is not engaged into the technology dependent business activities. However, wherever possible, continuous efforts and effective improvements were made during the year for technology absorption in respect of the business being carried on by the Company.

The Company has not imported any technology during the last three years and no expenditure has been incurred on Research & Development.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign exchange spent : NIL

Foreign exchange earned : NIL

21. Corporate Social Responsibility

During the year under review, the Company has been outside the purview of Corporate Social Responsibility.

22. Management Discussion And Analysis

The Company continues to comply with the various listing requirements of the Stock Exchanges.

The management Discussion and Analysis Report for the year under review as stipulated under regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock exchange is presented in a separate section forming part of the annual report.

23. Report On Corporate Governance

As per the applicable SEBI Regulations and Circulars, the Company is not required, at present, to comply with the Corporate Governance provisions.

24. Compliance of Accounting Standards

As per requirements of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 with Stock Exchange and Accounting Standards of The Institute of Chartered Accountants of India, your company has made proper disclosures in financial statements in respect of Consolidated Financial Statements, Related Party Transactions and Deferred Taxation. The Company has duly adopted all the applicable Accounting Standards in pursuance to the provisions of the Companies Act.

25. Directors' Responsibility Statement

Pursuant to the provisions of Section 134(3)(c) of the Companies Act, 2013 the Directors' Responsibility Statement forms part of the Directors' Report. Your Directors give hereunder the Statement relating to the Accounts of the Company that:

1) All the applicable Accounting Standards have been followed in the preparation of the accompanying annual Accounts along with proper explanation relating to material departures;

2) The Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year 31st March, 2025 and of the Profit or Loss of the Company for the said period;

3) The Directors have taken proper and sufficient care 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; and

4) The Directors have prepared the Annual Accounts on a going concern basis.

5) The Directors have laid down internal financial Controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.

6) The Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that system were adequate and operating effectively.

26. **OPEN OFFER:** On 13th January 2025 the Company was informed by Bajaj Capital Securities Limited that a Public Announcement had been made on the same date, on behalf of Rajendra Naniwadekar giving an open offer to the shareholders of the Company under the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 and subsequent amendments thereto. Subsequently the Company was also informed that the Detailed Public Statement in this regard was published on 20.1.2025 and a draft letter of offer was filed with SEBI on 27.1.2025. Subsequently on 20.8 2025, the company has been informed by that final letter regarding the open offer has been received from SEBI and the Company has been advised to refer the matter to the committee of Independent Directors constituted on 23.04.2025 to consider the open offer for its recommendation. Accordingly, the matter has been referred to the said committee.

27. **Acknowledgement**

Your directors place on records their sincere thanks to all concerned agencies for their continued co-operation extended to the Company.

On behalf of the Board of Directors

For **HINDUSTAN AGRIGENETICS LIMITED**

Pritam Kapur	**Pranav Kapur**	**Chandni Kapur**	**Neha Mittal**
Director	Chairman	Director & CFO	Company Secretary
DIN- 00461538	DIN: 00485910	DIN: 07007247	ACS-27477

Place: New Delhi
Date: 30.08.2025

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st March, 2025

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

To,
The Members,
Hindustan Agrigenetics Limited
Regd. Off.: C-1/5, Second Floor, Safdarjung Development Area,
Hauz Khas, New Delhi-110016, India

I was appointed by the Board of Directors of M/s Hindustan Agrigenetics Limited to conduct the Secretarial Audit of the Company for the financial year ended on 31st March, 2025.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Hindustan Agrigenetics Limited (hereinafter called "the Company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of Hindustan Agrigenetics Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion and subject to my observations mentioned later in this report, the Company has, during the audit period covering the financial year ended on 31st March, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place, to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s Hindustan Agrigenetics Limited for the financial year ended on 31st March, 2025 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – Not Applicable as the Company did not have any foreign investments during the financial year under review.

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

(a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

(c) SEBI (Prohibition of Insider Trading) Regulations, 2015;

(d) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 – Not Applicable as the Company did not issue any security during the financial year under review.

(e) SEBI (Depositories and Participants) Regulations, 2018.

(f) SEBI (Registrar to an Issue and Share Transfer Agents) Regulations, 1993

(g) Other SEBI Regulations as applicable.

(v) Other laws as applicable – Except small manufacturing activities, the Company has been non-operative during the financial year.

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

(a) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General Meetings

(b) The Listing Agreement entered into by the Company with BSE Limited.

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

1. The Company has not published newspaper notices/results etc. as required under the Listing Agreement including but not limited to quarterly/annual Financial Results, notices of Board Meetings, Book closure notices etc.
2. The Company has failed to comply the timely intimation and outcome of Board meetings to the Exchange in few occasions.

I further report that:

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

(b) Adequate notice of at least seven days is generally given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least three days in advance and an informal system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

I further report that during the audit period no specific event/actions took place having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For **GR GUPTA & ASSOCIATES**
Company Secretaries

Place: New Delhi
Date: 18.08.2025

Govind Ram Gupta, Prop.
FCS No : 8733
CP No : 8554
Peer Review Certificate No. 6200/2024
UDIN: F008733G001024858

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

Annexure A

To,
The Members,
Hindustan Agrigenetics Limited
Regd. Off.: C-1/5, Second Floor, Safdarjung Development Area,
Hauz Khas, New Delhi-110016, India

My Secretarial Audit Report for the financial Year ended March 31, 2025 of even date is to be read along with this letter.

1. Maintenance of Secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these Secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices | followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **GR GUPTA & ASSOCIATES**
Company Secretaries

Place: New Delhi
Date: 18.08.2025

Govind Ram Gupta, Prop.
FCS No : 8733
CP No : 8554
Peer Review Certificate No. 6200/2024
UDIN: F008733G001024858

Annexure-I to the Director’s Report

Management Discussion and Analysis

a. Macro Economic Overview
During the year under review, inflation continued to be an area of concern and the real earnings of the farmers and other rural population continued to be under pressure. This resulted in their having to cut back on their expenses, particularly the input expenses for their agriculture.

b. Industry Structure and Developments
The seed business of the country continues to be very competitive. However, many industry leaders who were major producers of GM seeds are facing pressure as the pests seem to have developed resistance to the bt genes transferred in the seeds. Further, due to a drop in the prices of cotton, the farmers are going slow on sowings of cotton and overall area of cotton is expected to reduce. The government has expressed its concern to the seed industry to ensure quality of seeds in the wake of news of suicides by farmers.

c. Opportunities and Threats
The entry barriers to the seed business have become high as the market is now dominated by propriety brands of seeds and technology of public bred seeds is unable to compete. Development of genetically modified seeds continue to face opposition from the environmental groups and several scientists as well. On the other hand, with competition intensifying there may be new opportunities in the business of providing services such as extension services to large players.

d. Business opportunities under examination
In view of the high technology barriers for entry in seed industry, your company has been examining other opportunities in the agriculture space. A possible area under examination is trading of seeds on the internet by using warehouse receipts as trading note. Other business opportunities are also under examination.

e. Resources and liquidity
The company has invested its liquid resources mostly in debt based Mutual Funds with a view to use the income so earned to meet the day to day expenses of the company. In addition, to keep the R&D farms in good order, the land is being used for production of seeds and selling them in the nearby market.

f. Risks and concerns
The main risk of seed business continues to be the dependence of business on monsoon. Lack or excess of rainfall has the effect of changing the sowing pattern and crops sown with an immediate impact on seed demand. This can result in shortages or in carry over, both of which have an impact on the business.

g. Internal Control Systems and Adequacy

The Company has adequate internal control procedures commensurate with its size and nature of the business. These business control procedures ensure deficient use and protection of the resources and compliance with the policies, procedures and statutes.

h. Human Resources

The company currently has only two employee and the executive director of the Company is looking after the various statutory and other requirements as also looking at the possibilities of starting the business once again. However in view of reverses suffered in the past it is proposed to be cautious in undertaking any new venture.

i. Future outlook

As mentioned earlier, the business is quite dependent on monsoon and its progress. At the time of writing this review. Due to climate change there are report of flooding and heavy rains in various part of the Company. It remains to be seem as to the impact of this rains in our major selling areas. Besides these as abnormality, the monsoon is expected to be normal.

On behalf of the Board of Directors

For **HINDUSTAN AGRIGENETICS LIMITED**

Pritam Kapur	**Pranav Kapur**	**Chandni Kapur**	**Neha Mittal**
Director	Chairman	Director & CFO	Company Secretary
DIN- 00461538	DIN: 00485910	DIN: 07007247	ACS-27477

Place: New Delhi
Date: 30.08.2025

Annexure-II to the Director's report

Report on Corporate Governance

Your Company has always believed in the principle of good Corporate Governance with a view to enhance stakeholder value, improved growth, achievement of goals etc. and therefore it has committed itself to attain highest levels of transparency. For this purpose certain measures have been adopted in line with the provisions of listing agreement.

1. Board of Directors

The Composition of the Board during the year 31.03.2025 is follows:

Director	Number
Non Executive	5
Executive	2
Total	7

The constitution of the Board is as given below:

Director	ED/ NE/ IND	No. of Outside Directorship	No. of Board Meeting attended	Whether attended last AGM	No. of Committee Memberships	
					Member	Chairman
Mr. Pritam Kapur	ED	1	6	Y	2	0
Mr. Pranav Kapur	NE	7	6	Y	0	2
Ms. Chandni Kapur	ED	0	6	Y	0	0
Ms. Mannu Kohli	NE	0	6	Y	1	1
Mr. Sunny Srivastava	NE & IND	0	6	Y	2	0
Mr. Naren Parsai	NE & IND	0	6	Y	1	0
Mr. Ravi Shankar Kolathur	NE & IND	7	0	Y	0	0

Notes:

i) NE – Non Executive

ii) IND – Independent

iii) ED – Executive Director

iv) While calculating number of outside directorships, directorships held in foreign companies, private companies and alternate directorships are excluded.

2. Committees

i) Audit Committee

During the year ended March 31, 2025, four meetings of the Audit Committee were held. The said meetings were held on 30.05.2024, 01.08.2024, 14.11.2024 and 14.02.2025.

The constitution of the Audit Committee as given below:

1. Ms. Mannu Kohli : Member and Chairman (Director)
2. Mr. Sunny Srivastava : Member (Independent Director)
3. Mr. Pritam Kapur : Member (Director)

Terms of reference of the Audit Committee are as per section 177 of the Companies Act, 2013 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Stock Exchange.

ii) Stakeholders Relationship Committee

As per the provisions of the Companies Act, the Board has formed a Stakeholders Relationship Committee' in place of 'Investor Grievance Committee which shall consider and resolve the grievances of security holders of the Company.

During the year ended on 31st March, 2025 Two (2) Meeting held on 01.08.2024 and 17.01.2025.

The following are the members of the committee:-

1. Mr. Pranav Kapur : Member and Chairman (Non-Independent Director)
2. Mr. Pritam Kapur : Member (Director)
3. Mr. Naren Parsai : Member (Independent Director)

There have been no complaints that have not been resolved to the satisfaction of the shareholders.

iii) Nomination and Remuneration Committee

During the year ended on 31st March, 2025 One (1) Meeting held on 29.08.2024.

The following are the members of the committee:

1. Mr. Pranav Kapur : Member and Chairman (Non-Independent Director)
2. Ms. Mannu Kohli : Member (Director)
3. Mr. Sunny Srivastava : Member (Independent Director)

The responsibilities of the Committee shall be :-

1. Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommended to the Board their appointment and removal and shall carry out evaluation of every director's performance.

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

3. **Remuneration of Directors**

Details of remuneration paid to Directors are given below:

Director	Loans and Advances from the Company	Remuneration paid during 2024-25 (Rs.)			
		Sitting Fee	Salary	Comm.	Total
Mr. Pritam Kapur	---	Nil	Nil	Nil	Nil
Mr. Pranav Kapur	---	Nil	Nil	Nil	Nil
Ms. Mannu Kohli	---	Nil	Nil	Nil	Nil
Ms. Chandni Kapur	---	Nil	Nil	Nil	Nil
Mr. Sunny Srivastava	---	Nil	Nil	Nil	Nil
Mr. Naren Parsai	---	Nil	Nil	Nil	Nil
Mr. Ravi Shankar Kolathur	---	Nil	Nil	Nil	Nil

4. **BOARD MEETINGS & ATTENDANCE AT BOARD MEETINGS & ANNUAL GENERAL MEETING**

The Board of the company met six times during the year 2024-25. The said meetings were held on 30.05.2024, 01.08.2024, 29.08.2024, 14.11.2024, 17.01.2025 and 14.02.2025.

The company placed before the Board the performance of Company, minutes of the meetings of various committees of the Board from time to time. Information regarding material developments in external environment is also placed before the Board as and when the same takes place. Two directors were present at the last Annual General Meeting.

5. **Management Discussions and Analysis Report**

The Management discussion and Analysis report for the year ended March 31, 2025 is published separately in this Annual Report.

6. **Disclosures**

a) No transaction of material nature is entered into by the Company with Promoters, Directors or Management, or their relatives etc., except for transaction of a routine nature as disclosed in the notes on accounts, which may have an adverse effect on the Company’s business. There are no pecuniary transactions with the independent/ non-executive directors other than the payment of remuneration disclosed in point no. 3 above.

b) During the last three years there were no strictures or penalties imposed by either Securities and Exchange Board of India (SEBI) or the Stock Exchanges or any Statutory Authority for non-Compliance of any matter related to the capital markets.

7. **Notes on Directors Appointment / Re-Appointment**

Relevant details form part of the Director's Report/Notice of the Annual General Meeting.

8. **Share Transfers**

SEBI has recently amended relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to disallow listed companies from accepting request for transfer of securities which are held in physical form, with effect from April 1, 2019. The shareholders who continue to hold shares and other types of securities of listed companies in physical form even after this date, will not be able to lodge the shares with company / its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the listed companies / their RTAs.

All the Share holders who are holding shares in physical form may open a demat account and submit request for dematerialization of their shares in order to protect the liquidity of the shares. The Company has got its Shares admitted with CDSL and NSDL for providing the Shareholders facility of converting the shares from physical mode to demat. The Company has the ISIN number INE092301014. Members having demat account with CDSL or NSDL may contact their respective depository participants for converting the shares from physical mode to demat.

Share transfers/transmission approved by the Committee are placed before the Board from time to time and transfers authorized are affected immediately.

Shareholders' Information

1. Annual General Meeting

Date and Time : Saturday, 27th september, 2025 at 11.00 A.M.

Via : Video Conference or Other Audio-Visual Means

2. Details of Last 3 AGMs

Year	Location	Date	Time
2021-22	806, Meghdoot, 94, 94, Nehru Place, New Delhi – 110019	30.09.2022	11.00 A.M.
2022-23	Paharpur conference room Amaltas, 6th Floor	30.09.2023	11.00 A.M.
2023-24	Video Conference or Other Audio –Visual Means	24.09.2024	11.00 A.M.

3. Registered Office : C-1/5, Second Floor, Safdarjung Development Area, Hauz Khas, New Delhi-110016, India

4. Corporate Office : C-63, South Extension Part- II, New Delhi-110019

5. Share Transfer System

A Committee of Directors is authorized to approve transfer of shares and the said Committee approves transfer of shares. If the transfer documents are in order, the transfer of shares is registered within 15 working days of receipt of transfer documents.

SEBI has recently amended relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to disallow listed companies from accepting request for transfer of securities which are held in physical form, with effect from April 1, 2019. The shareholders who continue to hold shares and other types of securities of listed companies in physical form even after this date, will not be able to lodge the shares with company / its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the listed companies / their RTAs.

All the Share holders who are holding shares in physical form may open a demat account and submit request for dematerialization of their shares in order to protect the liquidity of the shares.

The Company has got its Shares admitted with NSDL for providing the Shareholders facility of converting the shares from physical mode to demat. The Company has the ISIN number INE092301014. Members wishing to have their shares dematted should quote the number as above. Members having demat account with NSDL may contact their respective depository participants for converting the shares from physical mode to demat. The Company has also applied to CDSL for obtaining demat facility from them and the application in this regard is pending. Members having demat account with CDSL may wait for further communication by the Company in this regard.

Registrars & Share Transfer Agents:

KFin Technologies Limited.
Financial District, Nanakramguda, Serilingampally, Hyderabad,
Rangareddi, Telangana-500032, India
Tel. 040-67162222

6. Distribution of shareholding as on 31st March 2025.

Range	Shareholder		Shares	
Shareholding of nominal value of Rs. 10	Number	% to total holders	No. of Shares	% to Total
Up to-5000	7412	99.28	1476917	33.56
5001-10000	22	0.29	152530	3.47
10001-20000	12	0.16	176716	4.02
20001-30000	5	0.07	132754	3.02
30001-40000	3	0.04	97073	2.21
40001-50000	4	0.05	184309	4.19
50001-100000	4	0.05	240255	5.46
100000 & Above	4	0.05	1939646	44.08
Total	7466	100.00	4400200	100.00

7. Share holding Pattern of the Company as on 31st March, 2025

	Category	No. of Shares held	% of shareholding
(A)	Shareholding of Promoter and Promoter Group		
	Indian Promoters	361000	8.20
	Foreign Promoters	-	-
(B)	Public Shareholding		
(a)	Financial Institutions/Banks/ Mutual Funds/FII’s	66200	1.51
(b)	Bodies Corporate	136957	3.11

	Category	No. of Shares held	% of shareholding
(c)	Individuals holding nominal share capital up to Rs.2 lakh	1729190	39.30
(d)	Individuals holding nominal share capital in excess of Rs.2 lakh	1556810	35.38
	Total Public Shareholding	4039200	91.80
	Total(A)+(B)	4400200	100.00

The Company has got its Shares admitted with NSDL for providing the Shareholders facility of converting the shares from physical mode to demat. The Company has received the ISIN number INE092301014. Members wishing to have their shares demated should quote the number as above. The Company has received the ISIN number INE092301014. Members having demat account with NSDL may contact their respective depository participants for converting the shares from physical mode to demat. The Company has also applied to CDSL for obtaining demat facility from them and the application in this regard is pending. Members having demat account with CDSL may wait for further communication by the Company in this regard. Status of Dematerialization as on March 31, 2025:

Particulars	No. of equity Shares	% to total equity share capital
National Securities Depository Limited	1092659	24.83
Central Depository Services (India)	1365141	31.02
Total Dematerialized	2457800	55.85
Physical	1942400	44.14
Grand Total	4400200	100

8. Script Code : BSE – 519574 (A Group)
ISIN No.- INE092301014

9. Market Price Data: Average monthly High and Low price at BSE
The average monthly high and low price at BSE is as follow during 2024-25: Rs. 67.15/share & Rs. 51.10/share

10. CEO and CFO Certification

The Director of the Company give quarterly certification on Financial Results while placing Financial Results before the Board in terms of Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and

Disclosure Requirements) Regulations, 2015. The Director has also given certificate on CEO and CFO Certification for the year ended 31st March 2025 and the same is attached with the Annual Report.

11. Nomination Facility:

Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to submit to the Company the prescribed Form for this purpose.

For **HINDUSTAN AGRIGENETICS LIMITED**

Pritam Kapur	**Pranav Kapur**	**Chandni Kapur**	**Neha Mittal**
Director	Chairman	Director & CFO	Company Secretary
DIN- 00461538	DIN: 00485910	DIN: 07007247	ACS-27477

Place: New Delhi
Date: 30.08.2025

CEO Certification

Pursuant to the provisions of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 with BSE, I Pritam Kapur, Director of Hindustan Agrigenetics Ltd. hereby certify to the Board that:

a) I have reviewed the financial statements and cash flow statement for the year and that to the best of my knowledge and belief

   i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii) These statements together present a true and fair view of the Company's affair and are in compliance with existing Accounting Standards, applicable laws and regulations.

b) To the best of our knowledge and belief, no transactions entered into by the Company during the year 2024-25 which are fraudulent, illegal or violative of the Company's code of conduct.

c) I accept responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of internal control system of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

d) They have indicated to the auditors and the Audit Committee

   i) There has not been any significant change in internal control over financial reporting during the year under reference;

   ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and

   iii) I am not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting

Place: New Delhi
Date: 24.08.2025

Pritam Kapur, Director
DIN-00461538
Address – C-63, South Ext
Part II, New Delhi – 110049

INDIA
Since 1983

ANANT RAO & MALLIK
Chartered Accountants

B-409 / 410, Kushal Towers, Khairatabad, Hyderabad-500004. Phone : 040-23320286 E-mail : armcas@gmail.com

INDEPENDENT AUDITORS' REPORT

The Members
HINDUSTAN AGRIGENETICS LIMITED
New Delhi

Report on the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying Standalone Ind AS Financial Statements of **HINDUSTAN AGRIGENETICS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2025, Statement of Profit & Loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and 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 Standalone Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS,

a) in the case of Balance Sheet of the State of affairs of the Company as at 31st March, 2025 ;
b) In the case of Statement of Profit & Loss (including other comprehensive Income), of the Loss for the year ended on that date.
c) In the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.
d) In the case of Statement of Changes in Equity 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 Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Ind AS Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report :

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Sl No	Key Audit Matter	Auditor's Response
1	**Fair Value measurement of investments in Equity Shares, Mutual Funds, etc.** During the year, the company had made some investments in listed Equity Shares for trading purposes. There were some investments in Mutual Funds, etc. from earlier years. These investments have to be fairly valued as per the provisions of Ind AS.	Our audit procedures to assess the reasonableness of fair valuation of listed equity investments, mutual funds, etc. included the following : a) Reviewed the listed Equity Shares transactions with brokers statements which included contract notes, holding statements and ledger accounts. b) Reviewed the Mutual Funds transactions with brokers statements which included redemption transactions, holding statements, etc. c) The listed Equity Shares valuation as at the year end were reviewed with the closing rates and the accounting of MTM gains / losses. d) The Mutual Fund investments valuation as at the year end were reviewed with the closing NAV and the accounting of MTM gains / losses. Our procedures did not identify any material exceptions.

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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Auditor's Responsibility for the Audit of Standalone Ind AS Financial Statements

Our responsibility is to express an opinion on these Standalone Ind AS Financial Statements based on our audit.
We have taken into account the provisions of the Act, the Indian accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the Standalone Ind AS Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Standalone Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Standalone Ind AS Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Ind AS Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Standalone Ind AS Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors as well as evaluating the overall presentation of the Standalone Ind AS Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Ind AS Financial Statements.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 issued by the Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we enclose in the "Annexure A", hereto a statement on the matters specified in paragraphs 3 and 4 of the said Order.

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

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

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

   iii) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

   iv) In our opinion, the aforesaid Standalone Ind AS Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   v) On the basis of the written representations received from the Directors as on 31st March, 2025 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2025 from being appointed as a Director in terms of Section 164 (2) of the Act.

   vi) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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vii) 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 :

a) Provision relating to Impact of pending litigations on its financial position in its Financial Statements – NIL ;

b) Provision relating to Material Foreseeable Losses on Long-Term Contracts – Not Applicable. The company neither entered into any derivative contract during the year nor have any outstanding derivative contract at the year end.

c) The provision relating to transferring any amounts to the Investor Education and Protection Fund is not applicable to the company during the year.

d) Based on our audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the various matters mentioned in `Disclosures of other Statutory Information' annexed to the Notes to accounts, contain any material mis-statement.

e) The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

f) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 and Reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 – Based on our examination, which included test checks, we state that the accounting software used for maintaining books of account does not have a feature of recording audit trail (edit log) facility for the Financial year 2024-25.

For ANANT RAO & MALLIK
Chartered Accountants
Firm Regn. No. 006266S

ANANT RAO & MALLIK
Hyderabad
Chartered Accountants

V. ANANT RAO
Partner
M. No. : 022644
Date : 30-05-2025
UDIN : 25022644BMJUSN8198

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"ANNEXURE - A" to the Auditor's Report

Statement referred to in our report of even date to the members of **HINDUSTAN AGRIGENETICS LIMITED** on the Standalone Ind AS Financial Statements for the year ended 31st March, 2025 :

(i) With respect to its Property, Plant and Equipment :

a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment which needs to be updated.
The Company has maintained proper records showing full particulars of Intangible Assets which comprise Tally Accounting Software.

b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have physically verified by the management, at random, during the year and no material discrepancies were noticed on such verification.

c) According to the information and explanations given to us and on the basis of our Examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

d) The Company has not revalued its Property, Plant and Equipment and the 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, no proceedings have been initiated or are pending against the company under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(ii) The company does not have any inventories. Hence, the clause 3(ii) of the said Order is not applicable to the company.

(iii) According to the information and explanations given to us and based on the audit procedures performed, the Company has made investments in, Companies and granted secured advances in Nature of Loans to other parties. The details of such investments and loans are as follows:

a) The Company has not provided any loans, advances, guarantees, or securities, as it does not have any subsidiaries, joint ventures, or associates;

b) The details of Loans or Advances provided to Company given to parties other than subsidiaries, joint ventures and associates are as follows:

Particulars	Advances in Nature of Loans
A. Aggregate amount granted /provided during the year:	
Amount Advanced to M/s. Vedavaag Systems Ltd	2,50,00,000
B. Balance outstanding as at balance sheet date in respect of above cases:	
Amount Advanced to M/s. Vedavaag Systems Ltd	2,50,00,000

The details of the advance granted are disclosed in Note-5.

c) In our opinion, the investments made and terms and conditions on which the loans have been granted and guarantees or securities provided are not prejudicial to the Company's interest.

d) In respect of the loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated, and the repayments or receipts are generally regular.

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e) There are no amounts which are overdue for more than ninety days in respect of the loans and advances in the nature of loans.

f) No loans or advances in the nature of loans have been renewed or extended or fresh loans granted to settle the overdues of existing loans.

g) The Company has not granted any loans which are repayable on demand or without specifying any terms or period of repayment.

(iv) In our opinion and according to the information and explanations given to us, company has complied with the provisions of section 185 and Section 186 of Companies Act, 2013, wherever applicable.

(v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

(vi) The Central Government has not prescribed maintenance of Cost Records under sub – section (1) of section 148 of the Companies Act, 2013.

(vii) With respect to Statutory Dues :

a) According to the information and explanations given to us, and the records of the company examined by us, the company is generally regular in depositing the undisputed Statutory Dues including the Income Tax, GST, Duty of Customs, Cess or other material statutory dues as applicable to it, with the appropriate authorities and there were no undisputed statutory dues outstanding as at 31-03-2025 for a period exceeding six months from the date they became payable. We are informed that the provisions of Employees Provident Fund and Employees State Insurance Acts are not yet applicable to the Company.

b) According to the information and explanations given to us, and the records examined by us, the company is not having any disputed liabilities relating to statutory dues as mentioned in clause (a) above as at the year end.

(viii) On the basis of our examination of records and according to the information and explanations given to us, the Company does not have any transactions which are referred to in clause 3(viii) of the said Order.

(ix) According to the information and explanations given to us and the records examined by us, the company has not availed any loans or other borrowings from banks / financial institutions. Hence, the provisions of clause 3(ix) of the said Order are not applicable.

(x) (a) On the basis of our examination of records and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer / further public offer (including debt instruments) during the year.

(b) On the basis of our examination of records and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures during the year.

(xi) In our opinion and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers / employees has been noticed or reported during the year that causes the Standalone Ind AS Financial Statements to be materially misstated.

(xii) The Company is not a Nidhi Company. Therefore, clause 3(xii) of the said order is not applicable to the Company.

ANANT RAO & MALLIK Hyderabad Chartered Accountants

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the Standalone Ind AS Financial Statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on or examination of the records of the Company, the company is in the process of setting up an internal audit system commensurate with the size and nature of its business.

(xv) On the basis of our examination of records and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them during the year under the provisions of section 192 of the Act. Therefore, clause 3(xv) of the said order is not applicable to the Company.

(xvi) On the basis of our examination of records and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

(xvii) The Company has incurred cash losses during the in the Financial Year 2024-25 (Rs. 26.91 Lacs) and there were no cash losses in the immediately preceding Financial year 2023-24.

(xviii) There has been a change in the Statutory Auditors during the year as the earlier Statutory Auditors had resigned due to a change in the company management and there were no issues, objections or concerns raised by the outgoing auditors.

(xix) 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 and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is 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) According to the information and explanations given to us and based on our examination of the records of the Company, the company does not have any other than ongoing projects and as such the provisions of clause 3(xx) (a) and (b) of the said order are not applicable to the Company.

(xxi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company does not have any subsidiary companies to which provisions of Companies (Auditor's Report) Order (CARO) is applicable. As such, the provisions of clause 3(xxi) of the said Order is not applicable to the Company.

For ANANT RAO & MALLIK
Chartered Accountants
Firm Regn. No. 006266S

ANANT RAO & MALLIK Hyderabad Chartered Accountants

V. ANANT RAO
Partner
M. No.: 022644
Date : 30-05-2025
UDIN : 25022644BMJUSN8198

ANNEXURE B" TO THE INDEPENDENT AUDITORS

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 **HINDUSTAN AGRIGENETICS LIMITED** ("the Company") as of March 31, 2025 in conjunction with our audit of the Standalone Ind AS 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility :

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 Standalone Ind AS 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 Standalone Ind AS 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 :

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

ANANT RAO & MALLIK
Hyderabad
Chartered Accountants

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

c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Ind AS 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 ANANT RAO & MALLIK
Chartered Accountants
Firm Regn. No. 006266S

ANANT RAO & MALLIK
Hyderabad
Chartered Accountants

V. ANANT RAO
Partner
M. No.: 022644
Date : 30-05-2025
UDIN : 25022644BMJUSN8198

HINDUSTAN AGRIGENETICS LIMITED

CIN NO. L01119DL1990PLC040979

Regd. Office : C-1/5, Second Floor, Safdarjung Development Area, Hauz Khas, South West Delhi, New Delhi - 110016

BALANCE SHEET AS AT 31-03-2025

Particulars	Notes	As at 31-03-2025	As at 31-03-2024
		Rs in Lakhs	Rs in Lakhs
I. ASSETS			
(1) Non-Current Assets :			
(a) Property, Plant and Equipment	2	15.94	19.06
(b) Capital Work In Progress		-	-
(c) Financial Assets :		-	-
(i) Investments		-	-
(d) Deferred Tax Assets (Net)	3	90.13	89.87
(e) Other Non-Current Assets		-	-
Total Non-Current Assets		**106.07**	**108.93**
(2) Current Assets :			
(a) Inventories		-	-
(b) Financial Assets :			
i) Investments	4	364.08	196.85
ii) Loans and Advances	5	250.00	-
iii) Trade Receivables	6	-	-
iv) Cash and Cash Equivalents	7	514.05	947.99
(c) Other Current Assets	8	6.27	21.14
Total Current Assets		1,134.41	1,165.99
Total Assets		**1,240.48**	**1,274.91**
II. EQUITY AND LIABILITIES			
(1) Equity :			
(a) Equity Share capital	9	440.02	440.02
(b) Other Equity	10	762.32	792.83
Total Equity		**1,202.34**	**1,232.85**
(2) Liabilities :			
Non-Current Liabilities :			
(a) Financial Liabilities :		-	-
(i) Others	11	34.71	34.71
(b) Provisions		-	-
Total Non-Current Liabilities		34.71	34.71
Current Liabilities :			
(a) Financial Liabilities :			
i) Short Terms Borrowings		-	-
ii) Trade Payables	12		
a) MSME Enterprises		-	-
b) Others		0.02	0.98
iii) Others		-	-
(b) Other Current Liabilities	13	-	1.54
(c) Provisions	14	3.41	4.85
Total Current Liabilities		3.43	7.36
Total Liabilities		**38.14**	**42.07**
Total Equity & Liabilities		**1,240.48**	**1,274.91**

Significant Accounting Policies
Other notes to the financial statements

FOR AND ON BEHALF 0F BOARD

for ANANT RAO & MALLIK
Chartered Accountants
FRN : 006266S

V ANANT RAO
Partner
Membership No : 022644

Date: 30-05-2025
UDIN : 25022644BMJUSN8198

PRANAV KAPUR
Chairman
DIN : 00485910

PRITAM KAPUR
Director
DIN : 00461538

CHANDNI KAPUR
Director
DIN : 07007247

NEHA MITTAL
Company Secretary
ACS : 27477

HINDUSTAN AGRIGENETICS LIMITED

CIN : L01119DL1990PLC040979

Regd. Office : C-1/5, Second Floor, Safdarjung Development Area, Hauz Khas, South West Delhi, New Delhi - 110016

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31-03-2025

	PARTICULARS	Notes	2024-25	2023-24
			Rs in Lakhs	Rs in Lakhs
I	**Income From Operations :**			
	Revenue from Operations	15	7.71	7.20
	Other Non-Operating Income	16	75.99	96.12
	Total Revenue from Operations (net)		**83.70**	**103.31**
II	**Expenditure :**			
	a) Cost of Materials Consumed	17	4.00	3.69
	b) Purchases of Stock-In-Trade		-	-
	c) Manufacturing & Operating Expenses	18	2.35	2.23
	d) Changes in Inventories		-	-
	e) Employee Benefit Expenses	19	8.82	7.94
	f) Finance Costs	20	1.11	1.50
	g) Depreciation and Amortization expenses	21	3.59	3.69
	h) Other Administrative Expenses	22	94.93	23.68
	Total Expenditure		**114.80**	**42.72**
III	**Profit / (Loss) before exceptional items & taxes**	(I-II)	**(31.10)**	**60.59**
IV	**Exceptional items**		-	-
	- Profit on Sale of Car		0.33	
V	**Profit / (Loss) before Tax**	(III-IV)	**(30.77)**	**60.59**
VI	**Tax Expense :**			
	a. Current Tax		-	-
	b. Mat Credit Entitlement		-	-
	c. Deferred Tax		(0.27)	13.65
VII	**Profit / (Loss) for the year**	(V-VI)	**(30.51)**	**46.94**
VIII	**Earnings per Equity Share :**	20		
	Basic earnings per share		(0.69)	1.07
	Diluted earnings per share		(0.69)	1.07

Significant Accounting Policies 1

The accompanying notes are an integral part of these financial statements 2-25

FOR AND ON BEHALF 0F BOARD

for ANANT RAO & MALLIK
Chartered Accountants
FRN : 006266S

V ANANT RAO
Partner
Membership No : 022644

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HINDUSTAN AGRIGENETICS LIMITED

CIN : L01119DL1990PLC040979

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STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2025

Sno.	Particulars	2024-25	2023-24
		Rs in Lakhs	Rs in Lakhs
A.	**Cash Flow from Operating Activities**		
	Net Profit / (Loss) before Tax	(30.77)	60.59
	Adjustments for:		
	Depreciation	3.59	3.69
	Profit/(loss) on sales of Mutual Funds	(2.40)	(1.27)
	Profit/(loss) on sales of Shares	(4.90)	
	Profit on Sale of Car	(0.33)	
	Revaluation Gains on Financial Assets - Mutual Funds	(10.54)	(35.69)
	Revaluation Loss on Financial Assets - Shares	40.61	
	Finance Cost	1.11	1.50
	Operating Profit before Working Capital Changes	**(3.64)**	**28.82**
	Decrease / (Increase) in Trade Receivables	-	-
	Decrease / (Increase) in Short Term Loans And Advances	-	-
	Decrease / (Increase) in Other Current Assets	14.87	(2.02)
	Increase / (Decrease) in Trade Payables	(0.96)	-
	Increase / (Decrease) in Other Current Liabilities	(1.54)	
	Increase / (Decrease) in Short Term Provisions	(1.43)	(8.28)
	Cash generated from Operating Activities	**7.30**	**18.52**
	Income Tax Paid	-	-
	Net Cash Flow from Operating Activities	**7.30**	**18.52**
B.	**Cash Flow from Investing Activities :**		
	Acquisition of Property, Plant Equipment	(0.78)	(17.76)
	Sale of Property, Plant Equipment	0.60	
	Loan Provided to Vedavaag Systems Ltd	(250.00)	
	Changes in Investments	(189.95)	(75.00)
	Net Cash Flow from Investing Activities	**(440.13)**	**(92.76)**
C.	**Cash Flow from Financing Activities :**		
	Increase / (Decrease) in Long Term Borrowings	-	-
	Equity Shares Issued	-	-
	Decrease in Capital Work-in-Progress	-	-
	Finance Costs	(1.11)	**(1.50)**
	Net Cash Flow from Financing Activities	**(1.11)**	**(1.50)**
	Net Increase/(decrease) in Cash and Cash Equivalents (A+B+C)	(433.94)	(75.74)
	Opening Cash and Cash Equivalents	947.99	1,023.73
	Closing Cash and Cash Equivalents	**514.05**	**947.99**

Notes:

1 The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 (Ind As 3) 'Cash Flow Statements' notified by the Central Govt under Companies (Accounting Standards) Rules, 2006.

2 Previous year figures have been regrouped / rearranged, wherever necessary to conform to the current period classification.

for ANANT RAO & MALLIK
Chartered Accountants
FRN : 006266S

V ANANT RAO
Partner
Membership No : 022644

Date: 30-05-2025
UDIN : 25022644BMJUSN8198

FOR AND ON BEHALF OF BOARD

PRANAV KAPUR
Chairman
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DIN : 00461538

CHANDNI KAPUR
Director
DIN : 07007247

NEHA MITTAL
Company Secretary
ACS : 27477

Note No. 2

PROPERTY, PLANT AND EQUIPMENT :

The Changes in the carrying value of Property, Plant and Equipment for the year ended 31-3-2025 are as follows :

Tangible Assets — Rs in Lakhs; Intangible Assets — Rs in Lakhs

Particulars	AGRI. LAND	Plot Of Land	VEHICLES	Office Equipment	Computers and Peripherals	Total	Computer Software	Total
Rate on WDV	0%	0%	25%		25%		25%	
Gross carrying value As At 01-Apr-24	0.95	3.35	31.59	1.08	3.22	40.19	0.18	0.18
Additions	-	0.78	-	-	-	0.78	-	-
Deletions	-	-	14.24	-	0.04	14.29	-	-
Gross carrying value As At 31-Mar-25	0.95	4.13	17.35	1.08	3.17	26.68	0.18	0.18
Accumulated Depreciation As At 01-Apr-24	-	-	17.50	1.06	2.70	21.26	0.04	0.05
Depreciation	-	-	3.46	-	0.10	3.56	0.03	0.03
Accumulated Depreciation on Deletions	-	-	13.97	-	-	13.97	-	-
Accumulated Depreciation As At 31-Mar-25	-	-	6.98	1.06	2.81	10.85	0.08	0.08
Carrying value as at 01-Apr-24	0.95	3.35	14.09	0.02	0.51	18.93	0.13	0.13
Carrying value as at 31-Mar-25	0.95	4.13	10.37	0.02	0.37	15.84	0.10	0.10

The Changes in the carrying value of Property, Plant and Equipment for the year ended 31-03-2024 are as follows :

Rs in Lakhs

Particulars	AGRI. LAND	Plot Of Land	VEHICLES	Office Equipment	Computers and Peripherals	Total
Gross carrying value As At 01-Apr-23	0.95	3.35	14.24	1.08	2.99	22.61
Additions	-	-	17.35	-	0.23	17.58
Deletions	-	-	-	-	-	-
Gross carrying value As At 31-Mar-24	0.95	3.35	31.59	1.08	3.22	40.19
Accumulated Depreciation As At 01-Apr-23	-	-	13.97	1.05	2.59	17.62
Depreciation	-	-	3.53	0.00	0.11	3.64
Accumulated Depreciation on Deletions	-	-	-	-	-	-
Accumulated Depreciation As At 31-Mar-24	-	-	**17.50**	**1.06**	**2.70**	21.26
Carrying value as at 01-Apr-23	0.95	3.35	0.27	0.03	0.39	4.99
Carrying value as at 31-Mar-24	0.95	3.35	14.09	0.02	0.51	18.93

Rs in Lakhs

Particulars	Computer Software	Total
Gross carrying value As At 01-Apr-23	-	-
Additions	0.18	0.18
Deletions	-	-
Gross carrying value As At 31-Mar-24	0.18	0.18
Accumulated Depreciation As At 01-Apr-23	-	-
Depreciation	0.04	0.04
Accumulated Depreciation on Deletions	-	-
Accumulated Depreciation As At 31-Mar-24	0.04	0.04
Carrying value as at 01-Apr-23	-	-
Carrying value as at 31-Mar-24	0.13	0.13

HINDUSTAN AGRIGENETICS LIMITED
CIN NO. L01119DL1990PLC040979
Regd. Office : C-1/5, Second Floor, Safdarjung Development Area, Hauz Khas,
South West Delhi, New Delhi - 110016

A. NOTES TO THE FINANCIAL STATEMENTS :

3 Deferred Tax Assets (Net) :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
(a) Unabsorbed Depreciation	68.58	68.42
(b) Unabsorbed Losses	14.28	14.28
(c) Long Term Capital Loss	7.01	7.01
(d) Depreciation	0.27	0.16
Net Deferred Tax Assets	**90.13**	**89.87**

4 Investments :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
Non Current Investments :		
- Investment	-	-
Current Investments :		
a) Investments in Mutual Funds (Quoted) (Unrealised Loss accounted on MTM basis)	234.79	171.85
b) Investments in Equity Shares (Quoted) (Unrealised Loss accounted on MTM basis)	104.29	-
c) Investment in NV Spaces and Reality Private Limited (Rs 25,00,000 is invested in two Instruments : Rs. 13.18 Lakhs invested in Equity Shares and Rs. 11.82 Lakhs invested in Compulsory Convertible Debentures recognised under Equity as per Ind AS 32)	25.00	25.00
Total	**364.08**	**196.85**

5 Loans and Advances Given :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
Others :		
a) Amount Advanced to M/s. Vedavaag Systems Ltd (Secured by Pledge of Equity Shares of M/s. Vedavaag Systems Ltd. (Quoted) - not less than 200 % of outstanding amount of Loan Advanced - repayable in 6 months extendable upto 12 months from 01-10-2024 - Interest rate @ 18 % p.a.)	250.00	-
Total	**250.00**	-

6 **Trade Receviables :**

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
- Sundry Debtors	-	-
Total	-	-

As there were no Trade Receivables as on 31-03-2025 and on 31-03-2024, the ageing analysis not furnished.

7 **Cash & Cash Equivalents :**

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
Balances with Banks		
a) In Current Accounts	30.28	22.17
b) Fixed Deposits (With HDFC Bank Ltd. and RBL Bank Ltd.)	479.00	917.00
c) Accured Interest on Fixed Deposits	1.58	3.79
Cash in Hand	3.19	5.03
Total	**514.05**	**947.99**

8 **Other Current Assets :**

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
a) TDS Receivable	5.85	14.05
b) Prepaid Insurance	0.09	0.09
c) Prepaid Expenses	-	3.54
d) Advances to Suppliers	0.06	3.31
e) Interest Receivable on Fixed Deposit	0.28	-
f) Staff Advances	-	0.16
g) Share Appl Money in Refund	-	-
Total	**6.27**	**21.14**

9 **Share Capital :**

9.1 Details of the Authorized, Issued, Subscribed and Paid up share capital have been depicted in the table below :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
SHARE CAPITAL **AUTHORIZED CAPITAL** 100,00,000 Equity Shares of Rs. 10/- each. (Previous year 50,00,000 Equity Shares)	1,000.00	500.00
ISSUED SUBSCRIBED & PAID UP CAPITAL 44,00,200 Equity Shares of Rs. 10/- each, fully paid up (Previous year 44,00,200 Equity Shares)	440.02	440.02
Total	**440.02**	**440.02**

9.2 The Company has only one class of equity shares having a per value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders 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. The distribution will be in proportion to the number of equity shares held by the shareholders.

9.3 During the five reporting periods immediately proceeding the reporting period, no shares have been issued for consideration other than cash.

9.4 **Reconcilation of Number of Shares :**

Reconciliation of number of shares	**31-03-2025** **Rs in Lakhs**	**31-03-2024** **Rs in Lakhs**
Equity Shares :		
Opening balance	44.00	44.00
* Issued during the year	-	-
Closing Balance	44.00	44.00
	44.00	**44.00**

9.5 **Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the company.**

Name of the Shareholders	**31-03-2025**		**31-03-2024**	
	No. of Shares	**% age**	**No. of Shares**	**% age**
M/s Magnum International Trading Ltd.	5,30,000	12.04	5,30,000	12.04
M/s Andhra Pradesh Industrial Development Co.Ltd.	3,71,400	8.44	3,71,400	8.44
Sh. Pritam Kapur	5,46,100	12.41	5,46,100	12.41
Sh. Sumant Kapur	2,23,600	5.08	2,23,600	5.08
Mrs Gulshan B Kasmali	2,94,300	6.69	2,94,300	6.69

9.6 **Disclosure of Shareholding of Promoters : (FY 2024-25) and (FY 2023-24) :**
Details of shares held by promoters at end of the year *

Name of the Promoters at the end of the year	**No. of Shares**	**% age**	**% Change during the year**
Sh Pritam Kapur	5,46,100	12.41	NIL
Sh SVR Rao	26,000	0.59	NIL

11 **Non-Current Liabilities :**

Particulars	**31-03-2025** **Rs in Lakhs**	**31-03-2024** **Rs in Lakhs**
Others :		
- Advance for Sale of Land	34.71	34.71
Total	**34.71**	**34.71**

HINDUSTAN AGRIGENETICS LIMITED

9 **Statement of Changes in Equity for the year ended 31 March 2025**
(All amounts in Indian Rupees in Lakhs , except share data and where otherwise stated)

Equity Share Capital :

Particulars	Balance at the beginning of the reporting period 01-04-2024	Changes in Equity Share Capital during the year	Balance at the end of the reporting period 31-03-2025
44,00,200 Equity Shares of Rs. 10/- each. (Previous year Rs 44,00,200 Equity Shares)	440.02	-	440.02
Previous Year (2023-24) :	**01-04-2023**		**31-03-2024**
44,00,200 Equity Shares of Rs. 10/- each. (Previous year Rs 44,00,200 Equity Shares)	440.02	-	440.02

10 **Other Equity :**

	Revaluation Reserve	Reserves and Surplus	Total
		Surplus/Deficit in Statement of Profit & Loss	
Balance as at April 1, 2023	16.40	729.48	745.88
Profit / (Loss) for the Year	-	46.94	46.94
Other Compressive Income / (Loss)	-	-	-
Balance as at March 31, 2024	16.40	**776.42**	**792.83**
Balance as at April 1, 2024	16.40	776.42	792.83
Profit / (Loss) for the Year	-	(30.51)	(30.51)
Other Compressive Income / (Loss)	-	-	-
Rounding off Difference		-	
Balance as at March 31, 2025	16.40	**745.92**	**762.32**
Total Other Equity	**16.40**	**745.92**	**762.32**

12 **Trade Payables :**

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
TRADE PAYABLES		
Amount Payable to growers/goods etc	0.02	0.98
Payable for Services	-	-
Total	**0.02**	**0.98**

Notes : There is no principal amount and interest is overdue to the micro and small enterprises.
The information have been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the auditors.

Trade Payables due for Payment :

Trade Payables Ageing Schedule : (FY 2024-25)
(As given by Management and not verified by Auditors)

Outstanding for the following periods from the due date of payment	MSME Rs in Lakhs	Others Rs in Lakhs
Less than 1 year	-	0.02
1 - 2 years	-	-
2 - 3 years	-	-
More than 3 years	-	-
Total	-	**0.02**
Outstanding for the following periods from the due date of payment	**Disputed Dues - MSME Rs.**	**Disputed Dues - Others Rs.**
Less than 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More than 3 years	-	-
Total	-	-

Trade Payables Ageing Schedule : (FY 2023-24)
(As given by Management and not verified by Auditors)

Outstanding for the following periods from the due date of payment	MSME Rs in Lakhs	Others Rs in Lakhs
Less than 1 year	-	0.84
1 - 2 years	-	0.14
2 - 3 years	-	-
More than 3 years	-	-
Total	-	**0.98**
Outstanding for the following periods from the due date of payment	**Disputed Dues - MSME Rs.**	**Disputed Dues - Others Rs.**
Less than 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More than 3 years	-	-
Total	-	-

13 Other Current Liabilities :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
a) Share Application Refund Account (Rs. 1,53,692 was outstanding from the time of company's IPO, being the reconcilation difference. Similarly, there was a balance in Share Application Money Refund Bank Account of Rs. 146,792/-. The relevant Bank Account statements were not available. In the absence of the data, both the accounts having debit and credit balances were set-off and the differential amount of Rs. 6,900/- was debited to Sundry Balances written off).	-	1.54
Total	-	**1.54**

14 Provisions :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
Short Term Provisions :		
a) Statutory Dues	0.99	0.79
b) Expenses Payable	2.43	4.06
Total	**3.41**	**4.85**

15 Revenue from Operations :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
a) Sale of Products (Paddy Seeds)	7.71	7.20
	7.71	7.20
Details of Sale of Products		
Seeds	7.71	7.20
	7.71	**7.20**

16 Other Non-Operating Income :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
(a) Interest on Fixed Deposits with Banks	37.52	57.23
(b) Interest Received	-	1.92
(c) Dividend Income	0.08	-
(d) Interest on Investment in NV Spaces & Realty Pvt. Ltd.	1.79	-
(e) Interest on Loan Given to Vedavaag Systems Ltd.	18.75	-
(f) Profit on Sale of Mutual Fund	2.40	1.27
(g) Profit on Sale of Shares	4.90	-
(h) Other Income	0.00	0.00
(i) Gains on Revaluation of Unrealised Investment - MF	10.54	35.69
Total	**75.99**	**96.12**

17 Cost of Material Consumed :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
Opening Inventories		
Add:		
- Purchases	4.00	3.69
Less:		
- Closing Inventories (As Valued and as certified by the Director)	-	-
Total	**4.00**	**3.69**

18 Manufacturing & Operating Expenses :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
(a) Packaging Expenses	0.40	0.38
(b) Other Operating Expenses	1.57	1.49
(c) Freight Outward	0.24	0.22
(d) Quality Control Test	0.15	0.14
Total	**2.35**	**2.23**

19 Employee Benefits Expenses :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
- Salaries to Staff	8.82	7.94
(The company had Part-time Staff as the operations were very minimal. There were no Defined Benefit Plans and as such no provisions for Gratuity and Leave Encashments were made)		
Total	**8.82**	**7.94**

20 Financial Costs :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
(a) Premature Closure of FDs - Charges	1.11	-
(b) Demat Charges	-	1.50
Total	**1.11**	**1.50**

21 Depreciation & Amortised Cost :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
- Depreciation on Tangible Assets	3.59	3.69
Total	**3.59**	**3.69**

22 Other Administrative Expenses :

Particulars	31-03-2025 Rs in Lakhs	31-03-2024 Rs in Lakhs
(a) Car Insurance	0.34	0.25
(b) Business Promotion	0.13	-
(c) Advertisement Expenses	0.54	0.20
(d) Conveyance & Travelling	5.01	3.66
(e) General & Miscellaneous Expenses	0.82	1.83
(f) Printing & Stationary Expenses	2.32	2.08
(g) Books & Periodical Expenses	0.10	0.16
(h) Legal & Professional Expenses	5.69	5.14
(i) Audit Fee	1.77	1.77
(j) Rent , Rates & Taxes	1.71	1.14
(k) Repair & Maintenance	0.43	0.12
(l) Supervision Charges	0.93	0.72
(m) Telephone & Internet Expenses	0.45	0.58
(n) Listing Fee	7.49	3.84
(o) Annual Fee	0.11	0.45
(p) Electricity Charges	0.24	-
(q) AGM Expenses	0.70	-
(r) Stamp Duty	0.01	-
(s) Software Maintenance	0.21	-
(t) Registrar Fees	0.61	-
(u) MCA Filing Fee	4.58	-
(v) Consultancy Fees	5.04	-
(w) NSDL Expenses	0.24	-
(x) Loss on Revaluation of Unrealised Investment - Shares	40.61	-
(y) Postage & Courier Charges	1.02	-
(z) Sundry Balances written off	13.85	-
(aa) Donation Paid	-	0.10
(ab) Vehicle Repair & Maintenance	-	1.47
(ac) Seminar & Conferences Expenses	-	0.19
Total	**94.93**	**23.68**

23 Contingent Liabilities :

FY 2024-25	NIL
FY 2023-24	NIL

24 Earnings Per Share :

Earnings per Shares in calculated by profit attributable to equity shareholders by the weighted average number of equity shares outstanding during the year as under.

	Current Year	Previous Year
(i) Profit/(Loss) for the year Attributable to equity shareholders (in Lakhs)	(30.51)	46.94
(ii) Weighted average number of equity Shareholders during the years (NOS)	44,00,200	44,00,200
(iii) Number of Equity Shares outstanding during the year	44,00,200	44,00,200
(iv) Basic & Diluted Earning per share (Rs.)	(0.69)	1.07
Nominal Value of Shares	10/-	10/-

25 **Segment Reporting**

SEGMENT INFORMATION

(i) Primary Segment

As the company business activiely falls within a single primary business segment viz seeds. The discloure requirement of Indian Accounting Standard No-24- Segment reporting issued by The institute of Chartered Accountants of India are not applicable.

(ii) Secondary Segment

The Company caters only to the needs of Indian Market and accordingly, there are no reportable geographical segment.

26 **Related Party Disclosures :**

As per Annexure

27 Dues to Micro, Small and Medium Enterprises outstanding for more than 45 days as at Balance Sheet date

Current Year	Previous Year
NIL	NIL

28 **Payments to Auditors :**

	2024-25	2023-24
	Rs in Lakhs	Rs in Lakhs
- For Statutory Audit (for Audit & Taxation matters)	1.77	1.77

29 **Disclosure of other Statutory Information :** See Annexure

30 **Analytical Ratios :** See Annexure

31 Deferred Tax has been provided on the timing differences relating to Depreciation.

32 In the opinion of board, all current assets, loans and advances are approximately of the value stated, if realised in ordinary course of the business and in their opinion and to the of their knowledge and belief all known liabilities have been brought to the accounts.

33 All figures mentioned are in Rs Lacs

34 Previous year's figures have been regrouped wherever necessary.

SIGNATURES TO SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

PRANAV KAPUR
Chairman
DIN : 00485910

PRITAM KAPUR
Director
DIN : 00461538

CHANDNI KAPUR
Director
DIN : 07007247

NEHA MITTAL
Company Secretary
ACS : 27477

HINDUSTAN AGRIGENETICS LIMITED
Regd. Office : C-1/5, 2nd Floor, Safdargunj Development Area, Hauz Khas, South West Delhi, New Delhi - 110016
(FY 2024-25)

26 Related Party Disclosures and Transactions for the year ended March 31, 2025

In accordance with the requirment of Ind AS - 24 on Related Party Disclosures, the names of related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by the management are :

A) Names of Related Parties and description of relationship :

i) **Subsidiary Company** NIL

ii) **Associate Company** NIL

iii) **Joint Venture Firm** NIL

iv) **Key Management Personnel :**

Managing Director	Mr. Pritam Kapur
Non-Executive Director	Mr. Pranav Kapur
Executive Director cum CFO	Ms. Chandni Kapur
Company Secretary	Ms. Neha Mittal

v) **Other Directors and Relatives of Key Managerial Personnel :**

a) Mannu Kohli - Non-Executive & Independent Director
b) Sunny Srivastava - Non-Executive & Independent Director
c) Shraddha Srivastava - Spouse of Sunny Srivastava
d) Ravi Shankar Kolathur - Non-Executive & Independent Director
e) Sudha Kolathur - Spouse of Ravi Shankar Kolathur
f) Naren Parsai - Non-Executive & Independent Director
g) Yogita Parsai - Spouse of Naren Parsai
h) Archana Kapur - Spouse of Pritam Kapur, Executive Director
i) Nishant Goyal - Spouse of Chandni Kapur, Executive Director & CFO
j) Sonali Saigal - Spouse of Pranav Kapur, Non-Executive Director

vi) **Enterprises Controlled or significantly influenced by Key Management Personnel or their Close Family Members**

Name	Name of Enterprise controlled / influenced
a) Pritam Kapur	Trak Consolidated Consultants Pvt. Ltd. - Director
b) Chandni Kapur	NIL
c) Pranav Kapur	Elgi Consultants and Hospitality Pvt. Ltd. - Director Hermanos Zubadi Finance Pvt. Ltd. - Director CTC Electricals Pvt. Ltd. - Director Lush Green Buildtech Pvt. Ltd. - Director Mind Game Ventures LLP - Designated Partner Coast Beach Resorts LLP - Designated Partner Jovial Infra Estate Developers LLP - Designated Partner Blue Sky Resorts LLP - Designated Partner Riverside Hospitality LLP - Designated Partner Shinysand Resorts LLP - Designated Partner Upper Lake Resorts LLP - Designated Partner Outshine Villas LLP - Designated Partner LIH India MediCity LLP - Designated Partner Kohlbros Manufacturing Solutions LLP - Designated Partner
d) Mannu Kohli	Sound Village LLP - Designated Partner
e) Ravi Shankar Kolathur	Locuz Transformation Services Pvt. Ltd. - Director Locuz Enterprise Solutions Pvt. Ltd. - Director Cymune Cyber Security Services Pvt. Ltd. - Director R-Consulting Network Pvt. Ltd. - Director PRSV & Co. LLP - Designated Partner Youth 4 Jobs Foundation - Director
f) Naren Parsai	Srishti Westend Greens Farms Pvt. Ltd. - Director

HINDUSTAN AGRIGENETICS LIMITED

Regd. Office : C-1/5, 2nd Floor, Safdargunj Development Area, Hauz Khas, South West Delhi, New Delhi - 110016

(FY 2024-25)

26 b) Related Party Transactions :

Rs. In Lakhs

Particulars	Subsidiary Companies		Associate Companies		Joint Venture Firm		Key Management Personnel and Relatives		Enterprises Controlled or significantly influenced by Key Management Personnel or their close family members	
	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24
Purchases of Goods / Materials	-	-	-	-	-	-	-	-	-	-
Sales of Goods / Materials	-	-	-	-	-	-	-	-	-	-
Expenses :										
Remuneration / Commission / Sitting Fee	-	-	-	-	-	-	2.16	2.16	-	-
Rent / Other expenses	-	-	-	-	-	-	1.14	1.14	-	-
Interest on Deposits	-	-	-	-	-	-	-	-	-	-
Interest on Loans & Advances / ICDs taken	-	-	-	-	-	-	-	-	-	-
Income :										
Sharing of Expenses	-	-	-	-	-	-	-	-	-	-
Interest on Loans & Advances / ICDs given	-	-	-	-	-	-	-	-	-	-
Other Receipts :										
Deposits Received	-	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs received	-	-	-	-	-	-	-	-	-	-
Receipt of Loans & Advances / ICDs given	-	-	-	-	-	-	-	-	-	-
Other Payments :										
Reimbursement of expenses / (Reimbursement of expenses received)	-	-	-	-	-	-	-	-	-	-
Repayment of Deposits	-	-	-	-	-	-	-	-	-	-
Repayment of Loans & Advances / ICDs received	-	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs given	-	-	-	-	-	-	-	-	-	-
Balances Oustanding :										
Payables :										
Payables against Purchases / Sales	-	-	-	-	-	-	-	-	-	-
Deposits Payables	-	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs Payables	-	-	-	-	-	-	-	-	-	-
Receivables :										
Receivables against Purchases / Sales	-	-	-	-	-	-	-	-	-	-
Loans & Advances / ICDs Receivables	-	-	-	-	-	-	-	-	-	-
Investments Made (including Investment Advances)	-	-	-	-	-	-	-	-	-	-

Note 29 - Additional Regulatory Information as per recent pronouncement of (MCA) notified Companies (Indian Accounting standards) Amendment Rules 2022 dated 23rd March 2022

29.1 Title Deeds of Immovable of property not held in the name of the company:
The Company does not hold any Immovable property whose title deeds are not held in the name of companies or jointly held with others

29.2 Valuation of property , plant Ind Equipment
The Companies has not revalued its Property , Plant & Equipment during the period under reporting

29.3 The company has not granted any loan or advance to its promotors, directors,KMP and other related parties as defind under Companies Act 2013, either severaly or jointly with any other person which are In the nature of loan.

29.4 Intanqible Assets Under deyelopment:
a) There are no Intangible Assets under development hence no aging schedule is applicable
b) There are no Intangible Assets under development, whose completion is overdue or has exceeded its cost compared to its original plan

29.5 Details of Benami Property held
The company does not have any Benami Property where any proceedings has been initiated or pending agasint the company for holding any benami property

29.6 Statement of Current Assets filed with Bank
The Company has not taken any borrowings from bank on the basis of security of current assets. Hence, the company has not submitted any quarterly returns and statements of current assets with the Bank

29.7 Wilful Defaulters
The Company is not declared wilful defaulter by any bank or financial Institution or other lender

29.8 Realtionship with Struck off Companies
The company has not made any transaction with the companles struck off under section 248 of the companies Act 2013'

29.9 Registration of charges or stisfaction with the Registrar of Cpmpanies
The company does not have any charge or satiscation which is yet to be registered with the Registrar of Companies beyond the statutory period.

29.1 Compliance With number layer of companies
The company does not have any investment throug more that two layers of investment companies as per section 2(87){d) and section 186 of the Companies Act 2013

29.11 Compliance with approved Scheme(s) of Arrangements
No Scheme of any arrangements has been approved by the competent authority in terms of sec 230 to 237 of the companies Act 2013

29.12 Utilisation of Borrowed funds and share premium
(A) The company has not granted or loaned or invested funds to any other person or entity Including foreign entlty(intermediaries) with the understanding that the intermediary shall
(i) Directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or on behalf of the company (ultimate beneficiary)
(ii) Provide any gurantee , security or the like to on behalf of ultimate beneficiaries
(B) The company has not received any fund from any person or entity including foreign entity (funding party) (whether recorded in writing or otherwise) that the company shall:
(i) Directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or on behalf of the company (ultimate beneficiary)
(ii) Provide any gurantee , security or the like to on behalf of ultimate beneficiaries

29.13 Undisclosed Income
The Company has no transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax asseesment under the income tax act 1961

29.14 Details of Crypto Currency or Virtual Currency
The Company has not invested or traded in crypto currency or virtual currency during the fiancial year

HINDUSTAN AGRIGENETICS LIMITED
(FY 2024-25)

Note 30 :

Analytical Ratios :

Particulars	Numerator	Denominator	Ratio As at 31-03-2025	Ratio As at 31-03-2024	Variance (in %)	Reasons for > 25 % variance
a) Current Ratio	Current Assets	Current Liabilities	330.68	158.40	108.76	The Current Liabilities have reduced in FY 2024-25 when compared to FY 2023-24.
b) Debt-Equity Ratio	Total Debt	Shareholders Equity	-	-	-	The Company does not have any Debt.
c) Debt-Service Coverage Ratio	Earnings Available for Debt Service	Debt Service	-	-	-	The Company does not have any Debt.
d) Return on Equity Ratio	Net Profit after Taxes	Average Shareholders Equity	(0.03)	0.04	(166.63)	During FY 2024-25, the Company had Net Loss when compared to Net Profit in FY 2023-24
e) Inventory Turnover Ratio	Sales	Inventory	-	-	-	The company did not have Inventory during FY 2024-25 and 2023-24
f) Trade Receivables Turnover Ratio	Net Credit Sales	Average Trade Receivables	-	-	-	The company did not have Trade Receivables during FY 2024-25 and 2023-24
g) Trade Payables Turnover Ratio	Purchases of Services and other Expenses	Average Trade Payables	976.89	15.70	-	The Trade Payables in FY 2024-25 were very less when compared to FY 2023-24.
h) Net Capital Turnover Ratio	Net Sales	Average Working Capital	0.01	0.01	9.75	-
i) Net Profit Ratio	Net Profit	Net Sales	(3.96)	6.52	(160.65)	During FY 2024-25, the Company had Net Loss when compared to Net Profit in FY 2023-24
j) Return on Capital Employed	Earnings before Interest and Taxes	Capital Employed	(0.02)	0.05	148.99	During FY 2024-25, the Company had Net Loss when compared to Net Profit in FY 2023-24.
k) Return on Investment	Income generated from Investments	Time Weighted Average Investments	-	-	-	-

		Rs.in Lakhs
Average Working Capital = Current Assets - Current Liabilities	**1,130.98**	**1,158.63**

Note:- For the ease of shareholders, we append below the various forms that have to be filled before dematerialisation of shares. It may be noted that as specified by SEBI, first the filled KYC and signatures should be sent to the RTA (K. Fintech) and shares for dematerialisation should be sent only after KYC has been registered by the RTA. Please also note, that shareholders who may have lost their shares, may fill in the Indemnity and Affidavit forms which should be submitted to the RTA, before applying for their dematerialisation.

- Form ISR1- For KYC along with attachments such as self-attested PAN card, Aadhar card etc.
- Form ISR2-For updating of signatures, and as attested by the banker
- Form ISR-3-For revocation of Nominee
- Form ISR-4-For duplicate shares and for dematerialising
- Indemnity and Affidavit on stamp paper, in case the shares have been lost.
- SH-13- For nomination

Form ISR – 1

See SEBI circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

REQUEST FOR REGISTERING PAN, KYC DETAILS OR CHANGES / UPDATION THEREOF

[For Securities (Shares / Debentures / Bonds, etc.) of listed companies held in physical form]

Date:__/___/_____

A. I / We request you to Register/Change/Update the following (Tick ✓relevant box)

☐ PAN ☐ Bank details ☐ Postal Address
☐ Signature ☐ Mobile number ☐ E-mail address
☐ Demat Account details

B. Security Details:

Name of the Issuer Company		Folio No.:
Name(s) of the Security holder(s) as per the Certificate(s)	1.	
	2.	
	3.	
Number & Face value of securities		
Distinctive number of securities	From	To

C. I / We are submitting documents as per Table below (tick ✓as relevant, refer to the instructions):

	✓	Document / Information / Details	Instruction / Remark	
1	PAN of (all) the (joint) holder(s)			
		PAN		
2		Demat Account Number		
3		Address of the first holder		
4		Bank details	Bank Name & Branch	
			Account No.	
			IFSC Code	
5		E-mail address		
6		Mobile		
7		Specimen Signature		
8		Nomination	If there are any nominees, please fill up the form ISR -3.	

Form ISR – 2

(see circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

Confirmation of Signature of securities holder by the Banker

1	Bank Name and Branch	
2	Bank contact details Postal Address Phone number E-mail address	
3	Bank Account number	
4	Account opening date	
5	Account holder(s) name(s)	1)
		2)
		3)
6	Latest photograph of the account holder(s)	
	1st Holder 2nd Holder 3rd Holder	
7	Account holder(s) details as per Bank Records	
	a) Address	
	b) Phone number	
	c) Email address	
	d) Signature(s)	
	Seal of the Bank	Signature verified as recorded with the Bank
		(Signature)
Place:		Name of the Bank Manager
		Employee Code
Date:		E-mail address

Form ISR - 3

Declaration Form for Opting-out of Nomination by holders of physical securities in Listed Companies

(see SEBI circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

[Under Section 72 r/w Section 24 (1) (a) of Companies Act, 2013 r/w Section 11(1) and 11B of SEBI Act, 1992 and Clause C in Schedule VII and Regulation 101 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)]

Name of the Company :

Registered Address of the Company:

I / we ....the holder(s) of the securities particulars of which are given hereunder, do not wish to nominate any person(s) in whom shall vest, all the rights in respect of such securities in the event of my /our death.

PARTICULARS OF THE SECURITIES (in respect of which nomination is being opted out)

Nature of Securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

I/we understand the issues involved in non-appointment ofnominee(s) and further are aware that in case of my / our death, my / our legal heir(s) / representative(s) are required to furnish the requisite documents / details, including, Will or documents issued by the Court like Decree or Succession Certificate or Letter of Administration / Probate of Will or any other document as may be prescribed by the competent authority, for claiming my / our aforesaid securities.

Name(s) and Address of Security holders(s) Signature(s) Sole / First Holder Name

Second Holder Name

Third Holder Name

Name and Address of Witness	Signature

Form ISR-4

(see circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 on Issuance of Securities in dematerialized form in case of Investor Service Requests)

Request for issue of Duplicate Certificate and other Service

(for Securities - Shares / Debentures / Bonds, etc., held in physical form)

Date:__/___/_____

A. Mandatory Documents / details required for processing all service request:

I / we.. the holder(s) of the securities particulars of whiare submitting the following documents / details and undertake to request the Depository Participant to dematerialize my / our securities within 120 days from the date of issuance of Letter of Confirmation, received from the RTA/Issuer Company (tick ✓as relevant, refer to the instructions):

- Demat Account No. (If available): ☐☐☐☐☐☐☐☐ ☐☐☐☐☐☐☐☐

  Provide Client Master List (CML) of your Demat Account from the Depository Participant*
- Provide the following details, if they are not already available with the RTA (see SEBI circular dated November 03, 2021 in this regard)

PAN	**Specimen Signature**
Nomination / Declaration to Opt-out	

* (Your address, e-mail address, mobile number and bank details shall be updated in your folio from the information available in your CML). You can authorize the RTA to update the above details for all your folios. In this regard, please refer to and use Form ISR-1 in SEBI circular dated November 03, 2021.

B. I / We request you for the following (tick ✓ relevant box)

	Issue of Duplicate certificate		Claim from Unclaimed Suspense Account
	Replacement / Renewal / Exchange of securities certificate		Endorsement
	Sub-division / Splitting of securities		Consolidation of Folios
	Certificate		
	Consolidation of Securities certificate		Transmission
	Transposition (Mention the new order of holders here)		
	Claim from Suspense Escrow Demat Account		

C. I / We are enclosing certificate(s) as detailed below**:

Name of the Issuer Company	
Folio Number	
Name(s) of the Security holder(s) as per the Certificate(s)	1.
	2.
	3.
Certificate numbers	
Distinctive number s	
Number & Face value of securities	

** Wherever applicable / whichever details are available

D. Document / details required for specific service request:

I. ☐ Duplicate securities certificate

II. ☐ Claim from Unclaimed Suspense Account

Securities claimed____________________(in numbers)

(in words ____)

III. ☐ Replacement / Renewal / Exchange of securities certificate
(that is defaced, mutilated, torn, decrepit, worn out or where the page on the reverse is fully utilized)

IV. ☐ Endorsement

V. ☐ Sub-division / Splitting of securities certificate

VI. ☐ Consolidation of securities certificate/Folios

VII. ☐ Transmission

VIII. ☐ Transposition

IX. ☐ Claim from Suspense Escrow Demat Account

Securities claimed____________________(in numbers)

(in words ____)

Provide / attach original securities certificate(s) for request for item numbers III to VIII above.

Declaration: All the above facts stated are true and correct to best of my / our knowledge and belief.

	Security Holder 1 / Claimant	**Security Holder 2**	**Security Holder 3**
Signature	✓	✓	✓
Name	✓	✓	✓
Full address	✓		
PIN	✓☐☐☐☐☐☐	☐☐☐☐☐☐	☐☐☐☐☐☐

Aher processing the service request, the RTA shall issue a 'Letter of Confirmation' to the securities holder/claimant, which is valid only for 120 days. Using this 'Letter of Confirmation', the securities holder/claimant shall request the DP to dematerialize the securities, failing which the securities shall be credited to the Suspense Escrow Demat Account of the Company.

Form No. SH-13

Nomination Form

[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]

To

Name of the company:

Address of the company:

I/We ....the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of Securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

(2) PARTICULARS OF NOMINEE/S —

(a) Name:

(b) Date of Birth:

(c) Father's/Mother's/Spouse's name:

(d) Occupation:

(e) Nationality:

(f) Address :

(g) E-mail id:

(h) Relationship with the security holder:

(3) IN CASE NOMINEE IS A MINOR--

(a) Date of birth:

(b) Date of attaining majority

(c) Name of guardian:

(d) Address of guardian:

Name:

Address:

Name of the Security Holder (s) Signature

Witness with name and address

Notes

Book Post

If undelivered, please return to following address:

M/s Hindustan Agrigenetics Limited
C-63, South Extension
Part -II, New Delhi - 110 049.